



THIRTEENTH ANNUAL GENERAL MEETING

June 22, 2010

18:00 – 19:00

Miller Thomson LLP, Scotia Plaza, 40 King Street West, Suite 5800
Toronto, Ontario

MINUTES

The Chair declared there was a quorum present and that the meeting was duly constituted.

1. Approval of Minutes of 2009 Annual General Meeting

Moved by Mr. Mario Possamai and **seconded** by Mr. David Rounthwaite to approve the Minutes of the 2009 Annual General Meeting. **Carried.**

2. Report of Executive Director

Executive Director Bronwyn Best reviewed the TI-Canada main activities noted in her 2009 written report, in light of the revised four objects TI-Canada produced, in order to achieve charitable status, and on which the TI-Canada membership voted, unanimously, in February 2009. Each object had main activities relating to it, either completed or in progress.

3. Report of Chair and President

Chair and President James Klotz noted that he has good news, bad news and some more good news. The first good news is that charges, under the Corruption of Foreign Public Officials Act, are soon to be laid by the RCMP, putting us, once again, in the news.

The bad news is that we have insufficient funds to capitalize on our recently acquired charitable status. A number of projects are in the works, including TI-Canada's soon to be launched Business Roundtable, which will require the infusion of funds to make them sustainable.

The second good news is that TI-Canada has a fabulous Board of Directors. Thanks were extended to TI-Canada's very active Board, its many volunteers and the Business Ethics Office, Schulich School of Business, York University, in particular Mary Amati for all her contributions to TI-Canada.

4. 2009 Financial Statements – for receipt

Treasurer Julie Desjardins noted that TI-Canada ended 2009 in a positive position. While it is far from flush, she is confident that it will be in a good position, due to the work of Mr. Klotz, Ms. Best and the other Board Members. The membership received the audited 2009 Financial Statements.

5. Approval of Auditors

Moved by Ms. Desjardins and **seconded** by Ms. Best to appoint Clarkson Rouble to provide audited financial statements for 31 December 2010. **Carried.**

6. Election of New Board Members

Mr. Klotz thanked the retiring Board Members, Mr. Roddy Allan, Mr. Bill McCloskey and Mr. Tim Martin for their tireless efforts on behalf of TI-Canada. Dr. Marketa Evans was also thanked for her contribution to the Board, cut short by her appointment as Canada's first Extractive Sector Corporate Social Responsibility Counsellor, Department of Foreign Affairs and International Trade.

Moved by Mr. Klotz and **seconded** by Mr. Possamai to accept Dr. Kernaghan Webb for a renewed term of three years, as member of the TI-Canada Board, and Mr. Milos Barutciski, Mr. Peter Dent and Ms. Janet Keeping, all for a term of three years, as members of the TI-Canada Board. **Carried.**

7. Other Business

Discussion flowed around various options to partner with like-minded organizations, particularly the government of Canada, to raise funds and to involve others, particularly students and youth, in TI-Canada activities. Regarding the latter, suggestions were made to include a student on the Board, find a sponsor to fund a scholarship for the best student paper regarding anti-corruption and choosing a small institution – high school or university, as a pilot project to research the potential for TI-Canada.

8. Termination

The meeting was terminated at 18:45.