

Annual Meeting of the Board of Directors

MARRIOT MONTREAL CHATEAU CHAMPLAIN
SALON HABITATION B
1, PLACE DU CANADA
MONTREAL, QUEBEC

TELECONFERENCE (PUBLIC): 1-800-977-8002; CODE 4213724

Note: Members of the public will be given an opportunity to comment on any item on the agenda during the open session prior to or during Board consideration of the item. The Chair may limit the total amount of time allocated for comment on a particular issue and/or for each individual speaker. Members of the public who provide comment shall be asked to provide their name and affiliation to ensure transparency and for proper recording in the minutes of the meeting.

FRIDAY, SEPTEMBER 26, 2014 - 2:30 PM EDT / 11:30 AM PDT

Convene Meeting of the Board of Directors and Establish a Quorum

Welcome and call to order
Roll call and establish a quorum of Directors
Review agenda and approve any modifications

Note: The following agenda items may be heard in a different order at the Board meeting.

I. Approve Board Meeting Minutes

Material: July 9 Board Meeting Minutes

II. Elect Officers and Appoint Standing Committee Members for 2015

a. Officers

Nominations for officers, followed by adoption of the resolution:

RESOLVED that the following-named persons are elected to the offices set forth beside their respective names, to serve until the next annual meeting of the Directors and until their successors are duly elected and qualified:

Chair:

Vice Chair:

Treasurer:

Secretary:

b. Appoint Standing Committee Members

1. Executive Committee

Discussion of the purpose of the Executive Committee and its powers under the By-Laws, followed by adoption of the resolution:

RESOLVED that the Executive Committee shall comprise the following Directors:
[Names: Per the By-Laws, membership shall consist of the 4 officers and

additional Class A directors if needed to ensure at least one Class A director from each Participating Jurisdiction]

2. Audit Committee

Discussion of the purpose of the Audit Committee and its powers under the By-Laws, followed by adoption of the resolution:

RESOLVED that the Audit Committee shall comprise the following Directors:
[Names: 2 -6 directors per the By-Laws]

3. Finance Committee

Discussion of the purpose of the Finance Committee and its powers under the By-laws, followed by adoption of the resolution:

RESOLVED that the Finance Committee will be chaired by the Treasurer and shall comprise the following Directors: *[Names: At least 2 Directors per the By-Laws]*

III. Corporate Policies

a. Ethical Guidelines and Conflict of Interest Policy

Review the WCI, Inc. Ethical Guidelines and Conflict of Interest Policy and the requirement for renewal annually by each Director.

Material: Ethical Guidelines and Conflict of Interest Policy

IV. Finance Committee Report

a. Treasurer's Evaluation of Compliance with Funds Management Policy

Presentation of Treasurer's annual evaluation of compliance with Funds Management Policy.

Material: Treasurer's report on compliance with Funds Management Policy

b. Financial Status Report and Budget Review

The Executive Director will present the latest Financial Status Report, including 2014 revenue and expenses to date and projected cash flow. He will also report to the Board on ongoing work to update the 2015 budget and develop a projection of expenses for 2016.

Material: Financial Status Report and Projected Cash Flow

Executive (Closed) Session to Discuss Procurement and Personnel Matters