

TRANSPARENCY INTERNATIONAL CANADA BOARD MEETING

Wednesday, December 3, 2008, 17:00 – 20:00 EST

Faculty of Pharmacy, University of Toronto, 144 College Street, Room 310

Present:

Clare Bonnell, Chair

Bronwyn Best

Jim Cooney (by conference call)

Bruce Futterer (by conference call)

Jillian Clare Kohler

Morley Lemon

Thomas Marshall (by conference call)

Tim Martin (by conference call)

Bill McCloskey (by conference call)

Joe Ringwald (by conference call)

Michael Robinson

David Shugarman

Kernaghan Webb (by conference call)

Regrets:

Roddy Allan

Joy Kennedy

Jim Klotz

MINUTES

1. Approval of Minutes of 10 Sept 2008 Board Meeting

Moved by Kernaghan Webb and **seconded** by David Shugarman to adopt the Minutes of the 10 September 2008 Board Meeting. **Carried.**

2. Business arising from the minutes

With regard to the 2007 TI Global Corruption Report, “Corruption in Judicial Systems,” Clare Bonnell noted that Claude Provencher, the newly appointed Commissioner for Federal Judicial Affairs, has been in touch with TI-Canada, complementing TI on the issue and wishing to meet with TI-Canada in the new year.

3. Correspondence

It was **agreed** that we will create a policy with regard to hot links, once we have received notification of whether or not we have charitable status.

4. Report of Chair and President

Ms. Bonnell reviewed her report on the TI Annual Members Meeting and the 13th International Anti-corruption Conference. **Bronwyn Best** is to follow up with TI-UK, regarding their defense and transparency project; with the TI Secretariat, regarding the contact for measures to prevent fraud in First Nations in South America; and with the TI Secretariat, regarding the applicability of TI-Switzerland’s experience with validating bribery inquiries. **Ms. Best** is also to keep track of Canadian bribery inquiries for the Annual General Meeting report of the Executive Director. TI-Poland has invited TI National Chapters in the global North to partner with them on a school based program to educate young people in how to advocate against corruption. Ms. Bonnell invited any **interested Board Members** to contact TI-Poland, directly, regarding this project, as this does not fit into TI-Canada’s Action Plan.

5. Executive Director's Report

In addition to the information provided in the Background Notes, Ms. Best reported that she had sent reminder notices to those TI-Canada members who had not yet paid their 2008 membership dues.

▪ Acceptance of New Members

Moved by Morley Lemon and **seconded** by Bill McCloskey to accept Ian Bulmer, Angela Keller-Herzog, Louise Marchand and Susanne Schulz as Individual Members. **Carried.**

6. Reports from Board Members on TI-Canada Activities other than Committee Work

▪ Federal Accountability Act (FAA)

Dr. Shugarman noted there were some cases brought successfully, by Democracy Watch, against the former Ethics Counsellor, under the former government, over issues pre-FAA. Democracy Watch has put up court challenges to Prime Minister Harper's government actions with regard to the FAA, but these have either not been heard or not been successful when heard. He also noted the Conflict of Interest and Ethics Commissioner has ruled that MPs could not vote on something with which they are affiliated. **Dr. Shugarman** suggested that TI-Canada meet with government ethics officers, at all levels of government, in order to establish a direct relationship, and agreed that he would make the initial contacts.

▪ Charitable Status

Mr. McCloskey reported on the activities of the Charitable Status Working Group since the 10 November 2008 Board conference call and their correspondence with Carters Professional Corporation. He noted that all the work needs to be fully completed by December 19, as the Carters person working on our file is then leaving for holidays and will not return until after our application is due.

▪ Mulroney-Schreiber Inquiry

Tim Martin noted that the Commission has invited people/organizations to provide written submissions, on the Consultation Paper due out on 15 December 2008, by 13 February 2009. **Mr. McCloskey** will follow-up regarding invitations to knowledgeable parties to participate.

Ms. Best reported that, at the TI Annual Members Meeting, she had met with the US counterpart for the TI-Canada white paper project on comparisons among Canadian, US and Australian approaches to anti-corruption.

7. Committee Reports

▪ Governance and Nominating

Mr. McCloskey reviewed the expected composition of the 2008-2009 Board and asked Board Members to suggest potential new Directors, particularly women in the civil society sector, in order to keep appropriate representation on the Board.

▪ International Conventions

Bruce Futterer reported that the 2007 annual report of TI-Canada for TI's OECD Progress Report took almost six weeks to complete. It will be tight to complete the 2008 report by February 10. **Dr. Kohler** offered the services of a student volunteer to help Mr. Futterer with

the report. **Mr. Futterer** will also contact Michael Davies, to obtain his assistance. **Ms. Best** is to send the new Progress Report questionnaire to Dr. Kohler.

- **Extractive Industries**

Ms. Best reported that she will be meeting with other members of the PWYP-Canada Management Committee, to begin planning for the Second International PWYP Conference to be held in Ottawa, in September 2009.

- **Municipal Governance**

Ms. Bonnell reported that TI-USA is creating a cutting edge monitoring tool that may benefit TI-Canada in its municipal activities.

- **Membership Committee**

It was noted that the obtaining of charitable status is essential to sustaining TI-Canada in the long term. At its next meeting, the Membership Committee will be considering new categories, including one for students.

8. Treasurer's Report

- **Financials as at 30 November 2008**

Dr. Lemon reported that the financials were on track. **Dr. Lemon** and **Ms. Best** will review the financials to see if there might be a more informative way to present them.

- **Draft Working Budget 2009**

The Board **accepted** the Draft Working Budget for 2009, which, it was noted, is a living document.

9. Executive Director's Contract

Ms. Best's contract as Executive Director was renewed for the 2009 calendar year. It was noted by the Board that her work is greatly appreciated. A sub-committee of **Ms. Bonnell (Chair), Jim Klotz** and **Dr. Lemon** was struck to review and recommend Executive Director compensation, for 2009, and to inform the Board for an electronic vote prior to the next Board Meeting.

10. Theme/Location/Date Suggestions - 2009 Symposium

A 2009 Symposium Committee was struck with **Jim Cooney** as Chair, and **Dr. Kohler, Michael Robinson** and **Tom Marshall** as members. It was **agreed** that the symposium would address the nexus of corruption, poverty and human rights, would be held at the Munk Centre at the University of Toronto, if available, would target a wide audience and would take the form of a panel of experts, who would address the issue, have the opportunity to respond to each other and then have a dialogue with the audience.

11. Other Business

There was no other business.

12. Next Board Meeting

The next Board Meeting will be Wednesday, 4 February 2009, 2 – 5 p.m., again at the School of Pharmacy at the University of Toronto, allowing the Board sufficient time to review the TI-Canada OECD submission, TI-Canada's participation in the Consultation Paper for the Mulrone-Schreiber Affair and results and implications of the charitable status application decision.

13. Adjournment

Dr. Kohler was thanked for her hospitality in providing a meeting room. Mr. Robinson **moved** and Dr. Lemon **seconded** termination of the meeting. **Carried.**