



Transparency International Canada's Annual General Meeting 2019
June 26, 3-5PM EST
77 King Street West, Suite 400, Dentons Canada LLP

Jon Allen	Corrine Bredin
Gina Campbell	Daniela Chimisso dos Santos
James Cohen	Jonathan Légaré
Susan Côté-Freeman	Kernaghan Webb
Paul Lalonde	Bruce Moore
Bronwyn Best	Denis Meunier
Malcolm Aboud	

Guests: Deniz Yaylaci, Juliana Forner, Eric Hansen.

1. Welcome and Call to Order

Chair and President, Paul Lalonde introduced the meeting and acknowledged there was quorum to proceed.

2. Motion to approve 2018 Annual General Meeting Minutes

Paul asked if everyone present in the 2018 Annual General Meeting approved the minutes. Jon Allen moved the motion to adopt the minutes. Susan Côté-Freeman seconded. **Approved** (unanimously).

3. Director's Report

TI Canada Executive Director, James Cohen, summarized TI Canada's work for the past year, including:

- Beneficial ownership and anti-money laundering work, which had an incredible impact. Last year, TI Canada released the Opacity report, which received extensive media attention. Beneficial ownership went from barely being a topic anywhere to the Prime Minister acknowledging the issue, and the Finance Minister stating he would look into the possibility of having a public registry.
- The Western Canada Corruption Perception Survey, which included launch events in Vancouver and Calgary.
- The Mining for Sustainable Development project increased its staff, hiring Deniz Yaylaci as a Project Manager and Juliana Forner as a Project Assistant, and began Phase II, which will assess mining permits in three jurisdictions.
- TI Canada earning a small profit last year, and we are continuously seeking out support. The organization is always happy to hear members' inputs about fundraising strategies.
- The Legal Committee's work for discussions on topics that TI Canada could potentially focus on. TI Canada is considering creating a similar anti-money laundering committee, and also to replicate these existing groups in other areas of Canada.
- The Integrity Award, created this year, which was given to Denis Meunier during the Toronto Day of Dialogue.

Corrine Bredin asked how willing was Teranet to share their data for the Opacity report. James answered it was through service provision. TI Canada paid CAD 10,000 + taxes for the data. However, we cannot distribute this data any further. James wanted to make it publicly available, but unfortunately, it is not possible.



4. Budget and Finances

a. 2018 Audited Financial Statements (for receipt)

Paul explained to the members that the finances are regularly reviewed by TI Canada's Treasurer and the Management Committee, and that fundraising is always the biggest challenge.

James briefly commented on the 2018 Audited Financial Statements:

- The revenue from 'membership fees and contributions' changes quite drastically from 2017 to 2018. That is because previously, TI Canada counted corporate support under "Day of Dialogue" revenue, but we changed it to be classified as 'Membership fees and contributions'.
- The budget line listed as 'symposium' is the Day of Dialogue.
- Professional fees appear high as there were a number of consultancy contracts in 2018 including James' salary, which for part of last year was as a consultancy; Adam Ross and Eric Hansen consultancy fees; the salary of a communications intern hired for three months last year; and finally, the money given to Teranet for their data.

Paul asked if there were questions or comments. Susan moved the motion to approve the 2018 Audited Financial Statements. Jonathan seconded. **Approved** (unanimously).

b. Motion to approve Clarkson Rouble LLP as TI Canada Auditors for 2019

Susan asked if last year was the first year that TI Canada used Clarkson Rouble LLP's services. Bronwyn answered that the first year was 1998.

Jon moved the motion to approve Clarkson Rouble LLP as auditors for 2019. Corrine seconded. **Approved** (unanimously).

5. Motion to approve new Board Members and new Chair and President as recommended by the Governance and Nominations Committee

Paul said that three vacancies were opening up. His own mandate as Chair was ending, and Bruce Moore and Denis Meunier had resigned. The Governance and Nominations Committee came up with three recommendations to fill these positions. He explained that the Board is empowered to fill in vacancies if there is no AGM scheduled for a near future. However, in this case, there was an AGM coming up, so the Board decided to ask for approval in the meeting with the members. He also clarified that the Committee has developed a skills matrix to ensure that the organization gets the people it needs. The conclusion was that Daniela Chimisso dos Santos and Lida Preyma would best fill the positions TI Canada has open so far.

Jon moved the motion to approve Daniela and Lida as new Board Members. Bruce seconded the motion. **Approved** (unanimously).



For the Chair vacancy, Susan volunteered to take up the position. Paul pointed out that the Board unanimously supports Susan taking on the Board position due to her constant contributions to Transparency International, which started in Berlin and then continued here.

Jonathan Légaré moved the motion to approve Susan as Chair. James seconded. **Approved**, with the abstention of Susan.

6. Acknowledgement of Out-Going Board Members

Paul thanked the Board Members who were leaving the organization, saying that Denis Meunier and Bruce Moore came to TI Canada after lustrous professional careers and decided to dedicate a tremendous amount of what otherwise would be their personal time to the organization.

7. Other Business

Susan thanked Paul for his service. James thanked Denis, Bruce, and Paul for their contributions. He mentioned that Bruce was extremely helpful in the creation of the strategic plan, and Denis received the Integrity Award thanks in part to his exceptional work for the beneficial ownership project.

8. Adjournment

Meeting adjourned.

Keynote Address with journalist Arshy Mann

The transcript below is select segments from in interview between TI Canada Executive Director, James Cohen, and Canadaland 'Commons' host, Arshy Mann.

James introduced the guest speaker, journalist Arshy Mann who hosts 'Commons' on the podcast channel Canadaland.

James: *Why did you choose to talk about corruption on the last season of Commons?*

Arshy: One of my first jobs was at a Canadian business magazine. So, I started reading a lot on business and was shocked by the amount of white-collar crime and the lack of prosecutions and investment towards tackling this problem.

Last year, the Globe and Mail published an exposé called Connected. It was about a man named Spiros Papathanasakis who owned a youth center in Cabbage Town [Toronto] and had a lot of power in multiple places. So, I thought, "finally, we are seeing how power works in Canada." However, no other news organization picked up on it, nothing else happened. I was blown away.

When I was invited to have a podcast, I said: "we need to do this about corruption." I wanted to fill a space in the Canadian media that I personally think is vacant. We see a lot of journalists doing good work in printed media, but it does not go to large masses. There is a hunger for more knowledge and the need for engagement. People are now discovering how corruption impacts their daily lives.

James: *Is there anything that surprised you?*



Arshy: I knew that there were international money flows, money laundering, and tax evasion. I knew that there was corruption in particular industries, such as the extractives sector. What surprised me was the depth of all of these, and how much Canada participated in creating a system internationally that allows that (what is called tax havens).

James: *Do you see hope ahead?*

Arshy: It depends on the topic. I have optimism with what the BC government has been doing recently. Opening a beneficial ownership registry could lead to some actual change.

In terms of Canadian involvement with organized crime, I am very pessimistic. The fragmentation of the security commissions makes it easier to get away with white-collar crime. When it comes to policing, we do not have the resources and expertise within our police officers to get white-collar crime. If the fraud is sophisticated in anyway, people do not go to prison. We have other priorities in this country.

There is a conflict of interests as well because the government also benefits from investments made with bad money.

One possible strategy is getting political parties and politicians interested in the topic, making corruption an issue on their platform.

A lot of what is in the media is about politics. For example, when reporting on the SNC Lavalin case, some people were able to dive deeper in what was the real story, the power of SNC Lavalin, but generally, the media was obsessed with the interactions, the personalities.

Another strategy then is getting international attention – let people from abroad talk about the issue so that it can come back and be reported.