

Present:

Brian Madden, Chair
Heather Cooke, Vice Chair
Mari Jensen, Past Chair
Bobby Thompson, Treasurer
Minal Upadhyaya, Secretary
Sadiq Alladina
Sebastian Becerra
Sarim Farooqi
Audrey Gan
Fred Pinto, CEO and Director

Regrets:

Karl Cheong
Kar-Wei Lam
Jenifer Rush

Proxies:

762 Regular Members

Opening Remarks

Mr. Pinto provided a land acknowledgement and welcomed members to the Annual Meeting.

Call to Order

Mr. Madden called the meeting to order at 5:40pm.

Mr. Madden appointed Ms. Upadhyaya, Secretary of CFA Society Toronto (the “**Corporation**”), as Secretary for the Annual Meeting.

Whereas a quorum exists with the presence of a minimum of five percent (with 762 votes) of the Regular Members present, in person or by proxy, Ms. Upadhyaya declared that a quorum is present.

Mr. Madden declared the Annual Meeting regularly called and properly constituted. Regular members entitled to vote at the Annual Meeting received notice of the meeting

and the meeting materials on October 3, 2024, followed by reminder emails that were sent on October 15, 2024 and October 27, 2024.

a. Annual Meeting Minutes – November 15, 2023

The Annual Meeting minutes from November 15, 2023, were circulated with the notice and were posted on the website for members to review prior to the Annual Meeting. Mr. Madden called for questions regarding the 2023 Annual Meeting minutes. There were no questions.

Mr. Madden called on Ms. Upadhyaya to present a motion to approve the November 15, 2023 Annual Meeting minutes as presented.

Upon motion duly moved and seconded, the November 15, 2023 Annual Meeting minutes were approved as presented.

Finance and Audit

The financial statements of the Corporation for the year ended 30 June 2024 and auditor's report thereon, were circulated with the notice and were posted on the website for members to review prior to the Annual Meeting. Mr. Madden called on Mr. Thompson to present the financial statements and auditor's report.

a. Financial Statements of the Corporation for the year ended 30 June 2024

Mr. Thompson provided an overview of the financial statements of the Corporation for the year ended 30 June 2024.

b. Auditor's Report

Mr. Thompson provided an overview of the auditor's report and read the opinion section of the report.

Mr. Madden called for questions regarding the financial statements and auditor's report. There were no questions.

Mr. Madden called on Mr. Thompson to present a motion to accept the Financial Statements for the fiscal year 01 July 2023 to 30 June 2024 and the Auditor's Report thereon.

Upon motion duly moved and seconded, the Financial Statements for the fiscal year 01 July 2023 to 30 June 2024 and the Auditors' report thereon were accepted as presented.

Mr. Madden called on Mr. Thompson to present a motion to appoint BDO Canada LLP as Auditors for the Corporation for the fiscal year 01 July 2024 to 30 June 2025 and for the Board of Directors to fix the compensation of the Auditors as is necessary.

Upon motion duly moved and seconded, the appointment of BDO Canada LLP Auditors for the Corporation for the fiscal year 01 July 2024 to 30 June 2025 and for the Board of Directors to fix the compensation of the Auditors as is necessary was approved as presented.

Governance and Nominations

a. Special Resolution

The special resolution was circulated with the notice and was posted on the website for members to review prior to the Annual Meeting.

Mr. Madden called on Ms. Upadhyaya to present the special resolution.

Ms. Upadhyaya presented the text of the special resolution to permit the Board to determine, by resolution of the Board, the precise number of Directors under the Articles in accordance with the By-laws.

Mr. Madden called for questions regarding the special resolution. There were no questions.

Mr. Madden called on Ms. Upadhyaya to present a motion to confirm the special resolution that the number of Directors shall be 13 until otherwise changed by Ordinary Resolution of the Directors of the Corporation from time to time.

Upon motion duly moved and seconded, the special resolution that the number of Directors shall be 13 until otherwise changed by Ordinary Resolution of the Directors of the Corporation from time to time was confirmed as presented.

b. Election of Directors

The slate of Directors was circulated with the notice and was posted on the website for members to review prior to the Annual Meeting.

Mr. Madden called on Ms. Upadhyaya to present the slate of Directors as presented by the Governance and Nominations Committee.

Ms. Upadhyaya presented the slate of Directors.

The Governance and Nominations Committee recommended the following candidates be elected to their first two-year term on the CFA Society Board of Directors to complement existing Board competencies and the governance framework: Nigel Carpenter and Noelle Sargeant.

Board members continuing to serve and complete their current two-year term:

Brian Madden, CFA, Chair
Heather Cooke, CFA, Vice Chair
Bobby Thompson, CFA, Treasurer
Minal Upadhyaya, LLB, Secretary
Sadiq Alladina, CFA
Sebastian Becerra, CFA
Sarim Farooqi, CFA
Audrey Gan, CFA
Kar-Wei Lam, CFA
Jenifer Rush, CFA
Fred Pinto, CFA

Mr. Madden called for questions regarding the slate of Directors. There were no questions.

Mr. Madden called on Ms. Upadhyaya to present a motion to elect the slate of Directors as presented by the Governance and Nominations Committee.

Upon motion duly moved and seconded, the slate of Directors as presented by the Governance and Nominations Committee was elected as presented.

Mr. Madden called on the new Directors to provide self-introductions.

There were self-introductions from Mr. Carpenter and Ms. Sargeant.

Closing Remarks

Mr. Madden provided remarks from the past year and presented the Annual Report.

A video was played featuring highlights from the Annual Report.

Mr. Madden recognized outgoing Board members, Mr. Cheong and Ms. Jensen.

Mr. Madden called on Mr. Pinto to present the 2025 to 2027 Strategic Plan.

Mr. Pinto presented the 2025 to 2027 Strategic Plan.

Other Business

Mr. Madden called for any other business. There was no further business.

Adjournment

Mr. Madden called on Ms. Upadhyaya to present a motion to adjourn the meeting.

Upon motion duly moved and seconded, the meeting was adjourned.

The meeting was adjourned at 6:02pm.