

# TRANSPARENCY INTERNATIONAL CANADA BOARD MEETING

Friday, April 15, 2005, 11:00 – 13:00 EST, by conference call

## **Present:**

Wesley Cragg, Chair

Bronwyn Best

Robert Blackburn

Clare Bonnell

Michael Davies

Errol Mendes

John McWilliams

John Swinden

John Willson

## **Regrets:**

Peggy Cunningham

Anita Davis

Tom Goldie

Peter Harris

Joy Kennedy

Bob Olivero

## MINUTES

### **1. Approval of Minutes of 21 February**

**Moved** by Clare Bonnell and **seconded** by Robert Blackburn to adopt the Minutes of the 21 February 2005 Board Meeting as circulated. **Carried.**

### **2. Eighth AGM**

#### **▪ Draft Eighth AGM Agenda and Minutes of Seventh AGM**

**Moved** by John Swinden and **seconded** by Ms. Bonnell to approve the Eighth AGM Agenda and Minutes of the Seventh AGM. **Carried.**

#### **▪ Draft Audited Financial Statements 2004**

##### **▪ Draft Audited FS**

Further to the Treasurer's notes re. outstanding details, it was noted that the Conference Revenues and Expenditures are high. **Mr. Swinden** and **Bronwyn Best** are to follow-up with the auditors on the Conference figures.

##### **▪ Motion to authorize Treasurer to resolve outstanding details**

**Moved** by Mr. Swinden and **seconded** by Michael Davies to authorize the Treasurer to resolve the details of the audited Financial Statements and to report back to the Board for final comments, before finalizing the report with the auditors. **Carried.**

#### **▪ Draft Eighth AGM Report of National Coordinator**

The Board received the report. **Ms. Best** is to make minor corrections.

#### **▪ Eighth AGM Report of the Chair and President**

Wes Cragg is to circulate his report to the Board for comment, prior to it being sent to members.

### **3. Governance and Nominating Committee Report**

#### **▪ Opening Comments**

John Willson, acting for Chair Tom Goldie, reviewed the various meetings of the GNC, since the 21 February 2005 Board Meeting.

- **Retiring Board Members**

Mr. Davies announced that he would retire from the Board of Directors as of the Eighth AGM on 1 June. Due consideration will be given by the GNC to Mr. Davies' request to stay on the International Conventions Committee. The decision will be reported at the next meeting of the Board. Peter Harris has reached the maximum of nine years on the TI-Canada Board and will also be retiring.

- **Renewal of Present Board Members**

**Moved** by Mr. Willson and **seconded** by Ms. Bonnell that Anita Davis and Bob Olivero be recommended to the TI-Canada membership for a further three years on the Board. **Carried.**

**Moved** by Mr. Willson and **seconded** by Ms. Bonnell that Peggy Cunningham be recommended to the TI-Canada membership for a further one year on the Board. **Carried.**

**Moved** by Mr. Willson and **seconded** by Ms. Bonnell that John McWilliams be recommended to the TI-Canada membership for a further one year on the Board. **Carried.**

- **New Board Members**

**Moved** by Mr. Willson and **seconded** by Ms. Bonnell that the Governance and Nominating Committee interview Elizabeth Beale, David Brennan and Ian Marshall for possible membership on the TI-Canada Board and report their final recommendations for approval by the Board. **Carried.**

- **Increase in number of Board Members to 15**

It was **agreed** to increase the number of TI-Canada Board Members to 15, the maximum allowed by the By-laws.

#### 4. **Membership Committee Report**

- **Business Leaders' Dinner**

- **Agenda**

It was **agreed** the agenda would be quite informal; the key to the Dinner is to engage new people in TI-Canada

- **Location**

The location has been confirmed as The University Club of Toronto, 380 University Avenue.

- **Sponsorship**

**SNC-Lavalin** said they would increase their sponsorship to \$750, if other sponsors cannot be found; **University of Ottawa** will provide \$500 of sponsorship. The **Membership Committee** is to continue seeking further sponsorship. It was **agreed** that TI-Canada funds would be put toward the dinner, if necessary. Board Members **agreed** they would each pay \$50, if required.

- **Symposium - "Creating a Level Playing Field in a Corrupt World?"**

- **Speakers**

The **Membership Committee** will continue to work on obtaining additional speakers.

- **Location**

It was **agreed** that the location would be downtown Toronto. **Ms. Best** is to investigate more potential locations, including clubs.

## **5. Municipal Governance Committee**

John McWilliams provided an overview of the present state of the project. There are four who have agreed to be on the Advisory Group and others who are being approached. It is anticipated that present members will be able to provide further suggestions of membership for areas not yet covered. **Mr. Willson** will go to Mike Harcourt, again, now that other members are confirmed. **Errol** Mendes is to make further suggestions to Mr. McWilliams re. potential members. The Cities Secretariat of Infrastructure Canada has provide \$15,000 of seed money. Robert Blackburn, David Simpson and Bronwyn Best were thanked for their work on obtaining the contract.

## **6. Int'l Conventions Committee Report**

Mr. Davies briefly spoke to the report he had provided on the meeting with Foreign Affairs Canada officials. There is a great desire by the Board to have the Canadian government move quickly on ratification of the UN Convention against Corruption. **Ms. Best** is to make one correction in Mr. Davies' report of "Anti" to "Inter."

## **7. National Coordinator's Report**

There were no comments from Board Members on the report.

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

Dr. Cragg briefly spoke to the report he had already circulated. There has been a lot of media interest in TI-Canada, as a result of the Gomery Inquiry. It was noted that the Board has been notified, as quickly as possible, when interviews have occurred, and this practice will continue, in order for the Board to be as up-to-date as possible. The Board asked **Dr. Cragg** to send a written invitation to Huguette Labelle for the Business Leaders' Dinner and to copy the Board.

## **9. Next Board Meeting**

- **1 June 2005 – immediately following Eighth AGM**