

Montreal, March 25, 2022

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## NOTICE CONCERNING THE 2022 ELECTIONS

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Dear Member,

Normally, at this time of year, you receive a notice of election and a call for nominations to fill vacancies.

This year is an exception. Indeed, with the election in which the seven (7) positions on the Mutuelle's Board of Directors were filled in 2021, the mandates were distributed according to the 3rd paragraph of article 28 of the By-Laws.

### **28. Term of office of directors**

The regular term of office for directors is three (3) years. They shall remain in office after the expiration of their term until replaced or re-elected.

The terms of office of directors shall be staggered so that, subject to re-election, each director shall be replaced on a regular three (3) year cycle during which three (3) positions, two (2) positions and two (2) positions shall be filled.

If all positions on the Board of Directors are vacant, the length of the first terms of each Director shall be, in order to provide two years of stability to the Board:

- for the four (4) Member Representatives:
  - (R-1); regular term from the first term;
  - (R-2); regular term from first term;
  - (R-3); first term of two (2) years, followed by regular terms;
  - (R-4); first term of two (2) years, followed by a second term of two (2) years, then regular terms.
- for the three (3) Independent Directors:
  - (I-1); regular term from first term;
  - (I-2); first term of two (2) years, followed by regular terms of three (3) years;
  - (I-3); first term of two (2) years, followed by a second term of two (2) years, then regular terms.

An Independent Director who is appointed as Chairperson shall serve a regular term beginning with his/her first term (I-1).

For Directors other than the Chairperson, when terms of office with different lengths come up for election for the same category of position to be filled, the longest term shall be given to the candidate elected by acclamation, if any, followed by the candidate with the most votes and so on until all positions are filled. In the event of a tie, the terms of office shall be determined by lot.

***Note that the translation of the provisions is not official and that the official French version takes precedence.***

Under these provisions, the shortest term of office is two (2) years, so there is no election this year.

For your information, in accordance with the method of distribution of terms in the last two paragraphs of Article 28 of the By-Laws and the results of the 2021 elections, the directors have obtained the following terms:

<b>Name</b>	<b>Electoral College</b>	<b>Initial term of office</b>
BERGERON, Lucien	Independent	2 years (I-3)
BOUCHARD, André	Northern Region	2 years (R-3)
CAPISTRAN, Denis	Southern Region	3 years (R-2)
DELAGE, Niquette	Central Region	3 years (R-1)
FROIDEVAUX, Sébastien	Category "Other"	2 years (R-4)
HÉROUX, Louis	Independent	3 years (I-1)
LAFRENIÈRE, Normand	Independent	2 years (I-2)

Therefore, please note that you will not receive a notice of election and there will be no election this year. However, there will be four seats up for election in 2023.

Sincerely yours,



Colette St-Martin  
Secretary of the Mutuelle d'assurance en Église