

**NOTICE OF ANNUAL MEETING OF MEMBERS OF
THE NATIONAL NEWSMEDIA COUNCIL OF CANADA**

To be held on June 15, 2023 at 12 noon (EDT)

NOTICE is hereby given that the eighth annual meeting (the “**Meeting**”) of the Members of the **National NewsMedia Council of Canada** (the “**Council**”) will be held via tele/video Conference.

To access the meeting, join via Zoom: <https://us02web.zoom.us/j/85035365295>.
Meeting ID: 850 3536 5295. The meeting will be held June 15, 2023, at 12 (noon) EDT for the following purposes:

1. To receive the financial statements of the Corporation for the financial year ended December 31, 2022 together with the Notice to Reader thereon;
2. To elect the following directors of the Council until the next annual meeting of the Members in 2024:

(a) Public Directors of the Council:

1. Miller Ayer – one (1) year
2. Ann Dillon – two (2) years
3. Ray Gerow – one (1) year
4. George Lafond – three (3) years
5. Cheryl Palmer – one (1) year
6. John Fraser – one (1) year
7. Anita Vergis – two (2) years
8. Lucy Becker - two (2) years
9. Carmen Crépin - three (3) years

(b) Professional directors of the Council:

1. Natasha Hassan – three (3) years
2. Paul Samyn – three (3) years
3. Doug Cudmore – one (1) year
4. Janice Neil – one (1) year
5. Abbas Homayed – two (2) years
6. Rob Roberts – two (2) years
7. Philip Wolf - three (3) years
8. Sophie Gaulin - three (3) years

3. To re-appoint Kriens-LaRose to conduct a review engagement of the Council's finances for the ensuing year;
4. To confirm past corporate proceedings of the directors and members of the Council from the date of incorporation to the date hereof; and
5. To transact any other business which may properly come before the Meeting and at any adjournment or adjournments thereof.

The directors are entitled to receive notice of the Meeting. Every member of record of the Council is entitled to receive notice of, and vote at, the Meeting.

** If you cannot attend the Meeting in person, you may vote by using the attached form of Proxy. If voting by Proxy, please complete, sign and return it by email to Brent Jolly, managing director (bjolly@mediacouncil.ca) or by mail or courier to the registered office of the Council, 37 Front Street East, Suite 200, Toronto, Ontario, M5E 1B3. The Proxy must be received by the Council by no later than 5:00 pm EDT (Toronto time) on June 14, 2023 in order to be valid. A Proxy given by a member for use at the Meeting may be revoked at any time up to 10:00 am EDT (Toronto time) on June 15, 2023.

This Notice may be signed and delivered by electronic facsimile or by any similar electronic means.

DATED at Toronto, Ontario this 23rd day of May, 2023.

BY ORDER OF THE BOARD



Brent Jolly, Managing Director

****Members wishing to attend the AGM should RSVP to bjolly@mediacouncil.ca to receive all meeting materials****

2023 NATIONAL NEWSMEDIA COUNCIL OF CANADA

ANNUAL GENERAL MEETING AGENDA

To access the meeting, join via Zoom: <https://us02web.zoom.us/j/85035365295>

CALL TO ORDER

CONFIRMATION OF QUORUM

APPROVAL OF AGENDA

APPROVAL OF MINUTES FROM JUNE 23, 2022 AGM

ACCEPTANCE OF REPORTS AND OTHER MATTERS

I. Action items from previous meeting

II. Reports:

a. Chair's report

b. Staff reports

c. Financial report: Acceptance of 2022 financial statements

ITEMS FOR APPROVAL

I. Appointment of organization to conduct review engagement of finances

II. Elect directors of the board

III. Motion to confirm past proceedings

IV. Motion to transact any other business

OTHER BUSINESS

TERMINATION



THE NATIONAL NEWSMEDIA COUNCIL OF CANADA (“NNC”)

Form of proxy

The undersigned, on behalf of itself and the news media organizations under its control which are referenced under “Note” below (collectively the “undersigned”), who are members of the National NewsMedia Council (“NNC”), hereby appoints:

John Fraser, executive chair

Or failing him: _____ as the proxy of the undersigned to attend, vote and act in the name of the undersigned at the annual meeting of members of the NNC to be held on the 15th day of June, 2023 and at any adjournment thereof in the same manner, to the same extent and with the same powers as if the undersigned were present at the said meeting or any adjournment or adjournments thereof.

DATED this _____ day of _____, 2023.

Name of Corporation: _____

Name and Title of Authorized Signing Officer:

Note:

For purposes of this proxy, the news organizations under the control of the signing Corporation are those listed under the name of the Corporation on the NNC’s website:

<https://www.mediacouncil.ca/list-of-members/>