

Notice of Annual Meeting of Members
Canadian Association of Financial Institutions in Insurance
L'association canadienne des institutions financières en assurance

Notice is hereby given to all Members of the Canadian Association of Financial Institutions in Insurance that the Annual Meeting of Members will be held by teleconference-only on Tuesday, June 9, 2020 at 2:00 p.m. EDT to transact the following business:

1. Call to Order; Welcome; and Opening Remarks
2. Approval of the Minutes of the CAFII Annual Meeting of Members held June 4, 2019
3. Approval of CAFII's 2019 Audited Financial Statements and Auditor's Report Thereon
4. Appointment of KPMG as Auditor for the Ensuing Year
5. Election of the following as members of the CAFII Board of Directors for 2020-2021:
 - Paul Cosgrove, Assurant
 - Peter McCarthy, Bank of Montreal, BMO Insurance
 - Nicole Benson, Valeyo (Canadian Premier Life Insurance Company)
 - Mica Sweet, CIBC Life Insurance Company Ltd.
 - Kelly Tryon, CUMIS Services Incorporated
 - André Langlois, Desjardins Insurance
 - Wally Thompson, Manulife
 - Peter Thompson, National Bank Insurance
 - Chris Lobbezoo, RBC Insurance Holdings Inc.
 - Zack Fuerstenberg, ScotiaLife Financial
 - Sophie Ouellet, Sun Life
 - Janice Farrell Jones, TD Life Insurance Company
 - Louie Georgakis, The Canada Life Assurance Company
6. Transaction of such other business as may properly be brought before the meeting

Members are entitled to vote by proxy at the Annual Meeting of Members. A written proxy must be received at the CAFII office by email (info@cafii.com) before 2 p.m. on **Friday, June 5, 2020** in order to be valid at this meeting.

The Annual Meeting of Members is expected to last approximately 15 minutes. The first meeting of the 2020-2021 CAFII Board of Directors will begin immediately thereafter.

Dated this 7th day of May, 2020



Martin Boyle, CAFII Secretary

CAFII Annual Meeting of Members

Date: Tuesday June 9, 2020

Location: Teleconference-Only

2:00 p.m. EDT

Dial-in: 416-477-0921/514-447-8925/1-888-543-2449

Pin #: 1500

AGENDA

1. Call to Order; Welcome; and Opening Remarks
2. Approval of the Minutes of the CAFII Annual Meeting of Members held June 4, 2019
3. Approval of the CAFII 2019 Audited Financial Statements and Auditor's Report Thereon
4. Appointment of KPMG as CAFII's Auditor for the Ensuing Year
5. Election of the following as members of the CAFII Board of Directors for 2020-2021:
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 - Kelly Tryon, CUMIS Services Incorporated
 - André Langlois, Desjardins Insurance
 - Wally Thompson, Manulife
 - Peter Thompson, National Bank Insurance
 - Chris Lobbezoo, RBC Insurance Holdings Inc.
 - Zack Fuerstenberg, Scotiabank Financial
 - Sophie Ouellet, Sun Life
 - Janice Farrell Jones, TD Life Insurance Company
 - Louie Georgakis, The Canada Life Assurance Company
6. Transaction of such other business as may properly be brought before the meeting

**MINUTES OF THE ANNUAL MEETING OF MEMBERS OF
THE CANADIAN ASSOCIATION OF FINANCIAL INSTITUTIONS IN INSURANCE
HELD AT
Manulife Financial, Holmes Gooderham A
200 Bloor St. East, North Tower, Toronto, ON
June 4, 2019**

1. Call to Order

The meeting was called to order at 3:02 p.m. Nicole Benson acted as Chair; Martin Boyle acted as Secretary; and Natalie Hill acted as Recording Secretary. The Secretary confirmed that twelve (12) Members were present in-person.

2. Declaration of Meeting Properly Called and Constituted

Secretary Martin Boyle confirmed that Notice of this Annual Meeting had been duly communicated to Members, via electronic mail, and that a quorum of Members was present. Chair Nicole Benson therefore declared that this Annual Meeting of Members of the Canadian Association of Financial Institutions in Insurance properly called and duly constituted for the transaction of business.

3. Approval of the Agenda

On a motion duly made, seconded, and unanimously carried

IT WAS RESOLVED that

The agenda be approved as presented.

4. Approval of the Minutes of the Annual Meeting of Members Held June 5, 2018

The minutes of the Annual Meeting of Members held June 5, 2018 had been circulated to Members. Chair Nicole Benson asked if there were any amendments, additions or deletions to the minutes.

On a motion duly made, seconded, and unanimously carried

IT WAS RESOLVED that

The minutes of the Annual Meeting of Members held June 5, 2018 be and are hereby adopted in the form presented, and that a copy of those minutes be signed and placed in the minute book of the Corporation.

5. Approval of 2018 Audited Comparative Financial Statements and Auditor's Report Thereon

The audited financial statements and auditor's report thereon for the year ended December 31, 2018 had been approved at the Board of Directors' meeting on April 16, 2019; and then circulated to the membership.

Hudson Lopez, partner with auditor KPMG, reported on the Corporation's comparative financial statements for fiscal year ended December 31, 2018 and the auditor's report thereon; and answered members' questions.

On a motion duly made, seconded, and unanimously carried

IT WAS RESOLVED that

The Members of the Corporation approve the Corporation's audited comparative financial statements for the year ended December 31, 2018, together with the report of the auditors thereon.

6. Appointment of Auditor for the Ensuing Year

On a motion duly made, seconded, and unanimously carried

IT WAS RESOLVED that

The Members of the Corporation appoint KPMG as auditor of the Corporation for the ensuing year or until a successor is appointed, at such remuneration as shall be fixed by the Directors of the Corporation.

7. Election of Directors

On a motion duly made, seconded, and unanimously carried

IT WAS RESOLVED that

The following individuals be elected as Directors of the Corporation for a one-year term, concluding with the 2020 Annual Meeting of Members:

- Paul Cosgrove, Assurant
- Peter McCarthy, Bank of Montreal, BMO Insurance
- Nicole Benson, Valeyo (Canadian Premier Life Insurance Company)
- Sandra Rondzik, CIBC Life Insurance Company Limited
- Kelly Tryon, CUMIS Services Incorporated
- Christian Dufour, Desjardins Financial Security Life Assurance Company
- Wally Thompson, Manulife
- Peter Thompson, National Bank Insurance
- Chris Lobbezoo, RBC Insurance Holdings Inc.
- Zack Fuerstenberg, ScotiaLife Financial
- Janice Farrell Jones, TD Life Insurance Company; and
- David Fear, The Canada Life Assurance Company

8. Approval of Decisions and Actions of the Corporation

On a motion duly made, seconded, and unanimously carried

IT WAS RESOLVED that

The Members of the Corporation approve, ratify, sanction and confirm all by-laws, resolutions, terms of reference, rules and regulations, contracts, acts and proceedings of the Board of Directors, Members, and Officers of the Corporation enacted, passed, made, done or taken since June 5, 2018, as the same are set forth or referred to in the minutes of the Corporation or in the financial statements submitted to Members of the Corporation as of this date.

9. Motion to Terminate

On a motion duly made, seconded, and unanimously carried

IT WAS RESOLVED that

This Annual Meeting of Members of the Canadian Association of Financial Institutions in Insurance be terminated at 3:14 p.m.

Date

Chair

Recording Secretary

