



**MINUTES of the
CIOCAN ANNUAL GENERAL MEETING
Thursday, October 26, 2023
12:30 EDT**

ATTENDEES:		
Anifat Olawoyin	John Comacchio	Philippe Johnston
Antoine Haroun	Kamran Falahat	Pradeep Nair
Cam Telford	Karin Eunson-Ross	Rachel Porteous
Carlos Tobar	Kelvin Cantafio	Roland Woo
Dave Aeri	Kent Smith	Ron Murch
Dean Doige	Kin Lee-Yow	Ross Ballendine
Derek Cullen	Kyoko Kobayashi	Shari Wallace
Derrick Whalen	Lan Nguyen	Shaun Guthrie
Dianne Lapierre	Mackenzie Lambe	Thomas Keating
Doug Howell	Martin Kyle	Todd Kennedy
Edward Pham	Mathieu Desrosiers	Wilson Ho
Fred Cook	Nastaran Bisheban	Non-Members
Gary Davenport	Nick Howald	Lorraine Bauer
Gerry Akkerman	Pedro Leree	Barb Gorman
Greg Kaufman	Peter Iskra	Connor Bratkowski
Jennifer Hutton	Peter Thompson	
Jim Williams	Peter Holowka	

Philippe Johnston welcomed everyone and introduced himself as President and Chair of the CIO Association of Canada 2022-23 Annual General Meeting.

Proper notice having been given and a quorum being present, Philippe Johnston called the Annual General Meeting of the CIO Association of Canada to order at 12:36 pm EST.

Philippe Johnston confirmed that official notice of this meeting was delivered to all members via an email on September 7, 2023, and weekly CIOCAN member e-newsletters beginning on September 28, 2023. Therefore, it was confirmed that we are in compliance with the 14-day notification period required under the BC Societies Act. As a quorum of 10 members must be present throughout the meeting, members were asked to remain on the call until the AGM is adjourned.

Approval of the Agenda

The agenda for the Annual Meeting was provided electronically on the CIOCAN website. There were no changes made to the agenda.

Motion: Derek Cullen moved, and Shaun Guthrie seconded to accept the agenda as circulated. A poll was completed by all members attending, and based on the polling results the motion carried.

Q1.Motion to accept the 2023 AGM agenda as circulated.

	Answers	Results	%
A	In Favor	38/42	90
B	Not In Favor	0/42	0
C	Abstain	1/42	2
	No Answer	3/42	7

Approval of the Minutes of October 27, 2022.

The Minutes of the last Annual General Meeting held on October 27th, 2022 were provided electronically on the CIOCAN website.

Motion: Philippe Johnston moved to approve the Minutes of the last Annual General Meeting of members held on October 27th, 2022, as circulated. Shaun Guthrie seconded the motion. A poll was completed by all members attending, and based on the polling results the motion carried.

Q1.Motion for minutes of the last Annual Meeting of Members held on October 27th, 2022 be approved as circulated

	Answers	Results	%
A	In Favor	39/42	93
B	Not In Favor	0/42	0
C	Abstain	2/42	5
	No Answer	1/42	2

President's Report:

Philippe Johnston expressed his happiness to deliver the President's Report to the members. He noted with the increasing acceleration and adoption of technologies this past year our role as Snr IM/IT Business leaders has become more important to ensuring that our organizations adopt these new capabilities safely while leveraging them to accelerate our businesses.

Over this past year we have seen growth and our members have had to navigate these changes. Philippe was proud to say the CIO Association has been at the forefront of establishing critical knowledge around the adoption of these new and quickly evolving technologies. Earlier in the year CIOCAN also surpassed the 500-member mark, which is something that had never been achieved. It is thanks to the commitment of our members and their passion for growing our profession within Canada that we were able to achieve this milestone. However, he noted we cannot rest on our laurels and more growth in our membership is required to continue to move the profession forward.

Coming out of the Pandemic, CIOCAN continues to be a strong and resilient Association. As it was for many, this past year was one of significant changes, and evolution. Despite the continued economic impacts of the pandemic, CIOCAN is happy to report that we have had a very positive year as we continue to drive member value.

With new full-time leadership in place, and a new staffing model, Phil reported that we delivered over 100 webinars and events, hosting over 175 members and supporters at the 2023 in-person CIO Peer Forum conference, and that we continue to develop leading edge resources through whitepapers.

Early in the new year, as part of our Association growth strategy to support CIO's, CISO's and IT Leaders across Canada CIOCAN was thrilled to launch a new CIOCAN Chapter, CIOCAN Atlantic Canada. A small but dedicated group of committed volunteers have banded together to extend the value and support of CIOCAN to their local community.

Phil advised the members another exciting development this past year was the continued evolution to a formal Memorandum of Understanding with the Rotman School of Business, University of Toronto for CIOCAN to co-create a The Rotman – CIOCAN Executive Leadership Program Certification and the official CIO designation CIO.D. This CIO Certification Program will be the pillar for creating exceptional digital leaders within Canada.

In May, the CIOCAN Board of Directors came together in Toronto to focus on CIOCAN's long-term strategy. As a Board we continued to develop and refine the excellent work of the past and evolve the three-year strategic plan that will guide CIOCAN in four key areas.

He mentioned our Association is rooted in regional chapters across the country and the fundamental peer connections they provide. As well, that we continue to provide valuable education and networking opportunities to our CISO members via the CISO Division.

The key to our success continues to be our Chapters and Division who work hard on your behalf to ensure you receive excellent value for your investment. Initiatives that help you expand your knowledge and network are of paramount importance to CIOCAN. Chapters developed programming throughout the year on key topics relevant to our CIO community. These topics often start as conversations, as the issues tackled are not "one and done."

In addition, he was pleased to announce that there will be no transition of Chapter Presidents for this coming year, the commitment and continuity of the Board of Directors will help to support and execute our many strategic initiatives.

Of note, probably like most of you, CIOCAN leveraged AI to inform our strategic plan and were quite surprised with the number of common ideas that it provided. One area that we feel we need to improve on is our ability as a community to influence externally for the good of Canadian businesses. Although not a primary focus for now, this strategic outcome will need to be explored further in the coming years.

Phil said it was through the valuable contributions of our volunteers that helped move our association forward.

He recognized and thanked two Board members stepping down this year. And noted how both contributed to CIOCAN's ongoing success and future.

- Miguel Kanafany
- Yasemin Sezer

He also recognized and thanked our Past President, Humza Teherany. Humza, having completed his term as Past President will be stepping into the role of Honorary Director.

On behalf of the Board of Directors he also recognized the significant commitment made by Rita Lazar-Tippe, Rita will be stepping down as an Honorary member of the Board of Directors, however, will remain as a CIOCAN member, being recognized with a CIOCAN lifetime membership in recognition of her extensive Years of Service to the CIO Association of Canada.

Phil was pleased to welcome incoming Board members:

- Todd Kennedy
- Kin Lee Yow
- Nastaran Bisheban
- Derrick Whalen

The success of CIOCAN can be attributed to one thing... the generous contributions of more than 80 plus volunteers at both the National and Chapter levels. These individuals donate their time, their energy, and their passion to something they strongly believe in: helping their fellow CIOs with day-to-day challenges in their organizations and playing a role building the future of the CIO profession in Canada. He thanked all our volunteers for their dedication and commitment!

Phil gave a special Congratulations to the 2023 CIOCAN IMPACT Award Winners

- President's Award – Derek Cullen
- Member of the Year, Toronto Chapter- Gini Wong
- Member of the Year, Vancouver Chapter– Bob Clark
- Lifetime Achievement Award- Gary Munro
- Member of the Year, CISO Division- Mike Melo

CIOCAN has amazing members and volunteers, and this program is a wonderful way to provide them with the proper recognition. Nominations for the 2024 awards are coming soon so he asked members to start thinking ahead of who you can nominate.

In January 2023, CIOCAN hired our new/current Executive Director, Lorraine Bauer. Since joining our Team Lorraine's mandate and primary focus has been to ensure CIOCAN has a dedicated Operational plan and budget that reflects the strategic goals of our Association. As we continue to refine the CIOCAN operating model, we are building a national, unified, and cohesive member experience. This year, we have implemented significant improvements to move CIOCAN from 'Member Run to Member Led', providing our directors and our volunteers the support and space they need to focus on the strategic vision, member value and impact.

Alison Toscano, Acting Executive Director maintained her role with the Association, on a part-time basis providing training, support and operational acumen as Lorraine transitioned into the role. Alison's continued commitment to our Association has provided exceptional continuity during the management transitions. We are forever grateful for her professionalism and dedication to CIOCAN. Barbara Gorman, our Membership & Finance Manager, remains a steadfast member of this team, providing excellent member support and financial acumen. A new full-time employee

joined our team in the early new year as well, Connor Bratkowski, CIOCAN Association Coordinator. We continue to strengthen the staff team to support the growing membership and operations here at CIOCAN.

Our annual signature conference, Peer Forum was a resounding success in May 2023. As mentioned, it was one of our most successful in-person conferences, with 175 attendees, securing a surplus in sponsorship for the first time in the past 5 years! We are grateful for the hard work and effort of the 2023 Peer Forum Committee Volunteers, led by Co-Chairs, Yasemin Sezer & Kyoko Kobayashi. Registration will open soon for the 2024 CIO Peer Forum, which will be hosted in-person in Calgary AB, May 30 & 31 2024.

Our key focus areas continue to be on Membership Engagement and Membership Growth and we've also continued to push ourselves to grow – in our knowledge of what's important to our community and in the ways we can better support our profession's ability to succeed.

This year we surpassed the membership goal of the last fiscal reaching over 500 members! Our value proposition is strong, and our members continue to benefit from connecting with each other as demonstrated by our increasing member numbers, retention rate, event participation and sponsorship engagement.

Phil expressed again this year the message to our members is to get GET INVOLVED. Based on his personal experience, those members who get more actively involved in the Association do, in fact, derive even more value from their membership.

By getting engaged with CIOCAN you will:

1. **Boost your performance as a leader in IT**
2. **Connect and get inspired** – expand your network
3. **Advance your career** with education, networking and recognition
4. **Make an impact** by sharing your experience with the world.

Phil thanked everyone and asked if there were any questions, there being none, he introduced Dianne Lapierre, Treasurer to present Financial Report.

Financial Report:

Dianne Lapierre asked if there were any concerns or comments regarding the financial statement that had been distributed for the period ending June 30, 2023. There being none, she continued to deliver her report.

As per our practice, the CIO Association of Canada (CIOCAN) 2022-23 fiscal year, which ended June 30th, 2023, underwent an audit, in accordance with Canadian accounting standards for not-for-profit organizations. Diane was happy to confirm, as per the auditors, the financial statements presented fairly, in all material respects, the financial position of CIOCAN as of June 30, 2023. The 2022-23 year ended with combined net assets of \$237,949 and a net deficit of \$57,110.

It was noted, that during the 2022-23 fiscal year, CIOCAN continued to experience the challenges due to member and sponsor behavior changes after the COVID-19 pandemic as well as significant staffing and support changes which impacted our operational efficiency.

Your Board of Directors and Operations team scrutinized the financial position of the association and projected outcomes to ensure the continued viability of CIOCAN.

Unfortunately, Dianne noted, the loss of our previous Executive Director and subsequent search period prior to hiring our new ED impacted the ability to execute on several strategic areas and sponsorships and created a period of overlap between our new ED outgoing administrative support which impacted operational efficiency and productivity. These impacts created a situation of overall revenue shortfall in sponsorships which lead to the operating deficit reported.

In spite of those setbacks, CIOCAN executed on the following key initiatives during the 2022-23 fiscal year:

- As per the CIOCAN strategic plan, continued to fund investments that focus on delivering member value, growth, and development, while ensuring appropriate governance, and controls are adhered too.
- Delivered rich content focused on leadership and technology challenges, while supporting and evolving a trusted IT leadership community.
- Had our first in-person Peer Forum since 2019 – well attended and appreciated.
- Offered several Peer Forum sessions virtually for those members who chose not to attend in person.
- Initiated a MOU with Rotman School of Business in support of a CIO Designation Program
- Invested in dedicated staff to support the CIOCAN strategic plan and operational delivery.
- Conducted consistent review of the financial statements, which were distributed, and reviewed on a 45-day cycle by the CIOCAN Treasurer, and Board of Directors. Therefore, provided visibility of the financial position, and ensured oversight of the financial health of CIOCAN.
- Implemented a new, streamlined financial operating model for the upcoming 2023-24 fiscal year.

Diane asked if there were questions regarding the financial statements. There being none, the following motion was tabled.

Motion: Dianne Lapierre moved that the audited financial statements for the fiscal year ending June 30, 2023, be approved as presented. Nastaran Bisheban seconded the motion. A poll was completed by all members attending, and based on the polling results the motion carried.

Q1. Move that the audited financial statements for the fiscal year ending June 30, 2023 be accepted as presented.

	Answers	Results	%
A	In Favor	41/45	91
B	Not In Favor	0/45	0
C	Abstain	1/45	2
	No Answer	3/45	7

Motion: Dianne Lapierre moved the accounting firm Kriens LaRose, LLP, Chartered Accountants be confirmed to complete the financial audit for the fiscal year ending June 30, 2024. Derek Cullen seconded the motion. A poll was completed by all members attending, and based on the polling results the motion carried.

Q1. Move that the accounting firm Kriens LaRose, LLP, Chartered Accountants be confirmed to complete the financial audit for the fiscal year ending June 30, 2024

	Answers	Results	%
A	In Favor	38/44	86
B	Not In Favor	0/44	0
C	Abstain	1/44	2
	No Answer	5/44	11

Phil thanked Dianne, and invited Shaun Guthrie to present the report from the nominating committee.

Report from the Nominating Committee

Shaun reported due to the absence of the Nominating Committee Chair, Humza Teherany, he was pleased to deliver the Report from the Nominating Committee and the Election of Board of Directors, on his behalf. The Board of Directors has endorsed the slate of candidates for election, or re-election to the Board. After a general call for National Board applicants this past February, the Nominating Committee assessed all applicants and worked to place the suitable applicants on either a Chapter Board or the National Board. As a result, the 2023-24 CIO Association of Canada Board of Directors is elected by acclamation. The directors are to hold office until the conclusion of the next Annual General Meeting of the Association in the fall of 2024.

Shaun Guthrie introduced the full slate for the National Board for the 2023/2024 term:

- Philippe Johnston, National President
- Shaun Guthrie, 1st Vice President
- Nastaran Bisheban, 2nd Vice President
- Dianne Lapierre, Treasurer
- Derek Cullen, Director of Partnerships
- Gary Davenport, Honorary Director
- Humza Teherany, Honorary Director
- Todd Kennedy, Director of Membership
- Kin Lee-Yow, Director of Events

- Derrick Whalen, President of Atlantic Canada Chapter
- Ross Ballendine President of Calgary Chapter
- Martin Kyle, President of the CISO Division

- Kyoko Kobayashi, President of Toronto Chapter
- Peter Holowka, President of Vancouver Chapter
- Sylvain Viau, President of Montreal Chapter
- Kent Smith, President of Manitoba Chapter
- Rachel Porteous, President of Ottawa Chapter
- Roland Woo, President of Edmonton Chapter

He asked the members present to welcome the new CIOCAN Board of Directors for the year 2023-2024.

Shaun also announced in addition to the official board positions, this year CIOCAN is also supported by Committee Chairs, who will be leading important portfolios for the association; Technology, Peer Knowledge Exchange, Thought Leadership, and the CIO Peer Forum. These committee chairs will work directly with the Executive Director and team to advance these portfolios and may from time to time attend board meetings to present the status of their portfolios. He thanked Silviu Hintu, Shari Wallace, Kyoko Kobayashi, and Ross Ballendine for stepping up to chair these committees.

Shaun thanked everyone and passed the meeting back to Phil.

Other Business

Phil Johnston asked the membership if there was any other business to conduct. There being no requests to conduct additional business, Phil moved to end the meeting.

Termination

There being no further business, Philippe Johnston moved that the 2022-2023 Annual General Meeting of the members of the CIO Association of Canada be terminated. Shaun Guthrie seconded the motion. A poll was completed by all members attending, and based on the polling results the motion carried.

Q1. Move that the 2023 Annual General Meeting of the members of the CIO Association of Canada be terminated.

	Answers	Results	%
A	In Favor	36/44	82
B	Not In Favor	1/44	2
C	Abstain	1/44	2
	No Answer	6/44	14

Phil thanked everyone for joining the meeting and for their time and commitment to CIOCAN.