



## Transparency International Canada Inc.

### FIFTEENTH ANNUAL GENERAL MEETING

**June 5, 2012  
14:30 – 14:45**

Bennett Jones LLP, 1 First Canadian Place, #3400, Toronto, ON M5X 1A4

#### MINUTES

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

#### **1. Approval of Minutes of 2011 Annual General Meeting**

**Moved** by Mr. Tom Marshall and **seconded** by Ms. Susan Reisler to approve the Minutes of the 2011 Annual General Meeting. **Carried.**

#### **2. Report of Executive Director**

Executive Director Bronwyn Best thanked the members of TI-Canada for their support. When dues were revised and increased in some categories, in 2010, there had been a dip in the membership, in 2011. However, the numbers were back to 2010 levels, and the revenues from membership had increased significantly. Ms. Best noted a number of achievements from 2011, including the publication of the *TI-Canada Anti-Corruption Compliance Checklist*, which had been circulated widely in both 2011 and so far in 2012, the latter thanks to the generous support of Deloitte & Touche. Among other activities, the TI-Canada Business Roundtable had held four sessions, the annual “Spotlight on Anti-Corruption: Current Issues *Day of Dialogue*” was instituted, Board Members presented TI-Canada’s civil society report to the Organization of American States Experts’ Meeting, in Washington, for the Third Round of the Implementation of the Inter-American Convention against Corruption, and produced the annual Canadian report for the *TI Progress Report on Enforcement of the OECD Convention*. Special thanks were given to the Centre of Excellence in Responsible Business, of the Schulich School of Business, York University, and, in particular, Ms. Mary Amati, for their ongoing support and significant in-kind contributions.

#### **3. Report of Chair and President**

Mr. James Klotz noted that he is stepping down after a three-year term as President, in order to reflect the good governance which TI-Canada follows. He is grateful to leave the organization a stronger, more relevant and more empowered one to make a difference in the global fight against corruption. Mr. Klotz noted that the issue of anti-corruption in Canada has risen in

significance, due to the conviction and massive fine of Niko Resources Ltd., the recent imbroglio involving SNC-Lavalin, and the 34 investigations being undertaken by the RCMP. The 2012 Day of Dialogue was the most exciting anti-corruption event in which he has participated, and the Canadian government, as well as the full spectrum of Canadian media, is taking more concrete interest in anti-corruption activities.

Mr. Klotz thanked the TI-Canada Board for its support and hard work, and Ms. Best for her dedication to TI-Canada.

#### **4. 2011 Financial Statements – for receipt**

Mr. Klotz noted the audited financial statements, as of 31 December 2011, had been sent to the membership, which subsequently received them.

#### **5. Approval of Auditors**

**Moved** by Ms. Julie Desjardins and **seconded** by Ms. Janet Keeping to appoint Clarkson Rouble to provide audited financial statements for the year ending 31 December 2012.

**Carried.**

#### **6. Election of New Board Members**

**Moved** by Ms. Keeping and **seconded** by Mr. Larry Hebb to accept Ms. Julie Desjardins for a renewed term of three years, as member of the TI-Canada Board, and Ms. Susan Carter, Mr. Martin Mueller and Mr. John Ritchie, each for a term of three years, as members of the TI-Canada Board. **Carried.**

#### **7. Other Business**

There being no other business, the Fifteenth AGM was terminated at 2:45 p.m.