Governance in Times of Turbulence
St. John’s, NL • August 20-23, 2017

19th Annual Corporate Governance Conference
Delta St. John’s Hotel & Conference Centre | St. John’s Convention Centre

To register today or for more information, visit
www.gpcanada.org/AnnualConference
Governance in Times of Turbulence

The corporate governance landscape has never been as complex and fraught with risk and uncertainty as it is today. More regulatory oversight, increased stakeholder scrutiny and involvement, more focus on environmental, social concerns and community engagement, political, social and economic uncertainty, growing concerns around cyber-risk...just to name a few reasons why.

The role of governance professionals is therefore becoming more pivotal to organizations across sectors in Canada than ever. Issues arise which require organizations to lean on the governance professional for a broader knowledge and guidance, and the annual conference of the Governance Professionals of Canada (GPC) is the leading resource for them to stay current and informed.

This year’s conference brings together top governance experts and practitioners to provide important insights. Sessions will focus on:

- The role of the board in times of turbulence, risk and uncertainty
- Human Rights Panel: The Next Governance Frontier: how to engage with domestic indigenous communities and with foreign cultures:
- Benchmarking Corporate Governance
- Equipping your Board for optimal decision-making;
- Best practices in implementing ESG in a governance framework;
- Disclosure, governance and communication in crisis management situations
- Dealing with unhealthy boardroom conflicts;
- Defining director independence;
- From shareholder activism to shareholder engagement;
- Not for profit strategy and governance;
- Best practices in board evaluations;
- Public sector governance panel;
- Dealing with bribery and corrupt practices;
- Trends in boardroom diversity;
- What to do in case of a cyber breach;
- Best practices in implementing ESG in a governance framework

...and much more!

The GPC conference will take place in stunning St. John’s Newfoundland, which is another reason why you should attend. Come experience beautiful sights, sounds, flavours and the welcoming culture of this beautiful province.

I look forward to hosting you there!

Lynn Beauregard
President, GPC
Keynote Speakers

Monday, August 21 - Opening Keynote
Tête à tête on Sustainability risk and climate disruption… are we bracing for impact?

Helle Bank Jørgensen
President
Global Compact Network Canada

Ed Waitzer,
Partner
Stikeman Elliott

Tuesday, August 22 - Opening Keynote
Economic Outlook: Trump, Trade, Taxes & Turbulence

Douglas Porter,
Chief Economist and Managing Director
BMO Financial Group

Sponsored by:

Featured Sessions

Board panel: The role of the board in times of turbulence, risk and uncertainty  Monday, August 21 • 10:45 am – 12:00 pm

Jo Mark Zurel
Owner, President and Corporate Director
Stonebridge Capital Inc.

Susan Wolburgh Jenah
Corporate Director and Senior Advisor
Aird & Berlis LLP

Peter J. Dey
Chairman
Paradigm Capital

Barry V. Perry
President and CEO
Fortis Inc.

Sponsored by:
Human Rights: The Next Governance Frontier: Emerging issues, legal requirements and best practices on how to engage with domestic indigenous communities and with foreign cultures  Wednesday, August 23 • 8:45 am – 10:00 am

A new frontier is emerging in governance, driven by global activities, supply chains, and emergent international norms: Human Rights as a governance concern. In the age of social media, human rights missteps by you, your suppliers, or your customers can explode into public relations and governance crises at unprecedented speed. A purely domestic business, or a seemingly uncontroversial product or service, is no guarantee of immunity.

This session will, through notable examples, highlight the risks that businesses may face in the area and provide examples of the sorts of solutions that can be adopted - and the governance practices that revolve around those.

**Moderator:**

Geoffrey D Creighton  
Immediate Past President and Chair, In-house Counsel Worldwide, and Member, BlackRock IRC

**Panelists:**

Gordon Currie  
EVP and Chief Legal Officer, George Weston Limited (Toronto)

Maryantonett Flumian  
President, Institute of Governance

Brent Bergeron  
Executive Vice President, Corporate Affairs and Sustainability, Goldcorp Inc.

Pre-Conference

**Sunday, August 20**

12:00 pm  
Registration Opens

5:30 pm  
First-timers’ Welcome Reception

6:00 pm – 7:00 pm  
Welcome Reception

7:00 pm – 9:30 pm  
Dine Around St. John (optional)  
Discover some of the great dining available in St. John’s.
Conference Program

Monday, August 21

7:30 am – 8:15 am  
**Breakfast in the Exhibitor Hall**

8:15 am – 8:45 am  
**GPC Annual General Meeting**

9:00 am – 10:15 am  
**Opening Keynote:** Tête à tête on Sustainability risk and climate disruption...are we bracing for impact?

- A new world sustainability agenda: understanding the transformational impact of the United Nation’s Sustainable Development Goals (SDGs)
- Where is the conversation in Canada and how are Canadian organizations preparing for climate risk and disruption?
- What is the fiduciary duty of boards toward climate risk?
- Creating a culture of integrity, transparency and leadership toward sustainability and climate risk in Canada...what does that mean?

**Moderator:** TBC  
**Speakers:** Helle Bank Jørgensen, President, Global Compact Network Canada; Ed Waitzer, Partner, Stikeman Elliott

Sponsored by:  

10:15 am – 10:45 am  
**Networking Break in the Exhibitor Hall**

10:45 am – 12:00 pm  
**Plenary Session:** Key Trends and Update in Corporate Governance Best Practices

Korn Ferry Hay Group works in partnership with the Governance Professionals of Canada (GPC) to conduct an annual survey on “Best Practices in Corporate Governance”. Companies all across Canada give their opinions on the evolving corporate governance landscape and its effects on organizations. This presentation will discuss the results from our 2017 Best Practices in Corporate Governance Survey.

**Speaker:** Christopher Chen, Senior Client Partner and Canada Practice Leader, Executive Pay and Governance, Korn Ferry Hay Group Ltd.

Sponsored by:  

2:15 pm – 2:45 pm  
**Break in the Exhibitor Hall**

2:45 pm – 4:45 pm - **Roundtable Discussions**

A. Subsidiary Governance  
B. The Board’s role in strategy and oversight  
C. Enhancing the profile of the Corporate Secretary  
D. Shareholder engagement  
E. Not for Profit Organizations challenges and issues  
F. Public sector Organizations challenges and issues  
G. Proxy voting  
H. Cybersecurity  
I. How should boards address ethics, risks and integrity  
J. Role of the board when crisis hits  
K. ESG and sustainability in governance frameworks

4:45 pm  
**End of Day One**

Free evening for delegates.
Tuesday, August 22

7:30 am – 8:15 am
Breakfast in the Exhibitor Hall

8:15 am
Opening Remarks

8:30 am – 9:30 am

Opening Keynote: Economic Outlook: Trump, Trade, Taxes & Turbulence

Douglas Porter has over 30 years of experience analyzing global economies and financial markets. As Chief Economist at BMO Financial Group, he oversees the macroeconomic and financial market forecasts and co-authors the firm’s weekly flagship publication, Focus. Mr. Porter manages the team that has won numerous awards including Best Forecaster for Canada by Focus Economics in 2016, top Canadian forecaster by Bloomberg and the prestigious Lawrence Klein award for forecast accuracy of the U.S. economy.

Speaker: Douglas Porter, Chief Economist and Managing Director, BMO Financial Group

9:45 am – 10:45 am - Concurrent Sessions

Track A: Leading Practices in Governance

Session 1A: Regulatory panel: Whistleblowing, Proxy System, Diversity, Disclosure and more!

This panel will review the current regulatory landscape and discuss the latest changes, trends and need-to-know developments to be on the lookout for, that may impact disclosure and governance processes in your organization.

Speakers: Pierre Tellis, Senior Legal Counsel & Chief Compliance Officer, TSX Trust Company; Lara Donaldson, Director, Regulatory and Industry Affairs, Computershare; Ross McKee, Partner, Blake, Cassels & Graydon LLP

Sponsored by: Computershare

Track B: The Board and the Governance Professional

Session 1B: When the Boardroom becomes a battleground - Dealing with unhealthy conflicts

Boardrooms are often full of passionate, independent-minded, knowledgeable and outspoken individuals. Disagreements and negotiations are often unavoidable, and healthy debate is a sign of an engaged and effective board - but what happens when boardroom conflict is left unchecked and unresolved? This session will look at the common causes of conflict in the boardroom, the dangers of leaving conflict unattended, and will include a group discussion about the role of the Governance Professional in managing and coping with difficult and sensitive situations. The discussion will include:

• Boardroom Dynamics
• Board Governance
• Crisis Management
• Overcoming Challenges

Speaker: Heather Laxton, Chief Governance Officer & Corporate Secretary, Wesdome Gold Mines Ltd

Track C: Critical Issues in Governance

Session 1C: Board Evaluations – Why Bother?

This session will provide a better understanding of board evaluation purposes, pitfalls (and how to avoid them), Board evaluation processes, tools and methods, and board evaluation outcomes. The speakers will also cover:

• Survey says? You have the data, but how do you affect change to continuously improve?
• Behaving badly, how to change behaviour in your boardroom

Speakers: Rob DeRooy, Vice President Governance and Strategy, Governance Solutions Inc; Tom Bursey, Senior Fellow, Corporate Governance, Centre on Governance, Faculty of Social Sciences, University of Ottawa

Track D: Key Trends in Governance

Session 1D: Privileged and Confidential. Or is it? What can you do to better protect your organization?

• What happens when sensitive internal communications are now part of a lawsuit or dispute?
• What can you do to better protect your company?
• Learn what “privileged and confidential” really means and whether your normal business operations are undermining your ability to protect your company.

Sponsored by:
You will hear from two experienced board directors, lawyers and business executives, about the challenges that companies face when sensitive information could have been protected, but wasn’t. Attendees will also receive a primer on the law of legal privilege and will walk away with a ‘how-to’ guide on best practices.

**Speakers:** Sara Gelgor, Corporate Director / Former Chief Privacy Officer, Scotiabank; Poonam Puri, Professor, Osgoode Hall Law School and Affiliated Scholar, Davies Ward Phillips & Vineberg LLP

10:45 am – 11:15 am

**Networking Break in the Exhibitor Hall**

11:15 am – 12:15 pm - **Concurrent Sessions**

**Track A: Leading Practices in Governance**

**Session 2A: Developing and implementing an effective insider trading prevention program**

Although many senior management teams and directors are well versed in the potential issues and understand trading protocols, employees who have stock-based compensation, may not and may put both themselves and the company at risk.

This session will explore ways to set up a truly effective program, including communication, specific education, trading windows, trading blackouts, protocols for breaches and managing the internal processes. This session will be focused on programs for publicly traded companies, but will also have useful information and ideas for any organization (e.g., crown or private company) that has trading restrictions that impact its employees or management teams because of access to undisclosed material information.

**Speaker:** Sylvia Groves, President, Governance Studio Inc.

**Track B: The Board and the Governance Professional**

**Session 2B: Equipping your board for optimal decision-making**

This session will identify and address the dynamics and components of effective decision-making with a focus on how the governance professional can address these in the pre-read materials provided to directors in advance of meetings.

In addition this session will delve deeper into the dynamics of group decision-making and how pre-read materials can proactively address the related risks in the boardroom. The discussion will cover:

- Increasing the value of the corporate secretary and governance professional to the work of the board
- Positively influence the quality of board oversight through decision-making effectiveness
- Identifying and proactively addressing issues that undermine sub-optimal decision-making
- Creating tools for consistently effective and relevant group decision-making

**Speaker:** John Dinner, President, John T. Dinner Board Governance Services

**Sponsored by:**

**Track C: Critical Issues in Governance**

**Session 2C: Twist on director independence: defining director independence - real v. potential conflicts of interest v. independence of thought**

This session will provide invaluable insight and practical advice to enable participants to:

- Determine how “independence” should be defined at their respective companies
- Learn of best practices for dealing with any conflict of interests
- Gain a deeper understanding of how to foster independent board culture
- Define director independence
- Obtain considerations across various company structures (e.g., for profit Corp v. NFP Co-op)

**Speakers:** Michelle Tan, Principal, Hugessen Consulting; Margaret Bawden, Principal at The Osborne Group; Director at Medbuy Corp; Shona McGlashan, Chief Governance Officer, Mountain Equipment Co-op

**Sponsored by:**

**Track D: Key Trends in Governance**

**Session 2D: Disclosure, governance and communication in crisis management situations: At the heart of corporate reputation**

This session will discuss:

- What happens when crisis hits?
- How does the board step in?
- How to manage a situation where management is facing allegations of misdeeds

**Sponsored by:**

**Diligent**
• The latest disclosure practices with respect to governance, engagement strategies with stakeholders (investors, consumers, public) to mitigate reputational damages
• Determining the level of appropriate and necessary disclosure as well as the communication challenges in crisis situations

Speaker: Lawrence Ritchie, Partner, Osler, Hoskin & Harcourt LLP; Jane Shapiro, Senior Vice President, National Practice Leader, Corporate + Crisis Communications, Hill+Knowlton Strategies

Sponsored by: OSLER  Osler, Hoskin & Harcourt LLP

Track B: The Board and the Governance Professional
Session 3B: The role of the board in leadership transitions: Maximize return and minimize risk

“About 40% of executives who change jobs or get promoted fail in the first 18 months.” (Fortune Magazine, 2012)

How can you transform the success rate of your new leaders and keep up critical organizational momentum during the handover period?

This session will cover:
• What can your organization do today to prepare for a change in leaders
• Learn about critical focus areas that can enhance success.
• What does leadership transition planning as a system require from the Board, Organization, Leaders and Team. What is the role of the board in leadership transitions;
• How to maximize return and minimize risk
• The critical interface between the outgoing/incoming leader and the board
• Why leadership transitions fail and how boards and management can apply practical solutions
• How to start leadership transition planning now - before a departure decision is made
• How to ensure leadership transition preparedness when your organization faces an emergency departure

Speaker: Jane Halford, Co-Founder, BOLT Transition Inc.

Track C: Critical Issues in Governance
Session 3C: Best practices and importance of documenting mandates of oversight functions

The importance of a clearly documented and validly approved mandate for Committees, and various Officer positions should not be underestimated. Too often these simple documents are neglected and overlooked. A well-written document that clearly sets out the roles and responsibilities of each Committee and / or oversight function / officer position is integral to ensure clear delegation of authority and accountability. Regulators also look at these documents to ensure that the proper governance framework and oversight is in place.

In this session we will discuss the importance of these foundational documents and review a few practical and helpful tips in drafting them.

This session is designed for clerks, or assistant corporate secretaries who are tasked with drafting these mandates and presenting them to the Board for approval. It will include practical tips and templates.

Speakers: Poonam Puri, Professor, Osgoode Hall Law School and Affiliated Scholar, Davies Ward Phillips & Vineberg LLP; Jennifer Longhurst, Partner, Davies Ward Phillips & Vineberg LLP; Amy Freedman, Chief Executive Officer, Kingsdale Advisors

Sponsored by: DAVIES  KINGSDALE Advisors
This practical, hands-on session will review:
- Clear drafting tips
- Emphasis on need to document governance framework clearly
- Template mandates
- Documenting mandates of oversight functions
- Documenting clear authority, responsibilities and accountability
- Things to remember to keep your regulator happy

**Speaker: Christine Thomas**, AVP, Legal Services & Governance, MD Financial Management Inc.

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### Track D: Key Trends in Governance

**Session 3D: Best practices in implementing ESG in a governance framework**

Investors globally are increasingly integrating material Environmental, Social and Governance (ESG) issues into their investment processes and their engagement with issuers and this is creating a shift landscape regarding fiduciary duty. Given the Governance Professional has a key role to play regarding the disclosure of these material ESG issues and is the conduit through which Investor Relations, Communications, and Sustainability teams communicate with the board, this panel will discuss how they are experiencing this shifting landscape and practical ways to implement ESG within a governance framework.

**Speakers:**
- **Milla Craig**, Founder and President, Millani;  
- **Bindu Dhaliwal**, Associate General Counsel & Director, Environmental, Social and Governance, Legal, Corporate & Compliance Group, BMO Financial Group;  
- **Charles Canfield**, Principal Corporate Governance Officer, International Finance Corporation;  
- **Carmel Bellamy**, Corporate Secretary and Senior Director, Governance, Member & Co-operative Relations, The Co-operators

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**Sponsored by:**

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2:30 pm – 3:00 pm  
**Networking Break in the Exhibitor Hall**

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3:00 pm – 5:00 pm - **Concurrent Workshops**

**Workshop A:**

**Not for profit strategy and governance and a case study on how the CBA changed their governance structure using Participative Design**

- Gain a deeper understanding of the context facing non profits, charities and similar organizations

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**Workshop B:**

**Trends in separation of board governance (stewardship) and operational management**

Many corporations now are tending to COMPLETELY separate the board from having management representatives thereon to ensure there is no conflicts of interest and to ensure the board can provide objective stewardship over the corporation.

For example, many boards are no longer appointing the CEO as a board member. Many are also having the Corporate Secretary be an independent contractor to the board. As well, many CS (who are General Counsel usually have a dual reporting to the CEO (in their capacity as GC) and the Chair (in their capacity as CS)

The session will discuss:
- How conflicts of interest issues could arise in the role of corporate secretary who reports to both the chair and a CEO.
- How boards can ensure that they provide effective stewardship over the corporation.

**Speaker:** **RJ Falconi**, Managing Director, RayleeValleyGroup; **Rob DeRooy**, Vice President Governance and Strategy, Governance Solutions Inc.

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**Workshop C:**

**Oversight Responsibilities of Public Sector Boards**

This session will focus on the unique governance issues faced by crown corporations, agencies, boards and other distributed governance (‘arms length’) government organizations.

Participants will gain a better understanding of governance in the public sector, including the interdependencies and interactions among governmental institutions that are essential to making the system work effectively, foster
improved transparency, accountability and stewardship. The discussion will focus on:

- Challenges faced by public sector Boards of Directors and corporate secretaries
- Appointment process challenges, given a political context
- Evaluating public sector Boards
- Public scrutiny (media, Auditor General reports, other audits/reviews by government)
- Importance of rigorous oversight by Boards of Directors in a public sector environment

Speakers: Krystyna Kott, Chief Internal Auditor, Ontario Securities Commission; Laura Edgar, Vice President, Board & Organizational Governance, Institute on Governance; María Capozzi, Principal, Governance, Office of the Auditor General (MB)

Workshop D:
Board Primer: Dealing with Bribery and Corrupt Practices

This hands-on session will deal with the issues surrounding compliance within the regulatory environment for different kinds of organizations.

A hands-on and interactive session, topics will include:

- Assessing the risks
- What is your organization’s exposure?
- Setting up a compliance program
- Training, training, training
- Knowledge of the regulatory environment: UK, Canada and US
- How to assess risk in your organization
- How to develop a compliance and training program

Speaker: Janis Riven, Adjunct Professor, John Molson School of Business

6:30 pm

Closing Dinner

‘Rally in the Alley’ on George Street

St. John’s has more bars and pubs per capita than any other city in Canada and most of them are located on the infamous George Street. This evening, GPC delegates will get to experience the famous nightlife of downtown St. John’s, as well as key local cultural experiences of Newfoundland Culture: song, dance, food and drink. The night will be capped by a live local dance band. This is an experience not to be missed!

Sponsored by: Diligent

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Wednesday, August 23

7:30 am – 8:30 am

Breakfast

8:30 am – 8:45 am

Conference Recap

8:45 am – 10:00 am - Plenary Session

Human Rights: The Next Governance Frontier: Emerging issues, legal requirements and best practices on how to engage with domestic Indigenous communities and with foreign cultures

A new frontier is emerging in governance, driven by global activities, supply chains, and emergent international norms: Human Rights as a governance concern. In the age of social media, human rights missteps by you, your suppliers, or your customers can explode into public relations and governance crises at unprecedented speed. A purely domestic business, or a seemingly uncontroversial product or service, is no guarantee of immunity.

This session will: provide an overview of the international, and national, laws, treaties, codes of conduct - the “hard” and “soft” law - that creates ever-expanding human rights expectations for organizations. Through notable examples, it will highlight the risks that businesses may face in the area. It will provide examples of the sorts of solutions that can be adopted - and the governance practices that revolve around those - to foreclose risks that, today, many organizations do not even realize they face.

Panelists will also discuss:

- Recognizing potential human rights issues in their organization’s operations (including supply chains).
- An appreciation of the various sources of obligations or expectations that can be seized upon by critics in the area.
- A framework to consider solutions, including governance approaches, to risks in the area.
- Tips and tactics for effectively engaging with First Nations

Moderator: Geoffrey D. Creighton, Immediate Past President and Chair, In-House Counsel Worldwide, and Member, BlackRock IRC

Panelists: Gordon Currie, EVP and Chief Legal Officer, George Weston Limited (Toronto); Maryantonett Flumian, President, Institute on Governance; Brent Bergeron, Executive Vice President, Corporate Affairs and Sustainability, Goldcorp Inc.

Sponsored by: Diligent
10:15 am – 11:30 am - Concurrent Sessions

**Track A: Leading Practices in Governance**

**Session 4A: New Trends in Boardroom Diversity & Ontario’s New Diversity Regime**

This session will focus as much on board composition, highlighting skills, diversity, peer review, and term limit best practices, as well as:

- Board renewal best practices
- Diversity policy best practices
- Director competency and peer review best practices

**Speaker: Richard Leblanc**, Associate Professor, Law; Governance & Ethics York University

**Track B: The Board and the Governance Professional**

**Session 4B: Benchmarking Corporate Governance**

Organizations are moving beyond compliance with regulatory requirements and seeking to adopt best practices in Corporate Governance.

This session will explore the following questions:

- What does it mean to have adopted the highest standards in corporate governance?
- What are the best practices that you should benchmark against?
- How can you move the dial?
- What are stakeholders’ expectations and how will they evolve?
- What are the consequences of not adopting best practices?

**Moderator: Brigitte K. Catellier**, VP, Associate General Counsel & Corporate Secretary, Sun Life Financial

**Speakers: Catherine McCall**, Director of Policy Development, Canadian Coalition for Good Governance; **Matt Fullbrook**, Manager, Clarkson Centre for Board Effectiveness; Rotman School of Management; **Frédéric Duguay**, Partner, Hansell LLP

**Track C: Critical Issues in Governance**

**Session 4C: Cybersecurity: The Board’s role, Canadian Governance Requirements, and what to do in case of a cyber breach**

**Pre-Breach:**
- What is the board mandate?
- Is the board equipped to make proper decisions on preparedness?
- Statutory/Regulatory frameworks:
  - PIPEDA / Provincial Privacy Legislation
  - Criminal Code
  - CASL (Anti-Spam)
  - OSFI / CSA / Case law
- Governance Framework and key questions
- Challenges and opportunities
- Preparing for a breach situation

**During and Post-Breach:**
- Important board obligations during a breach
- Board role and lessons learned
- Executing your plan for different scenarios
- Legal & forensic considerations
- Q&A

**Speakers: Maryann S. Besharat**, Director, Legal & Compliance, Intact Financial Corporation; **Jeffry Powell**, CEO, GGS (Global Governance Software); **Richard Wilson**, Partner, Cybersecurity & Privacy, PWC
Conference Rates

Full Conference Registration:

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<th>GPC Member</th>
<th>Partner &amp; Not-for-Profit Organizations</th>
<th>Non-Member</th>
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<td><strong>Early-bird Registration</strong></td>
<td>$1,320</td>
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<td><strong>Regular Registration</strong></td>
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<td>July 9, 2017 and onward</td>
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Rates are quoted in Canadian dollars and do not include applicable taxes. Registration fees do not include accommodation, travel, airport transfers or participation in the optional tours. Partner organizations include: ICSA, CIRI, CCCA, ICD.

Special Tickets

**Additional Sponsor Pass - $930**
Only available to sponsors of the GPC conference

**Guests/Companions**
Your guests are welcome at the Conference Opening reception on Sunday evening ($40 per guest) and Dine Around St. John’s ($90 per guest) as well as at the closing dinner on Tuesday night - Rally in the Alley – ($100 per guest)

Additional Registration Savings!

**MEMBERS: Refer a colleague to the conference.**
Members can register one non-member at the member rate - a savings of up to $495!

**The more you register, the more you save!**
1st company representative – Full price
2nd company representative – save 5% off registration
3rd company representative – save 10% off registration
4th company representative (or more) – save 15% off registration

Note: Registrations must be completed at the same time for the discount fee to apply.

Save more with a GPC membership!

Become a GPC member today, and save immediately on your conference registration!

Non-member registration

\[ \text{Member registration} + \text{GPC membership} = \text{$2,010} \]

Savings = $65!

Join at www.gpcanada.org/join

Register now @ www.gpcanada.org/AnnualConference

Cancellation Policy

Cancellations can be made up to July 14, 2017. All cancellations must be received by email to conference@gpcanada.org and are subject to a $150 administration fee. No credits or refunds will be given for cancellations received after July 14, 2017. Attendee name substitutions are allowed at any time. Please email conference@gpcanada.org with the replacement contact’s information. No liability is assumed by GPC for changes to the program date, content, speakers, venues, or cancellation of the event. Refunds will not be issued for weather related cancellations.
Optional Activities

**Pre-Conference: Sunday, August 21**

**Golf at Clovelly Golf Course - $135.00**

Located in the North East end of St. John’s off Stavanger Drive, it features a championship par 6,400 yard 18-hole par 72 course with an executive par 62, 4,000 yard, 18 hole course. It has a clubhouse available for meals and refreshments. It is located on the outskirts of St. John's about 15 minutes from all major hotels. The owner of the course was involved in the development of the Terra Nova Park Golf Course. This is the best City course available. It is newly designed, built to easily accommodate corporate functions, and offers a scenic and challenging experience. **Price includes:** Green Fees • 1/2 Cart Rental Fee • Transportation to and from the golf course.

**Historical St. John’s & Cape Spear - $55.00**

This is a great orientation of St. John’s, as well as the most Easterly point in North America. You will be driven to the National Historic site of Cape Spear; where you may walk to thru a World War II gun battery, look for whales at the most Easterly point in North America, while having a chance to visit to oldest standing light house in North America. Then we will head back into the city to see the beautiful view on top of Signal Hill while hearing the historic tales of North America's oldest colony. Other stops include Quidi Vidi Village, Government House, the Roman Catholic Cathedral and an orientation of the shops and restaurants of downtown St. John’s.

**Outports & Lucky Rocks - $60.00**

This is a beautiful scenic tour which takes you along the Atlantic coast and includes stops at Quidi Vidi Village with its snug cove; the Oceans Sciences Research Centre in Logy bay to touch and see the marine life of the Atlantic; Middle Cove Beach with its dramatic cliffs where you can look for lucky rocks or put your feet in the ocean, and Flatrock where the hills run so smoothly into the sea that they can be used as a natural slipway. Learn about the folklore, humour and culture of the Newfoundland people along the way.

**Colony of Avalon - $130.00**

This morning we will travel to the Southern Shore of the Avalon Peninsula along the winding coastline of the beautiful Irish Loop, which is dotted with small 'outport' communities for which Newfoundland is so famous. Here you will visit the Colony of Avalon Archaeology Site, where the remains of an early 17th century settlement is well preserved. We will walk on a 17th-century street, see a 17th-century herb garden, and look at the remains of everyday life in one of the earliest European colonies in North America. The colony was founded by George Calvert, later Lord Baltimore, in 1621. Most people have no idea that permanent European settlement in North America dates so far back, and that Newfoundland played such an important role. The Ferryland settlement was “forgotten”, and its remains lay undisturbed for centuries.

**Coastal Community Exploration - $140.00**

Today we will go “around the Bay” along the picturesque coastline of Conception Bay, the home of pirates of centuries ago. We will stop along the in Holyrood to search for ‘Lucky Rocks’ on the beach. We also stop for picture taking as we make our way to Brigus, one of the historic sailing ports of Conception Bay and home of the late, famous Captain Bob Bartlett who took Perry to the North Pole. Here we have the opportunity to visit Hawthorne Cottage and take ‘The Walk’ around the community. Lunch today is in Cupids, one of the oldest settled communities in Newfoundland. This area is celebrated its 400th anniversary in 2010 of John Guy establishing a colony in this area for the Merchant Ventures’ in Bristol England. After lunch we would take a walk through the museum in Cupids and visit the archaeology site where the old colony is being rediscovered. Our guide will regale you with the history culture and language of the Newfoundland people. Includes transportation by motor coach, McCarthy’s Party guide, all entrance fees, lunch and tax (15% HST).

**Bird Island Tour - $85.00**

The day begins with a drive down the Southern Shore to the historic Irish outport, Bay Bulls. Here we take a boat ride out to the Witless Bay Ecological Reserve Bird Islands, home to thousands of Atlantic Puffins, Murres and Kittiwakes in the spring and summer. We will also be looking for whales, which frequent this bay in the summer months. Pick up will be an hour before the tour start time. Price includes transfer and tour. Transfer is an hour each way. Tour duration is 2 hours.
Travel and Accommodation

Where to Stay

Delta St. John’s Hotel and Conference Centre
120 New Gower Street
St. John’s, NL A1C 6K4

Reservations: Toll Free: 1-888-793-3582   Hotel Phone: 1-709-739-6404
Room block name: GPC (Governance Professionals of Canada)

GPC has arranged for a preferential room rate for conference delegates. This room block and rates will be held until July 17, 2017 after which the rooms will be released to general inventory and will only be available on a first come first served basis.

Check in: 3:00 pm   Check out: 12:00 pm

<table>
<thead>
<tr>
<th>Room</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Delta Room</td>
<td>$239</td>
</tr>
<tr>
<td>Premier Room</td>
<td>$259</td>
</tr>
<tr>
<td>Deluxe Room</td>
<td>$269</td>
</tr>
<tr>
<td>Signature Club</td>
<td>$314</td>
</tr>
<tr>
<td>Leisure Suite</td>
<td>$314</td>
</tr>
<tr>
<td>Jacuzzi Suite</td>
<td>$389</td>
</tr>
<tr>
<td>Junior Suite</td>
<td>$389</td>
</tr>
<tr>
<td>2 Bedroom Senior Suite</td>
<td>$559</td>
</tr>
</tbody>
</table>

*Rate does not include applicable taxes, gratuities and service fees.

How to Get There

The closest airport is St. John’s International Airport (YYT) in St. John’s, Newfoundland. The airport is approximately a 15 minute drive to the Delta St. John’s Hotel and Conference Center. You will require additional transportation services, such as a taxi or a car rental, to get from the airport to the hotel. Be sure to consider this additional travel time in your travel bookings.

AIR TRAVEL: Official Canadian Airline: Air Canada (Go to aircanada.com and use the PROMO CODE AJHKM3R1)

OTHER OPTIONS AIR TRAVEL: WestJet (Look for the BOOK NOW button and use the 7-character coupon code: 9ZBRFQZ)
Porter (https://flyporter.com/Flight?culture=en-CA&promocode=GPC017)

TAXIS: City Wide Taxi is the exclusive provider of ground transportation services for the public at St. John’s International Airport. Taxi cabs queue outside the Arrivals Area. Taxi rates are set for hotels and B&Bs, all other locations are charged at the meter + $5. St. John’s International Airport Taxi Departure Rates to Delta St. John’s Hotel and Conference Centre: $25.00 (one way - on request)

CAR RENTAL INFO: www.stjohnsairport.com/to-from-airport/ground-transportation/car-rentals/
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Corporate Secretary
The GPC Conference is the Premier Annual Corporate Governance Event in Canada.

GPC hosts its 19th Annual Corporate Governance Conference in August 2017. This event brings together participants from all across Canada and is a unique opportunity to network with clients and colleagues. It 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 will feature three days of expert panels, workshops and breakout sessions on top of mind issues and the evolving corporate governance landscape in Canada and internationally.

Each year this conference attracts over 350 governance professionals from leading Canadian corporations across all sectors and industries.

Who Should Attend: Chief Governance Officer • Corporate Secretary • Corporate Counsel • Chief Officer/VP/Director of: Corporate Affairs, Legal Services, Compliance, Risk, Sustainability, Environmental, Social and Governance, Shareholder Communications, Investor Relations • CEO • Corporate Director • Board/Committee Chair • Executive Director • Governance Services, Product Providers and Consultants.

Three great reasons to attend:
Gain insight on governance and risk management strategies to better serve your board.
Obtain current information & practical tools to help save you time and resources.
Network with your peers from across Canada.

Registration now open!

Book now – the early-bird deadline is July 8!
Visit us at www.gpcanada.org/AnnualConference and click “Register Now” to begin your registration.