

General Information Regarding the 2020 Annual General Meeting

The following information is provided in respect of the Annual General Meeting (the "AGM") of Ontario Pharmacists' Association ("OPA") and the proxies to be used at the AGM of OPA to be held electronically Thursday June 11, 2020 at the hour of 7 p.m.

1. **Appointment of Proxies**

The persons named in the accompanying form of proxy are members of the Board of Directors. Full Members and Honourary Members of OPA (collectively "Voting Members") executing the accompanying form of proxy will have their vote registered on the issues proposed in the Notice of Meeting and the attached Schedules.

The proxy confers discretionary authority upon the persons named therein with respect to amendments and other matters of business raised at the AGM. A member who has given a proxy may by written instrument revoke such proxy prior to the meeting in accordance with OPA's By-Law. Due to the COVID-19 pandemic and the need to hold the Annual General Meeting completely electronically, there is no ability to enable revocation of a proxy within 48 hours of the start of the scheduled meeting. This coincides with the final date and time for registering for electronic participation at the Annual General Meeting. Therefore, no proxies may be revoked after June 9, 2020 at 7 p.m.

2. **Financial Statements**

The meeting will receive the audited financial statements for the year ended December 31, 2019.

3. **Appointment of Auditors**

By ordinary resolution of the Voting Members electronically in attendance or by proxy at the AGM, auditors for OPA will be appointed. The Board of Directors recommends the reappointment of McCarney Group LLP as auditors for the fiscal year 2020.

4. **Approve Members By-Law No. 1 as set out in Attachment 1**

By special resolution of the Voting Members present electronically or by proxy at the AGM, to approve the amendments to By-Law No. 1, as set out in [Attachment 1](#).

Rationale:

(i) To amend the applicable sections and sub-sections of the By-law to formally adopt changes which remove language respecting board seats that sunset this year and provide clarification on previously approved sections of the By-law that pertain to these board seats. These apply predominantly, but not exclusively to section 5 of the By-law.

(ii) All other proposed amendments to the By-Laws are for general housekeeping, grammatical and formatting purposes.

5. **Confirmation of the member(s) of the Board of Directors**

The appointment of a new member of the Board to fill the Director at Large vacancy were conducted in accordance with OPA's By-Law No. 1.



Set forth below is the proposed text of the Resolution to be passed:

1. MEMBERS' RESOLUTION AS SET OUT IN [ATTACHMENT 2](#)

BE IT RESOLVED THAT OPA formalize a member engagement strategy to enhance the communication and collaboration between pharmacy professionals and the Association.

If you have any questions, please contact Justin Bates, Secretary to the Board at agm@opatoday.com