

**CFA SOCIETY TORONTO
ANNUAL GENERAL MEETING
15 November 2023 Meeting Minutes**

PRESENT: Mari Jensen, Brenda King, Sadiq Alladina, Sebastian Becerra, Heather Cooke, Audrey Gan, Kar-Wei Lam, Brian Madden, Fred Pinto, Jenifer Rush, Minal Upadhyaya

Proxies: 603 Regular

Ms. Jensen called the meeting to order and appointed Ms. King, Past Chair and Chair of the Governance & Nominations Committee, to act as Secretary for this meeting.

Whereas quorum exists with the presence of a minimum of five percent [5%] of the Regular Members by proxy, Ms. King declared the Annual General Meeting regularly called and properly constituted.

Ms. Jensen declared the Annual General Meeting regularly called and properly constituted.

Mr. Alladina and Ms. Lam provided Director updates.

Ms. Jensen then called on Ms. King to read the Minutes of the Annual Meeting of members held on 17 November 2022. Ms. King moved to dispense with the reading of the minutes, seconded by Mr. Madden. CARRIED.

Ms. Jensen called on Ms. King to read the Notice to Members dated 27 September 2023, calling the meeting.

Ms. Jensen called on Ms. King to read the Auditor's Report on the Financial Statements of the Society for the year ended 30 June 2023.

Ms. King read the report and asked if there were any questions. There being no questions, Ms. King moved to accept the Auditor's Report and Financial Statements for the fiscal year 01 July 2022 to 30 June 2023. Seconded by Ms. Cooke. CARRIED

Ms. King moved to appoint BDO Canada LLP Auditors for the Corporation for the fiscal year 01 July 2023 to 30 June 2024 and for the Board of Directors to fix the compensation of the Auditors as is necessary. Seconded by Ms. Lam. CARRIED.

Ms. Jensen reviewed The Ontario Not-for-Profit Corporations Act, 2010 ("ONCA") which was proclaimed into force on October 19, 2021, replacing the Corporations Act (Ontario) under which CFA Society Toronto was incorporated. Under ONCA, it is necessary to

update CFA Society Toronto's letters patent in "Articles of Amendment". The text of the special resolution approving the articles of amendment was circulated with the notice and has been posted on the website for members to review prior to the AGM.

Ms. Jensen asked if there were any questions. There being no questions, Ms. King moved that the resolutions as circulated to adopt the articles of amendment be approved, ratified and confirmed. Seconded by Mr. Alladina. CARRIED.

Ms. Jensen reviewed that in addition to the articles of amendment, as a result of ONCA being proclaimed into force on October 19, 2021, it is necessary to replace the by-laws of the Corporation last amended on November 17, 2021, with General Operating By-law No. 2; The text of the special resolution approving General Operating By-law No. 2 was circulated with the notice and has been posted on the website for members to review prior to the AGM.

Ms. Jensen asked if there were any questions. There being no questions, Ms. King moved that the resolution as circulated to adopt General Operating By-law No. 2 be approved, ratified and confirmed. Seconded by Ms. Jensen. CARRIED.

Ms. Jensen called on Ms. King to read the Report of the Nominating Committee regarding Directors and to report any further nominations received.

Ms. King read the report and moved to elect the slate of Directors presented by the Nominating Committee. Seconded by Mr. Madden. CARRIED.

Ms. Jensen called upon new Board Directors present to introduce themselves.

Ms. Jensen asked if there was any further business. There being no further business, Ms. Jensen asked for a motion for adjournment. Ms. King moved that the meeting be adjourned. Seconded by Ms. Cooke. CARRIED.