

WGCC WOMEN GENERAL COUNSEL CANADA NETWORK
(the “Corporation”)

MINUTES OF THE ANNUAL GENERAL MEETING OF MEMBERS

Held at Deloitte Canada Headquarters, 8 Adelaide Street West, Toronto, Ontario on Thursday, January 23, 2020 at 4:15 p.m., Toronto time (the “**Meeting**”).

OPENING OF MEETING

The Annual General Meeting opened at 4:15 p.m. The Chair of the Meeting, Elspeth Hagan, called the Meeting to order. Elspeth Hagan thanked the conference sponsors, the current board of directors and Rebecca Summers. There was special recognition of the contributions of Past President Cheryl Foy.

Elspeth Hagan also described the growth of the WGCC from a grassroots organization to an organization with chapters in British Columbia, Prairies, Ontario, Quebec and the Atlantic and members from coast to coast. She also provided a description of some of the Corporation’s other initiatives including expansion of the Emeritus class. Cheryl Foy and Alexa Abiscott introduced General Counsel University (GCU) to the members.

QUORUM

A quorum of members being present and notice of the meeting being properly given, the meeting was properly constituted for the transaction of business.

APPROVALS BY MEMBERS

The Chair proposed that the members proceed with an omnibus motion to approve the items set out in the notice of meeting originally dated December 2019 and updated on January 23, 2020. A motion was made and seconded, and the following was unanimously approved by the members present at the meeting:

1. Minutes of 2019 Annual General Meeting – the Minutes of the Annual General Meeting held on January 24, 2019 (“**Exhibit A**”) were approved as presented;
2. Financial Statements – after an explanation by Hilda Wong, the financial statements of the Corporation for the fiscal year ended December 31, 2019 (“**Exhibit B**”) were approved as presented;
3. Special Resolution – the special resolution to approve amendments to the Articles and By-Law No. 1 of the Corporation (“**Exhibit C**”) was approved as presented;

4. Election of Directors/Executives – the election of the slate of directors and executives (“**Exhibit D**”) was approved as presented; and
5. Waiver of Requirement of an Auditor – the waiver of the requirement for an auditor was approved.

PRESIDENT’S AWARD AND RECOGNITION

Elsbeth Hagan recognized Angela Nikolakakos for her vision and efforts as the Communications and Website lead for the Women General Counsel Canada.

FURTHER BUSINESS

The Chair asked if there was any further business to discuss which could be properly brought before the Meeting.

TERMINATION

There being no further business to transact, the Meeting was terminated by the Chair.

EXHIBIT "A"

MINUTES OF 2019 ANNUAL GENERAL MEETING

EXHIBIT "B"
2019 FINANCIAL STATEMENTS

EXHIBIT "C"
SPECIAL RESOLUTION

EXHIBIT “D”

SLATE OF DIRECTORS AND EXECUTIVES



WGCC WOMEN GENERAL COUNSEL CANADA NETWORK

Slate of Nominees for Directors and Executives for 2020-2021

Elspeth Hagan	(President)
Bindu Cudjoe	(Vice President)
Hilda Wong	(Treasurer)
Judy Naiberg	(Secretary)
Alena Thouin	(Ontario Chapter Lead)
Ellen Desmond	(Atlantic Canada Chapter Lead)
Deborah Greenberg	(Quebec Chapter Lead)
Erika Tse	(British Columbia Chapter Lead)
Bindu Cudjoe	(Prairies Lead)
Elizabeth Fanjoy	(Memberships & Awards)
Alexa Abiscott	(Partnerships & Sponsorships)
Angela Nikolakakos	(Communications & Website)
Lisa Marcuzzi	(2021 Conference Co-Chair)
Kimberley Graham	(2021 Conference Co-Chair)