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2016 QUORUM CLUB PROGRAMME TORONTO | SEPTEMBER 28 & 29, 2016

WEDNESDAY, SEPTEMBER 28, 2016 5:30 - 7:00 PM | RECEPTION (18TH FLOOR ROOF SALON - SOUTH TOWER)

Park Hyatt Toronto - 4 Avenue Road (corner of Avenue Road and Bloor Street)

7:00 PM | DINNER AND DINNER SPEAKER KEYNOTE SPEAKER: ANNETTE VERSCHUREN

Annette Verschuren, author of the Canadian best seller "Bet on Me" is our evening Keynote Speaker. We are pleased to provide a copy of the book to each attendee. In *Bet On Me*, Ms Verschuren lays out her surprising and inspiring philosophy for what it takes to lead and succeed in today's economy: tenacity, the willingness to embrace risk and an unwavering commitment to remain true to yourself, no matter how unorthodox you may seem.

Annette was born and raised in Cape Breton, Nova Scotia. Formerly a development officer with the Cape Breton Development Corporation, she has worked with the Canada Development Investment Corporation and Imasco, Ltd., before co-founding Michaels in Canada. Verschuren is well known as the past president of Home Depot in Canada and Asia. She is currently the Chair and CEO of NRStor Inc., an industry leader in the commercialization of energy storage technologies.

THURSDAY, SEPTEMBER 29, 2016

Plenary/Roundtable Discussion Sessions (including breakfast, lunch and breaks)

(18TH FLOOR ROOF SALON – SOUTH TOWER)

Park Hyatt Toronto - 4 Avenue Road (corner of Avenue Road and Bloor Street)

7:30-8:15 AM | CONTINENTAL BREAKFAST

Plenary/Roundtable Sessions - The session outlines set out below will serve as themes for discussion. General Counsel participants and senior practitioners will share their experience in counseling management under the current conditions of intense pressure from public scrutiny, personal exposure, technological advances and tougher market requirements.

8:15-10:00 AM | CORPORATE SOCIAL RESPONSIBILITY

Lawyers play a critical role in advancing social sustainability issues. Legal experts both inside and outside a company can, and should, get involved in shaping a more sustainable future. The Quorum Club is pleased to provide a primer on this new and critical area which impacts both public and private companies.

We are honoured to have Ursula Wynhoven, Chief Legal Officer and Chief, Governance and Social Sustainability of the UN Global Compact join us this morning. The UN Global Compact provides practical guidance for legal professionals to employ in their business relationships.

Our panelists will provide Canadian experience and examples of CSR impact. Failure as a company to deal effectively with CSR will make our second roundtable of the morning even more important for your consideration!

Issues to be considered include:

- Moving forward from voluntary to mandatory reporting requirements
- A primer on the emerging global legislative and regulatory framework
- · Recent class action developments in the US triggered by sustainability legislation

- · Economic implications
- · Human Resources and Labour issues
- · Corruption
- Ethical investing
- · The impact of ratings agencies on your business

Discussion Leaders:

Terence Badour, EVP, Law & Administration, FRHI Hotels & Resorts Kevin Coon, Managing Partner, Toronto, Baker & McKenzie Andrea Cotroneo, GC & Corporate Secretary, Canadian Bankers Association Graham Smith, Partner, Blake, Cassels & Graydon

10-10:15 AM | NETWORKING BREAK

10:15-NOON | CRISIS MANAGEMENT

The classic crisis response of "foul up, fess up and fix up" will be in play!

It will be a true crisis management scenario in that our speakers have prepared several crisis scenarios to be distributed at the roundtable for discussion and action. After that conversation the tables will report back and the speakers will add and augment.

You can safely assume we will be discussing in no particular order:

- Media response
- Working with the Board of Directors
- Internal and external communications
- Government issues and regulatory bodies
- Stakeholders including shareholders
- International challenges

Discussion Leaders:

Elizabeth Breen, Partner, Stikeman Elliott Heather Crawford, GC, FENGATE Real Asset Investments Boyd Erman, Partner, Longview Communications Fernando Garcia, GC, Government Affairs & Corporate Secretary, Nissan Canada Neill May, Partner, Goodmans Vincent Mercier, Partner, Davies Ward Phillips & Vineberg

12:00-1:45 PM | LUNCH

Luncheon Speaker - Neil St. John

Neil St. John is the newly appointed Executive Director of the Canadian Centre for Ethics and Corporate Policy (ethicscentre.ca)

He comes to the Ethics Centre following a stellar 43 year legal career including roles as the GC of PricewaterhouseCoopers (and its predecessor Coopers & Lybrand) and most recently as the GC of the Canadian Public Accountability Board.

Neil will speak to the GC's role in Protecting and Advancing the Organization's Reputation.

2:00-3:30 PM | GENERAL COUNSEL IN-CAMERA

From the perspective of his broad background as a partner in private practice to his current executive responsibilities as General Counsel of Deloitte, Ken Fredeen will moderate this discussion.

While this is an in-camera opportunity for those in attendance to raise any issues they wish for discussion with their peers, some suggested topics include:

- 1) The shifting scope of the GC-Board of Directors relationship;
- 2) What is new and what is working in structuring relationships with outside counsel;
- 3) Managing the legal function within the organization and responding to stakeholder priorities.

Moderator - Kenneth J. Fredeen | General Counsel and Secretary to the Board, Deloitte

The programme will end at approximately 3:30 PM.