

## Annual Meeting of the Board of Directors

Teleconference Information: [1.800.201.7439](tel:18002017439); Conference ID: [688794](#)

Note: 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.

### Tuesday, October 26, 2021

**Public Session:** 10:00 AM Pacific / 1:00 PM Eastern / 2:00 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 12, 2021 Board Meeting Minutes, as presented and attached to the minutes of this meeting, are hereby ratified, approved, and adopted.*

*Attachment 1a: May 12 Board Meeting Minutes\_English*

*Attachment 1b: May 12 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 of By-laws

Amendment of By-laws to expand the geographic scope of services provided by WCI, Inc. to include the Americas.

***RESOLVED** that the English and French versions of the By-laws, as presented and attached to the minutes, are hereby ratified, approved, and adopted.*

*Attachment 2c: WCI, Inc. By-laws\_English*

*Attachment 2d: WCI, Inc. By-laws\_French*

#### III. Election of Officers and Appoint Standing Committee Members for 2021-2022

##### 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 the 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. 2022 Budget**

Finance Committee presentation of the 2022 budget and projected expenses for 2023, followed by presentation of the following resolution:

**RESOLVED** that the budget for the fiscal year of the Corporation beginning January 1, 2022, and ending December 31, 2022, 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: 2022 Budget and Projected Expenses for 2023\_English*

*Attachment 4d: 2022 Budget and Projected Expenses for 2023\_French*

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