

September 11, 2024

VIA Email

RE: Notice of Shareholder Consultation Session – E-Comm Governance Review Project

Good afternoon,

I am writing to invite you to an upcoming Shareholder Consultation Session on September 26, 2024. The goal of this session is to provide an update on the status and timeline of E-Comm's Governance Review, explain the next steps in the process, and provide an opportunity for your input and questions.

When: Thursday September 26, 11 am to 12 pm

Where: UBC Robson Square, Room C575, 800 Robson Street, Vancouver*

RSVP: Devon Gunderson, via boardandcommittees@ecomm911.ca

I will share a brief presentation to start and will be joined by E-Comm's CEO and President Oliver Grüter-Andrew as well as Vice-President of Legal and Governance Li-Jeen Broshko to facilitate discussion and answer any questions.

Please provide E-Comm with the name of the individual/(s) who will attend the meeting **by September 23, 2024** as per RSVP above. This session is intended for E-Comm's shareholder representatives, including those who have been asked by their organization to coordinate the review of the changes. This will be an information and consultation session, with no voting taking place.

**While in person attendance is encouraged to facilitate discussion, a Zoom link is available for those who wish to attend virtually. Please indicate if you plan to join in-person or virtually in the RSVP, and a link will be provided for virtual participants.*

Background & Timeline Update:

Deloitte's [Governance Review report](#) identified 10 key recommendations to strengthen E-Comm's governance based on extensive stakeholder consultation, including changes to E-Comm's corporate and board structures, as well as its financial model.

In June, I hosted a Governance Review information session with shareholder representatives following E-Comm's Annual General Meeting. There was excellent discussion and engagement at this session. A [Shareholder Action Guide](#) was distributed following that session, which outlined some of the important information and steps for your organization to review and eventually approve the recommended changes.



Over the summer, many of you shared valuable feedback and asked important questions around what the future corporate and board structures, service user representation and financial model will look like, and what exactly those changes will mean for your organization.

From feedback received to date, we have heard clearly that some additional time is needed to further refine the future corporate and service governance model and to engage with you on proposed changes. Equally important, we know that there is keen interest in the details of the financial model, still under development, and that shareholders require more information on all these elements to make informed decisions and go through their internal approval processes.

As such, we are revising the timeline originally outlined in the [Shareholder Action Guide](#) and extending the shareholder approval process by three months to ultimately seek shareholder approval for proposed changes in June 2025 (as opposed to March 2025). This will allow for more time to refine and share details of the future governance and financial models with you.

I look forward to sharing more details on status of the Governance Review, the revised timeline and to our discussions at the September 26 session.

My sincere thanks for your ongoing engagement on E-Comm's Governance Review.

Sincerely,

Doug Campbell
Chair, E-Comm Board of Directors

