

UNIVERSITY OF TORONTO
THE GOVERNING COUNCIL
EXECUTIVE COMMITTEE

Thursday, June 28, 2001, at 3:00 p.m.

Board Room, Simcoe Hall

AGENDA

*Pursuant to section 28 (e) and 33 of By-Law Number 2,
consideration of items 1 and 2 will take place in camera.*

- 1. Senior Appointments*******
- 2. Governing Council: Members' Committee Assignments, 2001-2002*******
- 3. Report of the Previous Meeting - Report Number 336 (June 18, 2001)***
- 4. Business Arising from the Report of the Previous Meeting**
- 5. Items for Endorsement and Forwarding to the Governing Council**

Be It Resolved

THAT the following recommendations arising from the June 21 meeting of the Business Board be endorsed and forwarded to the Governing Council for approval:

- (a) Financial Statements*

THAT the University of Toronto audited financial statements for the fiscal year ended April 30th, 2001 be approved.

- (b) Appointment of External Auditors for 2001-02*

THAT the recommendation of the Audit Committee concerning the appointment of external auditors be approved.

* Documentation attached
** Documentation to follow
*** Documentation enclosed for members only
**** Documentation for members only to follow

5. Items for Endorsement and Forwarding to the Governing Council
(cont'd)

(c) Indemnification for Directors of McClelland & Stewart Ltd.*

THAT except in respect of an action by McClelland and Stewart Ltd. to procure a judgment in its favour, the University will indemnify and save harmless the five directors of McClelland and Stewart Ltd. nominated by the University of Toronto for election to the Board of the company pursuant to clause 2.01 of the Unanimous Shareholders Agreement between the Governing Council of the University of Toronto, McClelland & Stewart Ltd., Random House of Canada Ltd. and First Plazas Inc., and those directors' heirs, executors and administrators and the estate and effects of each of them respectively, from time to time and at all times, from and against all costs, charges and expenses whatsoever (including amounts paid to settle an action or satisfy a judgement and fines and other monetary penalties) that such a person sustains or incurs in or about any civil, criminal or administrative action, suit or proceeding that is brought, commenced or prosecuted against him or her, for or in respect of any act, deed, matter or thing whatsoever, made done or permitted by him or her, in or about the execution of the duties of his or her office, except such costs, charges or expenses as are occasioned by his or her own willful neglect or willful default and except to the extent that any such person is indemnified under a policy or contract of insurance or indemnity with respect to any such costs, charges or expenses.

6. Report of the President

7. Date of Next Meeting - Monday, September 10, 2000

8. Other Business

* Documentation attached
** Documentation to follow
*** Documentation enclosed for members only
**** Documentation for members only to follow