



# CSCS 2015: Annual Sponsorship Opportunities

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## Your Complete Sponsorship Guide

### Who We Are

The Canadian Society of Corporate Secretaries is recognized as the most important professional organization for good corporate governance in Canada.

As the principal advocate for the corporate governance community, we enhance the visibility and credibility of the corporate secretary's office. CSCS offers a distinct, unified voice and proven toolbox for best practices in corporate governance. As an organization we strive to enhance and validate the corporate secretary's profession and the understanding of corporate governance professionals across Canada.

CSCS provides information and networking to corporate secretaries. We provide valuable and timely information on current governance developments which impact our members across all organizations and sectors.

CSCS builds the profile and effectiveness of corporate secretaries and governance professionals through networking, information resources, our annual conference, professional development, advocacy and strategic alliances.

# Welcome to our Annual Sponsorship Package!

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## About our Packages

Over the last 20 years, the Canadian Society of Corporate Secretaries (CSCS) has not only grown in size, but also in opportunity. We now have a great variety of activities that are available for members and sponsorship engagement.

CSCS has created this comprehensive document to get you started. In the enclosed document, you will find annual opportunities that include:

- Annual Corporate Governance Conference
- Excellence in Governance Awards
- Professional development sessions
- Newsletter: *Governance Matters*
- Online at [www.cscs.org](http://www.cscs.org)

Review the various packages and let us know how we can customize any solution to meet your needs. We offer discount bundles, multi-item options and added value packages.

Contact us for any questions, ideas, or to finalize your sponsorship package!

## For SPONSORSHIP opportunities:

[sponsorship@cscs.org](mailto:sponsorship@cscs.org)  
416 921-5449 | 1 800-774-2850  
Tina Hutchinson @ ext. 315

## Guide to the Packages

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## Mission Statement:

*The promotion and advancement of effective governance and corporate secretarial practice in organizations in the private, public, not-for-profit and other sectors through the continued development and application of governance and corporate secretaryship best practices.*

# The Annual Corporate Governance Conference

## CSCS Annual Conference

**August 16 - 19, 2015**      **Montreal, QC**  
**August 21 - 24, 2016**      **Whistler, BC**

CSCS will host its 17th Annual Corporate Governance Conference in Montreal, QC August 16 - 19, 2015 at the Fairmont Queen Elizabeth.

The event brings together participants from all across Canada and features three days of expert panels, workshops and breakout sessions on top of mind issues and the evolving corporate governance landscape in Canada and internationally.

It is a unique opportunity to network with clients and colleagues and provides invaluable opportunities to exchange ideas, to discuss current challenges and to share best practices. We provide relevant up-to-date information about the changing face of corporate governance nationally and internationally.

The conference attracts over 350 governance professionals from leading corporations across Canada.

## Conference Outline

### Pre-conference Day

#### Sunday, August 16

- Golf & Pre-conference tours
- Cocktail Reception in the Exhibitor Hall
- Opening Dinner and Entertainment
- Excellence in Governance Awards Presentation

### Day One

#### Monday, August 17

- First-timers' Welcome Breakfast
- CSCS Annual General Meeting
- Keynote and Plenary Sessions
- Open Market in the Exhibitor Hall
- Concurrent Workshops
- Free Evening

### Day Two

#### Tuesday, August 18

- Keynote
- Streamed Sessions
- Buffet Lunch in the Exhibitor Hall
- Roundtable Discussions
- Closing Dinner and Entertainment

### Day Three

#### Wednesday, August 19

- Breakfast Keynote
- Concurrent Workshops

## Why CSCS?

The CSCS Conference is **the** Canadian conference for corporate secretaries and governance professionals.

# Your Conference Value

## Conference Demographics

In 2014, the conference had a total of 374 attendees. Delegates included:

- 296 conference delegates
- 46 speakers
- 57 guests

Of the attendees profiled:

- 93% were based in Canada
- 42% were governance practitioners
- 22% were service providers
- 29% were first time attendees

Of the 2014 delegates:

- 35% were from Listed companies
- 20% were from the Private sector
- 11% were representing Not-for-Profit organizations
- 8% were from Crown corporations
- 4% were from Government companies

Delegates included:

- Corporate Secretaries
- Assistant Secretaries
- Corporate Counsels
- CEOs
- CFOs
- Controllers
- Shareholder Communications & Investment Relations Professionals
- Corporate Directors
- Board and Board Committee Chairs
- Risk & Compliance Officers
- NFP Executive Directors

## Benefits of Sponsorship

- **NETWORKING** with over 350 key decision-makers, senior level executives and governance professionals.
- **RELEVANCY** in featuring your products or services to individuals who make the difference in the governance landscape.
- **VISIBILITY** at the conference guarantees recognition of the highest calibre.

## Package Visibility

### Pre-Event

- Logo prominently featured on all advertising and promotional campaigns including the CSCS website, newsletter, conference brochure, onsite program.

### Onsite

- Logo displayed on all signage (printed and electronic).
- Corporate ad in the onsite program.
- Recognition in opening and closing remarks.

### Post-Event

- Thank you in the newsletter.
- Logo remains on the CSCS website for three months.

# Conference Items

There are a variety of packages and promotional opportunities available to fit any budget and marketing initiative. From meals, materials, advertising and exhibitor packages, each opportunity includes pre, onsite and post conference promotion. The bigger your package, the more promotional exposure.

Opportunity	# of Delegate Passes Included	Size of Corporate Ad	Speaking Opportunity	Price
<b>Meals</b>				
Breakfast 2 opportunities available	1	Half-page	n/a	\$8,000 each
Networking Break 4 opportunities available	1	Half-page	n/a	\$4,500 each
Luncheon & VIP Keynote 2 opportunities available - Monday or Tuesday  <i>Includes introduction of the keynote speaker.</i>	1 hosted table at the luncheon 1 8x10 Booth 2 conference passes	1 Full-page	Yes	\$25,000 each Luncheon will include a keynote presentation from a very highly regarded personality TBA.
Opening Reception, Dinner, Entertainment & Awards 1 opportunity available - Sunday	1 hosted table at the dinner 1 10x10 Booth 3 conference passes	2 Full-pages	Yes	\$55,000 Reception only: \$15,000 Dinner only: \$30,000 Evening Emcee: \$10,000 Entertainment only: \$8,000
Closing Reception, Dinner & Entertainment 1 opportunity available - Tuesday	3 conference passes 1 8x10 Booth	2 Full-pages	Yes	\$30,000 Reception only: \$10,000 Dinner only: \$20,000 Entertainment only: \$8,000
<b>Materials</b>				
Meeting Notebook	n/a	1/4 page	n/a	\$2,750
Name Badges	1	Half-page	n/a	\$5,500
Conference Bags	1	Half-page	n/a	\$5,500
Bag Inserts	n/a	1/4 page	n/a	\$2,500
USB Keys	1	Half-page	n/a	\$6,000
Pens	n/a	1/4 page	n/a	\$3,000
<b>Program Presence</b>				
Conference Session	1	Half-page	Yes - must submit speaker proposal.	\$5,500
Keynote Speaker 3 opportunities available - Monday, Tuesday, Wednesday morning only.	1	Full-page	Yes	\$10,000 each
<b>Advertising</b>				
Corporate Profile Ad	1/4 page 4.5" h x 3.5" w Half-page Horizontal: 4.5" h x 7.5" w Half-page Vertical: 9" h x 3.5" w Full-page 10" h x 7.5" w			\$500 \$750 \$750 \$1,000

# Conference Exhibitors

Exhibitor Package Options		
Exhibit Size	Size of Corporate Ad	Price
Tabletop Display	1/4 page	\$4,000
8x10 Booth	1/4 page	\$4,250
10x10 Booth	Half-page	\$5,250
20x10 Booth	Full-page	\$8,250

Each exhibitor package includes:

- One complimentary delegate pass.
- Complimentary inclusion in the Passport Program.

Average # of Exhibitors: **25 - 30**

## Exhibiting Information

- **Exhibitor Set up:**  
Sunday, August 16  
11:00 am - 3:00 pm
- **Exhibitor hours:**
  - **Monday:**  
7:45 am - 8:45 am  
10:30 am - 11:00 am  
12:30 pm - 1:30 pm  
2:30 pm - 2:45 pm
  - **Tuesday:**  
7:30 am - 8:30 am  
10:30 am - 11:00 am  
12:00 pm - 1:30 pm  
2:30 pm - 3:00 pm
- **Exhibitor Tear down:**  
Tuesday, August 18  
3:00 pm - 5:00 pm

## Upgrade Your Corporate Ad

- Half-page ad = additional \$375
- Full-page ad = additional \$500

## Additional Sponsor Pass: \$875

Looking to bring additional team members? By confirming any conference sponsorship opportunity, you can purchase additional delegate passes at a discounted sponsor rate of \$875.

### Each additional pass includes:

- Full participation in all conference sessions
- Inclusion in the social activities
- Access to the conference materials

# Excellence in Governance Awards



Now in its third year, the **Excellence in Governance Awards** (EGAs) recognize the important contribution governance professionals make in terms of best practices that build and sustain shareholder and stakeholder value.

The awards underscore the critical role that good governance plays in sustaining the value of Canada's public companies, crown corporations, government agencies, and not-for-profit organizations, contributing to the competitiveness of Canada's economy and its capital markets.

## Award Visibility

### Pre-event

- Logo prominently featured on all advertising and promotional campaigns including the CSCS website, newsletter and annual conference brochure.
- Various press releases distributed by CNW.

### Onsite

- Power point presentation featuring logo displayed on all signage.
- Announcement of short listed companies and award winner.
- Program brochure presented at place seating.
- Judges' Report featuring award winner categories.
- Judges panel discussion with sponsor logos.

### Post-event

- Thank you in the newsletter.
- Logo remains on the CSCS website for three months.
- Logo recognition in press release announcing award winners.

## Audience

- Candidates eligible for nomination include individuals who play a role in the governance of their organizations, and those who have made a significant contribution to governance in other capacities, including public service.
- Annual conference attendees, including:
  - Corporate Secretaries
  - Assistant Secretaries
  - Corporate Counsels
  - CEOs
  - CFOs
  - Controllers
  - Shareholder Communications & Investment Relations Professionals
  - Corporate Directors
  - Board and Board Committee Chairs
  - Risk & Compliance Officers
  - NFP Executive Directors

# Awards Packages

Award Categories	
Best sustainability, ethics and environmental governance program	<b>\$10,000</b> per Award
Best use of technology in governance, risk and compliance	
Best approach to board and committee support	
Best stakeholder engagement by a governance team	
Best practices to enhance boardroom diversity	
Best practices in strategic planning, oversight and value creation by the board	
Best overall corporate governance	
Joyce Borden-Reed distinguished contribution award	
Peter Dey governance achievement award	
<b>Each award category sponsorship includes:</b>	
<ul style="list-style-type: none"> <li>• One hosted table of 10</li> <li>• Announcement and presentation of the award to the award winner during the ceremony</li> </ul>	
Award Evening - Social Activities	
<b>Reception</b>	<b>\$15,000</b>
<b>Dinner</b>	<b>\$35,000</b>
<b>Entertainment</b>	<b>\$8,000</b>
<b>Master of Ceremonies</b>	<b>\$10,000</b>
<b>Each award evening sponsorship includes:</b>	
<ul style="list-style-type: none"> <li>• One hosted table of 10</li> </ul>	
<b>ADDED VALUE PACKAGE: \$55,000</b>	
<b>Presenting Awards Sponsor</b>	
<ul style="list-style-type: none"> <li>• Includes: Reception, Dinner, Entertainment and Master of Ceremonies               <ul style="list-style-type: none"> <li>• Choice of one award category                   <ul style="list-style-type: none"> <li>• Three hosted tables of 10</li> </ul> </li> </ul> </li> </ul>	
Award Items	
<b>Champagne Toast</b> <i>Champagne toast at the award winners' tables</i>	<b>\$7,000</b>
<b>Table Sponsor</b> <i>Hosted table of 10 and logo recognition in awards evening program</i>	<b>\$2,000</b>
<b>Event Sponsor</b> <i>General awards program sponsor</i>	<b>\$3,000</b>
<b>Media Sponsor</b> <i>Open to all media outlets.</i>	<b>\$5,000</b>
<b>Each award item sponsorship includes:</b>	
<ul style="list-style-type: none"> <li>• One hosted table of 10</li> </ul>	

## Benefits of Sponsorship

- Promote the continued efforts and achievements of those who are at the forefront of maintaining good governance.

## Awards Presentation

- **Sunday, August 16** at the Fairmont Queen Elizabeth in Montreal, QC.
- Reception begins at 6:00 pm followed by dinner and the awards presentation at 7:15 pm.



# Professional Development

## Annual Professional Development

CSCS aims to bring top-of-mind issues to our members in thought provoking discussions at a regional level with a very comprehensive series of professional development sessions hosted in various major cities across Canada.

These sessions are specialized topics run by experienced practitioners and address current developments, legal and regulatory governance issues or latest best practices.

Sponsorship  
Value:

**\$5,000**

## Sponsorship includes:

- One complimentary delegate pass.
- Host or moderate the session (if applicable).
- Materials displayed at the event.

## Types of Events

- Workshops (half day)
- Breakfast Power (2 hours)
- Lunch and Learns (2 hours)
- Roundtable discussions (2 - 3 hours)
- Essentials Seminar (2 days)

## Cross country cities

- Vancouver, BC
- Calgary, AB
- Edmonton, AB
- Toronto, ON
- Ottawa, ON
- Montreal, QC

## Package Visibility

### Pre-Event

- Logo prominently featured on all advertising and promotional campaigns including the CSCS website and newsletter.

### Onsite

- Logo displayed on all signage (printed and electronic).
- Recognition in opening and closing remarks.

### Post-Event

- Logo included in the survey and thank you follow up.

**Professional development**  
is the #1 reason members choose to renew membership.

# PD Schedule

Workshops	Location	Date
<b>Governance Boot Camp for Not-for-Profit Organizations</b>	Vancouver, BC Toronto, ON	TBA January 26, 2015
<b>Orientation and Onboarding</b>	Toronto, ON Calgary, AB Vancouver, BC	February 2015 March 2015 April 2015
<b>Managing Board and Committee Meetings</b>	Vancouver, BC Calgary, AB Toronto, ON Ottawa, ON Montreal, QC Saskatoon, SK	TBA
<b>Enterprise Risk Management for Corporate Secretaries</b>	Vancouver, BC Calgary, AB Toronto, ON	February 16, 2015 February 17, 2015 June 2015
<b>Effective CEO Succession Planning</b>	Toronto, ON Calgary, AB Vancouver, BC	
Breakfast Sessions	Location	Date
<b>Compliance for Dual Listed Companies</b>	Vancouver, BC Calgary, AB Toronto, ON	TBA

*Note: Dates and topics are subject to change as information becomes confirmed.*

## Do you have a session idea?

CSCS is always interested in new topics and speakers for our professional development series. We host workshops and webinars in various locations across Canada. If you have a session idea, please submit your proposal, including speaker, description and learning objectives to [events@cscs.org](mailto:events@cscs.org).

# Special Events

## Governance Exchange Workshop

Join leading industry experts and a community of senior-level in-house governance professionals, to discuss the most important issues affecting public issuer company directors and executives. This highly interactive program brings together board directors, corporate secretaries, general counsel, institutional investors and highly respected corporate advisors, for a half-day of discussions, networking and peer exchange.

This event is hosted in partnership with the Illawong Group.

Locations	Dates
Vancouver, BC	February 2015
Toronto, ON	April 2015
Calgary, AB	May 2015

## Excellence in Governance Winners' Panel

December 2015 | Toronto, ON

CSCS will be holding a special event to celebrate and hear from our 2014 EG Award winners.

The roundtable session will consist of panel discussions of best practices in each of the categories, which will be moderated by the EG Awards' judges.

This event will be hosted at the Toronto Stock Exchange.

Opportunities Available for Governance Exchange or Excellence in Governance Winners' Panel	
<b>Presenting Sponsor</b> Includes: <ul style="list-style-type: none"> <li>3 complimentary attendance passes</li> <li>opening remarks to kick off the event and introduce the moderator for the sessions</li> <li>one speaking opportunity on one of the panel discussions,</li> </ul>	<b>\$15,000</b>
<b>Event Sponsor</b> Includes: <ul style="list-style-type: none"> <li>One speaker on one of the planned panel discussions</li> <li>One complimentary attendance</li> </ul>	<b>\$7,000</b>
<b>Breakfast Sponsor</b> Includes: <ul style="list-style-type: none"> <li>One complimentary attendance</li> <li>Onsite signage in the room acknowledging the sponsored breakfast</li> </ul>	<b>\$5,000</b>
All packages include: <ul style="list-style-type: none"> <li>logo on promotional materials, onsite materials and CSCS website.</li> </ul>	
<b>Bundle and Save!</b>	
Choice of the following events: <ul style="list-style-type: none"> <li>Vancouver Governance Exchange</li> <li>Toronto Governance Exchange</li> <li>Calgary Governance Exchange</li> <li>Excellence in Governance Winners' Roundtable</li> </ul>	
<b>Two Events: 10% bundle discount</b>	
<b>Three Events: 15% bundle discount</b>	
<b>Four Events: 20% bundle discount</b>	

# Governance Essentials: 2 Day Seminar

## Governance Essentials 2 day Seminar

May 2015                      Vancouver, BC  
November 2015              Toronto, ON

The Governance Essentials seminar was previously hosted at the annual conference as an optional full day session. Due to popular demand, we extended the session to provide more learning time of the core topics and it is now a two day event held twice annually – once in May (alternating years between Calgary and Vancouver) and once in November in Toronto.

## Benefits of Sponsorship

- Promote the continued efforts and achievements of those who are at the forefront of maintaining good governance.

## Package Visibility

### Pre-Event

- Logo prominently featured on all advertising and promotional campaigns including the CSCS website and newsletter.

### Onsite

- Logo displayed on all signage (printed and electronic).
- Recognition in opening and closing remarks.

### Post-Event

- Logo included in the survey and thank you follow up.

Opportunity	Cost*
<b>Breakfast</b> 2 opportunities available Includes: 1 delegate pass	<b>\$3,500</b> each
<b>Networking Break</b> 4 opportunities available Includes: 1 delegate pass	<b>\$1,200</b> each
<b>Luncheon</b> 2 opportunities available Includes: 1 delegate pass and a speaking opportunity at the event.	<b>\$5,500</b> each
<b>Name Tags</b>	<b>\$1,250</b>
<b>Meeting Notebook</b>	<b>\$1,000</b>
<b>Pens</b>	<b>\$500</b>
<b>Supporting Sponsor</b> Unlimited opportunities available Includes: 1 delegate pass	<b>\$3,000</b>
<b>Program Sponsor</b> 1 opportunity available Includes: 1 delegate pass	<b>\$5,000</b>
<b>Presenting Sponsor</b> This package includes the opening and closing remarks on Day 1 and Day 2, plus a hosted cocktail reception on Day 1. 1 opportunity available  Includes: 4 delegate passes and a speaking opportunity.	<b>\$20,000</b>
<b>Event Sponsor</b> This package would entitle one sponsor to be the <b>exclusive two day host</b> of the event and includes all meal and material options listed above. 1 opportunity available  Includes: 5 delegate passes and a speaking opportunity.	<b>\$35,000</b>

\*Rates are per event per city.

# CSCS Newsletter: Governance Matters

## Governance Matters

Published 10 times per year

Governance Matters, the CSCS newsletter, has the latest news to keep our members informed of upcoming events, regulatory updates, important governance matters and other membership information. Published 10 times per year, the CSCS newsletter is circulated to more than 6,000 association members and affiliates.

Position	Placement	Rates
A1	Under the Governance Matters masthead, top of the newsletter. <b>Size:</b> W = 780 pixels; H = 120 pixels	\$500 per issue
A2	Immediately following the President's Message, prior to the Conference Update. <b>Size:</b> W = 780 pixels; H = 120 pixels	\$500 per issue
B1	First placement at the top of the right hand side banner. <b>Size:</b> W = 200 pixels; H = 250 pixels	\$300 per issue
B2	Second placement at the top of the right hand side banner. <b>Size:</b> W = 200 pixels; H = 250 pixels	\$300 per issue
C	Incorporated in the body of the newsletter or sidebar the newsletter. <b>Size:</b> W = 200 pixels; H = 100 pixels	\$250 per issue
D	Content-driven and issue-based article, to be placed in the body of the newsletter with a link to your website for full content. <b>Size:</b> W = 200 pixels; H = 250 pixels or maximum 100 words	\$500 per issue
E	Body of newsletter or banner; provides an opportunity for a 15 word text ad to drive traffic to your website. <b>Size:</b> W = 200 pixels; H = 100 pixels or maximum 150 words	\$250 per issue

File formats accepted: PNG, JPG, TIFF, GIF

### GOVERNANCE MATTERS

THE NEWSLETTER FOR THE CANADIAN SOCIETY OF CORPORATE SECRETARIES

MARCH 2012

PRESIDENT'S MESSAGE

Once again it's the time of year when we unveil the program agenda for the annual CSCS Corporate Governance Conference program, coming this August 19th to 22nd in Vancouver!

The success of this annual event is always largely due to our conference committee's ability to synthesize the best issues in the current governance environment down to the most important and key driving concerns. We also take into consideration the need to be pertinent across all sectors and all levels. This agenda is designed, chosen to deliver a wider selection of topics relevant to a variety of organizations including publicly traded companies, privately owned, crown corporations and not-for-profits.

Another key success factor is the caliber of our speakers and the time that they spend with the participants. Multi-speaker panels are evident where a topic has diverse and important perspectives to cover, but we are now looking at being deeper dives and giving our speakers and participants a longer interface to maximize the sharing of knowledge.

Here are some of the topics we have lined up on the program for you:

- A Framework for Board Oversight of Intuitive Risk
- Reinventing the Governance Office: The Corporate Secretary as the Board Information Officer
- Plain Language Disclosure: Clarity Key to Transparency
- Building a Structure to get the best out of meetings and directors
- Board Briefing Corporate Minutes: Best Practice and Emerging Trends
- Crisis Management for the Corporate Secretary
- Key Considerations in Directors and Officers Liability
- Designing Whistleblower Help Lines and Anti-Retaliation Strategies
- Governance for Socially Responsible and Sustainable Organizations
- How Technology is Reshaping Best Practices in the Board Room
- Enhancing Boardroom Engagement as a Governance Tool
- Practical Considerations for the CMAA and Executive Compensation
- An Overview of Major Foreign Corrupt Practices Acts and Compliance Approaches
- The Future of Corporate Reporting
- Enhancing the Governance of Public Sector and Crown Corporation Boards: Best Practice for Board Composition, Competence and Term Limits
- The Canadian Board of Directors: Are Steps to Transition

## A1

## B1

## B2

Another key success factor is the caliber of our speakers and the time that they spend with the participants. Multi-speaker panels are evident where a topic has diverse and important perspectives to cover, but we are now looking at being deeper dives and giving our speakers and participants a longer interface to maximize the sharing of knowledge.

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- The Future of Corporate Reporting
- Enhancing the Governance of Public Sector and Crown Corporation Boards: Best Practice for Board Composition, Competence and Term Limits
- The Canadian Board of Directors: Are Steps to Transition

Sponsorship opportunities

This year's conference program is well underway and CSCS has been hard at work planning the exciting agenda and networking activities. We've got a few things up our sleeves (hint, hint) and can't wait to do the final review in August.

In the meantime, we are calling all sponsors! Some of you have taken advantage of early-bird bookings, but there are still great opportunities and benefits to make it big (ish) again! For the first time in a number of years, our Casual Booking is in for grabs. Early to book your own space? We can definitely do that too. Check out the complete [sponsorship package](#) here.

**Check It Out!**

- The Multinational: Managers, Events & Special Projects

MEMBERSHIP NEWS

JOIN CSCS

Join an association which is the voice of Corporate Secretaries and governance professionals in Canada.

Membership is at four levels: Individual Members and Corporate Members.

Annual Membership: [www.cscs.ca](#)

REQUEST FOR ASSISTANCE

A member-owned organization asks:

1. Do you have a policy/procedure in place to deal with the dissemination of Board/Committee minutes (including notes by directors)?
2. If not, what are the issues to which directors are required to deal with that Board/Committee minutes, after meetings, which material they can keep advice on Board, minutes, and other documents, etc.
3. What about directors copying off the Board - do they sign an attestation to the effect that they have disposed of all materials in accordance with the policy?
4. Has any board member ever challenged the approach of retaining Board/Committee minutes after copying off Board or denied the need to hold such materials in case of subsequent legal action requiring access to directors/director notes and files?

Your Response:

Please submit your response by going to [CSCS Blog](#) or completing the form below. In order to maximize members to use our forum effectively, CSCS will approve your effort if you can remain anonymous if desired.

NEWS AND UPDATES

Director Board Log

Bernard Ames LLP

Twitter, YouTube and other forms of social media have swept past board blogs and now represent a key part of society's communication fabric. The concern is that the organizations you serve as a board director are already using social media to engage in social networking. If that's the case for your board to turn the attention to board governance of social networking. When matters are strategic, or the associated risks become material, the board's oversight role needs to engage. And that is what is happening with social networking. [Read More](#)

Advance Notice By-Laws - A Tool to Prevent a Stealth Proxy Contest Or Ambush

Molson InBev

On a Sunday afternoon in the Spring of 2011, the Chair of a Canadian public company sent an email to one of our colleagues requesting assistance. The Chair had received a phone call on the prior day (Monday) from a shareholder informing the Chair that the shareholder had illegally accumulated enough proxies and obtained the support of enough registered shareholders to elect his own nominees as directors at the company's shareholders' meeting scheduled for 10:00 am that Monday. This call, which was made less than 48 hours prior to the shareholders' meeting, was a total surprise to our client. In fact, the shareholder did not legally have to provide any advance notice to the company or its shareholders, and our client's nominees have been elected at the meeting and successfully nominated his slate without providing any information about his nominees, other than their names! [Read More](#)

Executive Compensation: What Will 2012 Bring?

Weblogs at Harvard Law School

Executive compensation continues to dominate the center stage in public discourse about corporate governance. In the context of a troubled worldwide economy, the focus on pay in the financial services industry, most prominently evidenced by the Occupy Wall Street movement, has led to increased scrutiny of executive compensation at all companies. [Read More](#)

NOT-FOR-PROFIT NEWS AND UPDATES

NPO Issues - Whose Income is It?

NAC for Trustees LLP

As reported previously in this Newsletter, non-profit organizations have been subject to an ongoing CRA audit project over the past two and a half years. The audit project is reviewing the tax compliance of a broad range of NPOs, in particular with a view to determining whether organizations that have filed an exemption NPOs do in fact qualify for this tax exemption under paragraph 80(1.3) of the Income Tax Act. At the same time, CRA has released a large number of interpretive documents addressing the requirements for the NPO tax exemption, and has taken positions that have brought into question the basis on which NPOs have operated for decades. We have addressed many of these new positions, and their implications for NPOs, in previous issues of this Newsletter. [Read More](#)

US Non-Profits Funding Advocacy in Canada

Molson InBev LLP

There have been a number of recent public statements, including "strong" funding of environmental advocacy by Canadian charities and non-profit organizations. This public discussion arises in the context of US and Canadian regulations engaged in environmental education and advocacy directed at Canadian oil sand development and distribution and in the context of US Senators funding this activity. [Read More](#)

ABOUT CSCS

The Canadian Society of Corporate Secretaries (CSCS) is the voice of Corporate Secretaries and governance professionals in Canada. Its members deal with disclosure and matters affecting corporate governance, including the structure and meetings of the board of directors and its committees, the proxy process and annual meetings. As such, CSCS strives to provide advice and timely information on current

## A2

## C

## D

REQUEST FOR ASSISTANCE

A member-owned organization asks:

1. Do you have a policy/procedure in place to deal with the dissemination of Board/Committee minutes (including notes by directors)?
2. If not, what are the issues to which directors are required to deal with that Board/Committee minutes, after meetings, which material they can keep advice on Board, minutes, and other documents, etc.
3. What about directors copying off the Board - do they sign an attestation to the effect that they have disposed of all materials in accordance with the policy?
4. Has any board member ever challenged the approach of retaining Board/Committee minutes after copying off Board or denied the need to hold such materials in case of subsequent legal action requiring access to directors/director notes and files?

Your Response:

Please submit your response by going to [CSCS Blog](#) or completing the form below. In order to maximize members to use our forum effectively, CSCS will approve your effort if you can remain anonymous if desired.

NEWS AND UPDATES

Director Board Log

Bernard Ames LLP

Twitter, YouTube and other forms of social media have swept past board blogs and now represent a key part of society's communication fabric. The concern is that the organizations you serve as a board director are already using social media to engage in social networking. If that's the case for your board to turn the attention to board governance of social networking. When matters are strategic, or the associated risks become material, the board's oversight role needs to engage. And that is what is happening with social networking. [Read More](#)

Advance Notice By-Laws - A Tool to Prevent a Stealth Proxy Contest Or Ambush

Molson InBev

On a Sunday afternoon in the Spring of 2011, the Chair of a Canadian public company sent an email to one of our colleagues requesting assistance. The Chair had received a phone call on the prior day (Monday) from a shareholder informing the Chair that the shareholder had illegally accumulated enough proxies and obtained the support of enough registered shareholders to elect his own nominees as directors at the company's shareholders' meeting scheduled for 10:00 am that Monday. This call, which was made less than 48 hours prior to the shareholders' meeting, was a total surprise to our client. In fact, the shareholder did not legally have to provide any advance notice to the company or its shareholders, and our client's nominees have been elected at the meeting and successfully nominated his slate without providing any information about his nominees, other than their names! [Read More](#)

Executive Compensation: What Will 2012 Bring?

Weblogs at Harvard Law School

Executive compensation continues to dominate the center stage in public discourse about corporate governance. In the context of a troubled worldwide economy, the focus on pay in the financial services industry, most prominently evidenced by the Occupy Wall Street movement, has led to increased scrutiny of executive compensation at all companies. [Read More](#)

NOT-FOR-PROFIT NEWS AND UPDATES

NPO Issues - Whose Income is It?

NAC for Trustees LLP

As reported previously in this Newsletter, non-profit organizations have been subject to an ongoing CRA audit project over the past two and a half years. The audit project is reviewing the tax compliance of a broad range of NPOs, in particular with a view to determining whether organizations that have filed an exemption NPOs do in fact qualify for this tax exemption under paragraph 80(1.3) of the Income Tax Act. At the same time, CRA has released a large number of interpretive documents addressing the requirements for the NPO tax exemption, and has taken positions that have brought into question the basis on which NPOs have operated for decades. We have addressed many of these new positions, and their implications for NPOs, in previous issues of this Newsletter. [Read More](#)

US Non-Profits Funding Advocacy in Canada

Molson InBev LLP

There have been a number of recent public statements, including "strong" funding of environmental advocacy by Canadian charities and non-profit organizations. This public discussion arises in the context of US and Canadian regulations engaged in environmental education and advocacy directed at Canadian oil sand development and distribution and in the context of US Senators funding this activity. [Read More](#)

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For those interested in advertising in both to increase their visibility, a package rate of \$500.00 (plus HST) per month, or an annual charge of \$5000.00 (plus HST) is available.

Meg Caminsky  
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Vancouver Airport Authority

Gina DeWeese  
Assistant Corporate Secretary  
Puritan Financial Inc.

Leah Fitzgerald  
Assistant General Counsel & Assistant Corporate Secretary  
Capital Power Corporation

Patricia Petrucci  
Corporate Secretary  
Bancorp Capital Management Corp.

Laurie Sway  
Senior Vice President  
Canadian Bank Transfer Company Inc.

Lynn Beaumont (President)  
Canadian Society of Corporate Secretaries

EVENTS & WORKSHOPS

Canadian Society of Corporate Secretaries

CSCS 24th Annual Corporate Governance Conference

When: August 19 - 22, 2012  
Where: (to confirm hotel)  
Vancouver, BC

[Click here to Register](#)

For complete list of CSCS events [Click here](#)

Canadian Investor Relations Institute

Accelerate Your IR Strategy  
CIRI 2012 Annual Investor Relations Conference  
Fairmont The Queen Elizabeth, Montreal, June 10-12, 2012  
[Click here to Register](#)

For complete list of CIRI's events [Click here](#)

Brown Governance

For complete list of Brown Governance seminars [Click here](#)

Institute of Corporate Directors

For complete list of ICDS events [Click here](#)

Institute of Chartered Secretaries and Administrators

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For complete list of RR DONNELLEY events [Click here](#)

## www.CSCS.org

Build your brand awareness across the CSCS website.

With the various sizes and locations for advertising, your organization can align with our resources and content. You can work with our IT team to customize an opportunity for you, or provide your own marketing.

Add an online option to any of your CSCS sponsorship opportunities to extend your marketing reach.

Placement	Rates
<b>Big Box Ad with link</b> Ad will be placed here under the CSCS Resources page.	\$800 per year
<b>Logo with link</b> Ad will be placed here under the CSCS Resources page.	\$250 per year
<b>Logo on any webpage</b> (Excluding the CSCS homepage)	\$350 per year
<b>Sponsor a Page</b> Host one of the webpages and provide a brief description to accompany the expert information. Example: News and Updates	\$1,500 per year
<b>Logo on the website menu bar</b> (Left side navigation menu).	\$1,000 for 3 months or \$3,500 per year
<b>Homepage Footer</b> Banner at the bottom of the CSCS homepage.	\$1,500 for 3 months or \$5,000 per year
<b>Title Banner on the Homepage</b> Immediately under the homepage leaderboard.	\$2,000 for 3 months or \$7,000 per year

**File formats accepted:** PNG, JPG, TIFF, GIF

**Content and ads are subject to CSCS approval.**

# Annual Sponsorship: Added Value Packages

These value-added packages is your one-stop-shop at discount and bundle pricing for exposure with CSCS annual activities.

OPPORTUNITY	VALUE	Sponsorship Levels			
		PREMIER	GOLD	SILVER	BRONZE
<b>Conference</b>					
<b>Exhibitor</b>					
10x20 Booth	\$8,650	✓			
10x10 Booth	\$5,650		✓		
8x10 Booth	\$4,650			✓	✓
<b>Meals</b>					
Networking Break	\$4,500				✓
<b>Materials</b>					
Bag Insert	\$2,500	✓	✓	✓	✓
<b>Program Presence</b>					
Keynote Speaker	\$10,000	✓			
Conference Session	\$5,500	✓	✓	✓	
<b>Advertising</b>					
Full page ad	\$1,000	✓	✓		
1/2 page ad	\$750			✓	✓
<b>Excellence In Governance Awards</b>					
Award Category	\$10,000	✓	✓	✓	
Event Sponsor	\$3,000				✓
<b>Governance Matters</b>					
Position A1, A2, B1, B2, or D	\$500 per issue	✓	✓		
Position C or E	\$250 per issue			✓	✓
<b>Online @ <a href="http://www.CSCS.org">www.CSCS.org</a></b>					
Big Box ad and link	\$800 per year	✓	✓		
Logo and link	\$250 per year			✓	✓
<b>Professional Development</b>					
Workshop	\$5,000	✓	✓		
<b>PACKAGE VALUE:</b>		<b>\$48,450</b>	<b>\$35,450</b>	<b>\$26,150</b>	<b>\$18150</b>
<b>Annual Sponsorship Package Price:</b>		<b>\$41,000</b>	<b>\$30,000</b>	<b>\$22,225</b>	<b>\$15,400</b>
Delegate Passes Included (Value: \$875 each)		<b>4</b>	<b>3</b>	<b>3</b>	<b>2</b>

## Be Seen, Be Heard

Probably one of the most popular conference sponsorship combinations is a speaking opportunity and a display booth. We now offer this duo at a package price.

### Booth & Session Value Combo

8x10 Booth + Session	\$9,640
10x10 Booth + Session	\$10,590

Includes 2 complimentary delegate passes.



# Contact CSCS

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[www.cscs.org/Annual Conference](http://www.cscs.org/Annual%20Conference)

### **For PROFESSIONAL DEVELOPMENT sessions:**

Olga Kasjanova @ ext. 313  
[events@cscs.org](mailto:events@cscs.org) | [www.cscs.org/Events](http://www.cscs.org/Events)

### **For SPONSORSHIP opportunities:**

Tina Hutchinson @ ext. 315  
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## Your Sponsorship Opportunities:

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