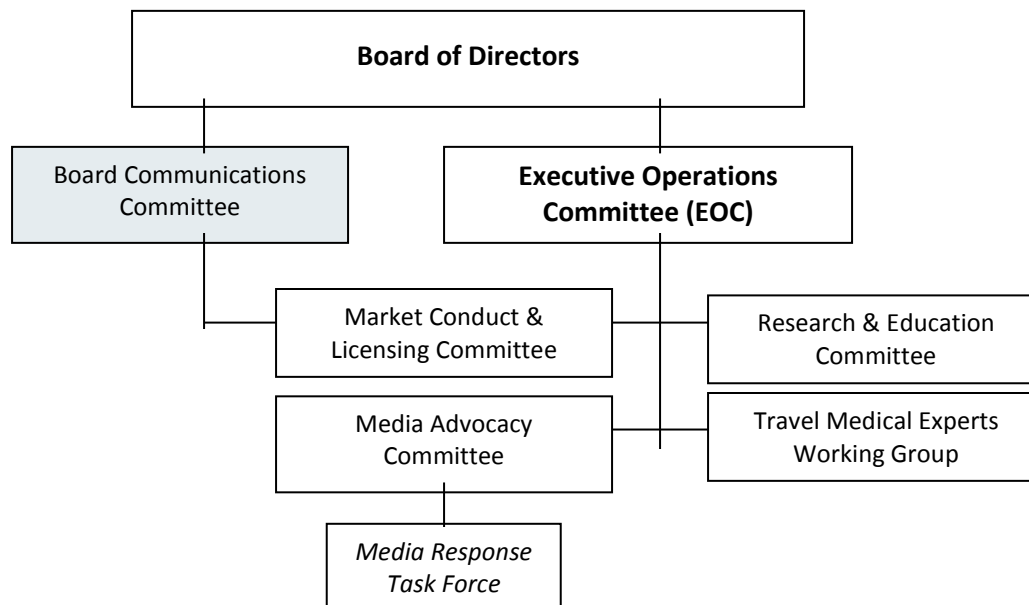


Organization Structure



Officers 2020-2021

Board Chair	Chris Lobbezoo, RBC Insurance
Past-Chair	Nicole Benson, Canadian Premier Life Insurance Company/Valeyo
Vice-Chair	Peter Thompson, National Bank Insurance
Board Secretary & EOC Chair	Martin Boyle, BMO Insurance
Treasurer	Tony Pergola, ScotiaLife Financial
Co-Executive Directors	Brendan Wycks, CAFII
	Keith Martin, CAFII

CAFII BYLAW

ARTICLE 4: DIRECTORS

4.1 Authority and Responsibility: The board shall manage or supervise the management of the activities and affairs of the Corporation, subject to the Act, the articles and the by-laws.

4.2 Number of Directors: The fixed number of directors, within the minimum and maximum numbers provided for in the articles, shall be required to be equal to the number of members. The fixed number of directors shall initially be ten directors. If, from time to time, the number of members - 10 - increases or decreases, the directors and members shall pass such resolutions or by-laws as are necessary to cause the fixed number of directors to be increased or decreased accordingly to ensure the fixed number of directors is equal to the number of members.

ARTICLE 8: EXECUTIVE OPERATIONS COMMITTEE

8.1 Executive Operations Committee: The board may appoint a committee known as the Executive Operations Committee. The Executive Operations Committee shall be chaired by the Secretary. Each CAFII Member may appoint one or more representatives to serve on the Executive Operations Committee, subject to the representatives so designated being confirmed by the board or by the Chair if so delegated by resolution of the board. A director is not permitted to sit on the Executive Operations Committee for as long as he or she hold office as a director of the Corporation. The board may specify the duties of and, in accordance with this bylaw and subject to the Act, delegate to the Executive Operations Committee such powers to manage the business and affairs of the Corporation as would ordinarily be delegated to the officers of the Corporation. For greater certainty, the Executive Operations Committee is not a committee of the board.

8.2 Subcommittees, Rules of Procedure: The Executive Operations Committee may from time to time appoint any sub-committee or ad-hoc committee, as it deems necessary or appropriate. The Executive Operations Committee will formulate rules of procedure and ensure that the majority of subcommittee members are Executive Operations Committee members. The chair of any sub-committee or ad-hoc committee must be a member of the Executive Operations Committee.

Regular Members

CAFII's Regular Members are the insurance arms of Canada's major financial institutions – BMO Insurance; CIBC Insurance; Desjardins Insurance; National Bank Insurance; RBC Insurance; ScotiaLife Financial; and TD Insurance – along with major industry players Assurant Solutions, Canada Life Assurance, Canadian Premier Life Insurance Company/Valeyo, CUMIS Services Inc., Manulife Financial, and Sun Life Financial. CAFII members offer creditor's group, travel, life, health, and property and casualty insurance. In particular, creditor's group insurance and travel insurance are the product lines of primary focus for CAFII members.

Each Regular Member is represented on the CAFII Board of Directors by a Director who has a single vote. Annual dues for Regular Membership vary based on the size of the member's corporate family assets, and are payable in equal semi-annual instalments. The benefits of Regular Membership include:

- a seat on the CAFII Board of Directors and voting privileges
- **representation on the CAFII Executive Operations Committee, which formulates policy positions for Board approval and oversees implementation of Board-approved strategy**
- access to monthly Regulatory Update newsletters and industry intelligence
- representation by CAFII to insurance regulators and government policy-makers
- complimentary access to CAFII industry receptions and networking events
- networking with insurance regulators and industry leaders
- access to members-only resources via CAFII website

Meeting and Event Attendance

Event Type	Board Members	EOC Members	Other Representatives from Voting Member Companies	Associates
Board Meeting	Attend All	Attend All	Do not attend	Do not attend
Post-Board Meeting Presentation & Receptions	Attend	Attend	By invitation	By invitation
EOC Meeting	Do not attend	Attend	Attendance determined by EOC	Do not attend
Regulator Visits	Efforts made to ensure that at least one Board member attends	At least one EOC member requested/ encouraged to attend	Generally not invited	Do not attend
Annual Members' Luncheon	Attend	Attend	By invitation	Invited
Committee Meetings	Attend only if on committee or as determined by subject matter/expertise	Attend only if on committee or as determined by subject matter/expertise	By invitation of EOC based on subject matter/expertise	Do not attend