

## Annual Meeting of the Board of Directors

Teleconference Information for Directors and Staff: 1.800.201.7439; Conference ID: 688794

Note: The Board will enter into executive (closed) session at 10:00 a.m. Pacific / 1:00 p.m. Eastern / 2:00 p.m. Atlantic Time to discuss procurement, personnel, jurisdiction and litigation matters. The Board will then convene a public (open) session beginning around 12:00 p.m. Pacific / 3:00 p.m. Eastern / 4:00 p.m. Atlantic Time. Members of the public may comment on items on the agenda prior to Board consideration of the item. The Chair may limit the amount of time allocated for comment on a particular issue and/or for each individual speaker. Members of the public who provide comment shall be asked to provide their name and affiliation to ensure transparency and for proper recording in the minutes of the meeting.

Wednesday, October 21, 2020

**Executive Session:** 10:00 AM Pacific / 1:00 PM Eastern / 2:00 PM Atlantic Time

**Public Session:** 12:00 PM Pacific / 3:00 PM Eastern / 4:00 PM Atlantic Time

### Convene Public (open) Meeting of the Board of Directors and Establish a Quorum

- Welcome and call to order
- Roll call and establish a quorum of Directors
- Review agenda and approve any modifications

**Note:** The following agenda items may be heard in a different order at the Board meeting.

#### I. Board Meeting Minutes

***RESOLVED** that the English and French versions of the May 14, 2020 Board Meeting Minutes, as presented and attached to the minutes of this meeting, are hereby ratified, approved and adopted.*

*Attachment 1a: May 14 Board Meeting Minutes\_English*

*Attachment 1b: May 14 Board Meeting Minutes\_French*

#### II. Corporate Policies

##### a. Ethical Guidelines and Conflict of Interest Policy

Annual review of the Ethical Guidelines and Conflict of Interest Policy.

*Attachment 2a: Ethical Guidelines and Conflict of Interest Policy\_English*

*Attachment 2b: Ethical Guidelines and Conflict of Interest Policy\_French*

##### b. Amendment to the Accounting Policies and Procedures

Review of proposed amendment to the Accounting Policies and Procedures followed by Board adoption of the following resolution:

***RESOLVED** that the English and French versions of the Accounting Policies and Procedures, as presented and attached to the minutes of this meeting, are hereby ratified, approved and adopted.*

*Attachment 2c: Amendment to the Accounting Policies and Procedures Policy\_English*

*Attachment 2d: Amendment to the Accounting Policies and Procedures Policy\_French*

**III. Election of Corporate Officers and Appoint Standing Committee Members for 2020-2021**

**a. Officers**

Nominations for Officers, followed by the presentation of the following resolution:

**RESOLVED** that the following-named persons are elected to the offices set forth beside their respective names, to serve until the next annual meeting of the Directors and until their successors are duly elected and qualified:

**Chair:**

**Vice Chair:**

**Treasurer:**

**Secretary:**

**b. Standing Committee Members**

**i. Executive Committee**

Discussion of the purpose of the Executive Committee and its powers under the By-Laws. Per the By-Laws, membership of the Executive Committee shall consist of the four corporate officers and additional Class A directors as approved by the Board.

The discussion shall be followed by the presentation of the following resolution:

**RESOLVED** that the additional Class A Director(s) shall be approved to serve on the Executive Committee until the next annual meeting of the Directors:

*[Names: Only list the Additional Class A Director(s)]*

**ii. Audit Committee**

Discussion of the purpose of the Audit Committee and its powers under the By-Laws, followed by presentation of the following resolution:

**RESOLVED** that the Audit Committee shall comprise the following Directors or Designees:

*[Names: At least 2-6 Directors or Designees per the By-laws]*

**iii. Finance Committee**

Discussion of the purpose of the Finance Committee and its powers under the By-Laws, followed by presentation of the following resolution:

**RESOLVED** that in addition to Treasurer who shall serve as the Chair of the Finance Committee per the By-Laws, the Finance Committee shall also comprise the following Directors or Designees:

*[Names: At least 2 Directors or Designees per the By-laws]*

**IV. Finance Committee Report**

**a. Treasurer's annual evaluation of compliance with Funds Management Policy**

*Attachment 4a: Treasurer's Report on Compliance with the Funds Management Policy\_English*

*Attachment 4b: Treasurer's Report on Compliance with the Funds Management Policy\_French*

**b. 2021 Budget**

Finance Committee presentation of the 2021 budget and projected expenses for 2022, followed by presentation of the following resolution:

**RESOLVED** that the budget for the fiscal year of the Corporation beginning January 1, 2021, and ending December 31, 2021, as presented and attached to the Agenda for the Board of Directors meeting at which this resolution has been adopted, is hereby ratified, approved and adopted.

*Attachment 4c: 2021 Budget and Projected Expenses for 2022\_English*

*Attachment 4d: 2021 Budget and Projected Expenses for 2022\_French*

**V. Adjourn the Public (open) Session of the Board Meeting**