



IRIS ALMEIDA CÔTÉ, ICD.D/IAS.A., LL.M., M.A, IIA-CGAP.

CORPORATE GOVERNANCE

BIOGRAPHICAL PROFILE

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Iris Almeida-Côté is the Founder of INNOVACONNECT Inc. offering strategic management services to organisations in executive leadership, governance; cybersecurity and enterprise risk management as well as equity, diversity and inclusion (EDI) in corporate governance. She also trains senior executives in indigenous organisations and private sector businesses in human resources performance appraisals and Environment, Social Sustainability and Governance (ESG) for better business results. Iris has initiated major economic development initiatives and established strategic partnerships across Canada and in eighty countries around the world.

Iris is a Corporate Director (ICD.D) having completed the Director Education training at the Rotman School of Management, University of Toronto and the Institute of Corporate Directors in 2016. She specialised in Cybersecurity and Risk management at Harvard University in 2020 and undertakes audits.. Iris is a member of the Institute of Corporate Directors and the Institute of Internal Auditors – Government of Canada Audit Group. She is trained in Financial Management and Governance at the *Université Laval, Collège des Administrateurs de Sociétés (CAS)* as well as in Health Sector Governance at the Institute for Governance for Private and Public Organisations (IGOPP). She received her advanced management training at the McGill Executive Institute, Desautel Faculty of Management, McGill University and at the Canadian Centre for Management. Iris holds a Master's Degree in International Law from the *Université du Québec à Montréal* (2001) as well as a Master's Degree in Sociology from the University of Bombay (1982).

Iris serves as a Corporate Director at the Canadian Internet Registration Authority and contributes to the Board's Finance, Investments, Risk and Governance committees. She also serves on the Canada Space Agency's Departmental Audit Committee, appointed since 2018 by the Comptroller General of Canada, Treasury Board Secretariat. Iris is the Chair of the Finance and Audit committee on the Board of Directors at Public Relations without Borders. She serves on the Council on the Status of Women, appointed by the Government of Québec in 2018. Iris works with Universities and research think-tanks and is a Strategic Adviser at the *Institut d'études international de Montréal - l'Université de Québec à Montréal (UQAM)*. She served as Chair of the

Audit committee on the Board of Directors of the Sainte-Justine University Hospital (CHUSJ) over many years and was also the Chair of the Human Resources and Finance and Audit Committees on the Board of Directors at Lawyers without Borders Canada and the Board of Directors of the Canadian Society of Association Executives. Iris was nominated strategic adviser at the *Conseil interculturel* City of Montreal and shared her expertise in equity, diversity and inclusion (EDI) with the City's senior administration and elected officials to assist the effective integration of diverse perspectives in policy development and in decision-making at the City.

A senior executive leading innovations and growth in organisations for over thirty-five years, Iris served as Executive Director at the Royal Society of Canada (RSC) a member of the Canadian Council of Academies (CCA) where she worked with a network of Canada's leading scientists, scholars and artists. She also served as Strategic Advisor the International Board and Executive Director at the International Association for Public Participation (IAP2) and worked with trainers around the world to refine the content and participatory methodologies for effective stakeholder engagement. Iris was President and Chief Executive Officer at Canada World Youth (CWY), and President and Chief Executive Officer at the Canadian Pension & Benefits Institute (CPBI).

Earlier in her career, she was Director of Policy and Programs at the Canadian Parliamentary Centre Rights and Democracy from 1991 to 2006, and Director of Programs at Partnership Africa Canada from 1988 to 1991. On an international level, she was Assistant Secretary-General of CIDSE (*Coopération Internationale pour le Développement et la Solidarité*) an international organisation with consultative status at the United Nations ,and the European Union in Brussels, and the President of the International Movement of University Students in Paris.

Iris received in 2018 the Exceptional Women of Excellence – Award in Financial Risk Management from the Women's Economic Forum. In 2014, Iris received the *Prix de la Reconnaissance* (Outstanding Alumni Award) from *l'Université de Québec à Montréal* (UQAM), and in 2012 the SME Passport Award from the Caisse de Dépôt et de placement du Québec and the Board of Trade of Metropolitan Montreal. Iris was Canada's *Top 100 Most Powerful Women* Awards laureate in 2008 and again in 2011, presented by the Women's Executive Network. Iris received the YWCA *Women of Distinction* Award in 2009 and the *Prix d'Écellence* presented by the *Réseau des femmes d'affaires du Québec* in 2007. She was *nominated for the Diversity 50 Awards*, by the Canadian Board Diversity Council and Equilar, promoting the inclusion of women from diverse cultures and with specialised expertise in governance, to join corporate boards.

Iris served as mentor for the WXN's Wisdom Mentoring Program in 2012-2017, mentor for the Foundation Loran's Merit Scholars of Canada in 2010-2014, Jury member for the Scotia Bank – UQAM Merit Scholarships in 2016-2017, Chaired the YWCA Merit Awards in 2010-2015 as well as the Women of Inspiration Entrepreneurship Awards organised by the *Chantier d'Afrique* in 2017-2018.

LANGUAGES:                      Fluent in English, French, Spanish, Portuguese and Hindi  
Government of Canada (SLE tests – ECC score March 2012).

CITIZENSHIP:                    Canadian

## **GOVERNANCE EXPERIENCE AND CONTRIBUTIONS**

#### CURRENT BOARD MEMBERSHIPS:

- Board Member of the Community Investment Committee, Awards in digital literacy, cybersecurity and digital literacy, Canadian Internet Registration Authority (2020-2023). [www.cira.ca](http://www.cira.ca)
- Board Member, Canadian Internet Registration Authority, Member Governance and Finance, Audit, Risk and Investments committees (2019-2022) [www.cira.ca](http://www.cira.ca)
- Chair of the Finance and Audit Committees, Board of Directors, Public Relations without Borders (2017- 2021) renewal once. [www.rpsf.com](http://www.rpsf.com)
- Board member, *Conseil de Status de la Femme* (Council on the Status of Women) (2018-2022). [www.csf.gouv.qc.ca](http://www.csf.gouv.qc.ca)
- Member, Saint Justine University Hospital Corporation (2010- ) [www.chu-sainte-justine.org](http://www.chu-sainte-justine.org)
- Policy and Governance Advisor, *Institute des Études Internationales de Montréal*, UQAM (2006 – 2019) [www.iiem,uqam.ca](http://www.iiem,uqam.ca).

#### PAST BOARD MEMBERSHIPS:

- Chair of the Audit Committee, Board of Directors, Saint Justine University Hospital- CHUSJ (2011-2015). [www.chu-sainte-justine.org](http://www.chu-sainte-justine.org)
- Chair of the Finance and Audit Committees, Board of Directors, Lawyers without Borders-Canada (2006 - 2015). [www.asfcanada.ca](http://www.asfcanada.ca)
- Mentor, Women’s Executive Network *Top 100 Wisdom Mentoring* (2009-2019). [www.wxnetwork.com](http://www.wxnetwork.com)
- Directors Panel, Canadian Board Diversity Council (2011 - 2015). [www.boarddiversity.ca](http://www.boarddiversity.ca)
- Mentor, Foundation Loran, Merit Scholarships of Canada (2009-2015). [www.loranscholar.ca](http://www.loranscholar.ca)
- President of the Jury, YWCA – Women of Merit Awards (2010-2014). [www.ydesfemmesmlt.org](http://www.ydesfemmesmlt.org)
- Member of the Jury, Top 10 Women of Diversity – Inspirations Awards (2018-2019). [www.chafric.com](http://www.chafric.com)
- Chair of the Governance Committee, Board of Directors, *Institut du Nouveau Monde* (2007-2011). [www.inm.qc.ca](http://www.inm.qc.ca)
- Chair, International Development Committee, Asia-Pacific, Development and Peace 2005-2012).

#### CORPORATE GOVERNANCE COMPETENCIES AND RESULTS ACHIEVED ON BOARDS AND COMMITTEES:

##### 1. FINANCE, AUDIT &, RISK

- Chair, Finance and Audit Finance committees, Board of Directors, Public Relations without Borders, in 2020- 2021.
- Member, Finance, Investments, Audit and Risk committee, Canadian Internet Registration Authority in 2019-2021.
- Departmental Audit committee, Canadian Space Agency, Treasury Board of Canada, in 2018-2021.

- Chair, Audit committee and Member Finance committee, Board of Directors, Sainte Justine University Hospital in 2010-2015.
- Member, Finance and Audit committee, Canadian Society of Association Executives in 2009-2012.
- Chair, Finance committee, Board of Directors, Lawyers without Borders Canada in 2006-2014.

Iris brings strong financial literacy and a proven track record in delivering financially healthy organisations, with oversight responsibilities on financials of up to \$ CDN 1 billion.

- Contributed analysis and oversight on financial statements, budgets, costing and present reports to the Board of Directors and the annual audited financial report to the Annual general meeting of members.
- Organised in-camera sessions with the internal and external auditors.
- Participated in selecting and evaluating external auditors.
- Approved the terms of reference and review special risk management and operational audit reports.
- Assisted in the review of the investment policies.
- Provided committee oversight on the risk registers and quarterly enterprise risk management reports.
- Provided visibility on regulatory compliance and reporting.
- Presented financial audited statements and resolutions at the Annual General Meetings.

## 2. GOVERNANCE AND NOMINATIONS

- Expert Resource to the Director-General on the development of the five-year Scientific Plan of Action, *Energie, Matériaux et Télécommunications* (EMT) in 2020.
- Governance Committee, Board of Director, Canadian Internet Registration Authority in 2019-2011.
- Expert Resource to the Board of Directors in the Board Development and identification of skills gaps and performance appraisals, Indigenous Advanced Education and Skills Development Council (IAESDC) in 2018-2019.
- Lead strategic contributor to the Board of Directors in development and facilitation of the five-year Strategic Plan, *Institut National de Recherche Scientifique* (INRS) in 2018-2019.
- Chair, Governance committee, Board of Directors, Lawyers without Borders, in 2006-2014.
- Member, Governance committee, Board of Directors, St. Justine University Hospital in 2010-2015.
- Chair, Governance committee, Board of Directors, Canadian Society of Association Executives in 2009-2012.
- Strategic Adviser, Policy Orientation committee, The Institute for International Studies in Montreal (IIEM) in 2006-2020.

In building strategic Board dynamics, Iris focuses in providing foresight, oversight and hindsight. She is a consensus builder and ensures Board cohesion and alignment with the strategic plan and business results.

- Contributed to the strategic planning process and oversight on business continuity plans.
- Provided advice in development of corporate governance policies including the code of ethics.
- Refined the framework for the Annual Performance review of the Board.
- Proposed the Board competencies matrix prior to nominations of new Board Governors.

### 3. HUMAN RESOURCES AND TALENT DEVELOPMENT

- Strategic Adviser, Human Resources Orientation and Training, Indigenous Brotherhood Trust – Assembly of First Nations (2020).
- Expert Resource, Human Resources Policies and Procedure Manuals including position descriptions, job classification, performance appraisal and health and safety, Indigenous Advanced Education and Skills Development Council, (2018-2019).
- Chair, Human Resource committee, Board of Directors, Lawyers without Borders, 2010-2012.
- Chair, Human Resource Committee, *l'Institut du Nouveau Monde*, in 2010-2013.
- Chair, Human Resources and Professional Development committee, Canadian Pension and Benefit Institute in 2006-2009.

Both as a corporate board member and an expert in talent management she assists organisations with the development of tools and processes to enhance their work:

- Company culture, equity, diversity and Inclusion.
  - Classification of positions and metrics for performance reviews.
  - Crisis Management and designing stakeholder engagement programs.
  - Compliance with regulatory and legal frameworks.
  - Team cohesion and alignment with the strategic plan with a focus on results.
  - Mental health in the workplace and employee wellness programs.
- Her knowledge of the legal, regulatory and compliance frameworks in the areas of health, safety and security and her familiarity with employment laws in Canada assists Boards in ensuring the necessary policies, procedures and protections are in place.
- Conducted the Annual Performance appraisal of the President and CEO.
  - Worked with the Board Chair to conduct the CEO Annual Performance Review.
  - Provided oversight on the senior management leadership team succession planning process.
  - Established the criteria for setting remuneration levels, incentive programs and continuous improvement programs for the CEO and the senior management leadership team.
  - Proposed strategies to enable the hiring, retention and learning and development plans for the leadership team.
  - Provided strategic advice on collective agreement negotiations and efficiencies in sound pensions and benefits design and management.

#### 4. CYBERSECURITY, IT AND BUSINESS DEVELOPMENT

- Expert, Board of Directors, Canadian Internet Registration Authority, in Enterprise Risk Management and Cybersecurity committee in 2019-2021.
- Strategic Adviser, Canadian Space Agency – DAC member, Cybersecurity Audit in 2019-2020. She provides on-going guidance in the cybersecurity audit process to ensure the confidentiality, integrity and availability of data and business continuity planning.
- CEO, and strategic adviser to the Board committees at the Royal Society of Canada, the Canadian Pension and Benefits Institute and Canada World Youth, champion of new technology solutions and transitioning to cost effective cloud-based technologies to engage clients, partners and decision makers, in 2006-2015
- Strategic Adviser, International Association for Public Participation, she worked with forty trainers around the world to create up-to-date on-line training and accredited programs in stakeholder engagement being replicated by Governments and Corporations in over 14 countries, in 2013-2014.

Iris encourages her Board colleagues to take effective action to preserve the integrity, confidentiality and availability of data, systems and networks. She focuses on protection of personal identification information, business continuity plans and privacy of clients, employees and stakeholders.

- Reviewed costs of informational technology upgrades.
- Assisted organisations set up CRM, SharePoint, Razor's edge and other IT tools to facilitate analysis for purposes of research, education and development.
- Provided visibility to the Enterprise risk management and cybersecurity mitigation framework.

CONTACT INFORMATION: Iris Almeida-Côté, ICD.D/IAS.A., LL.M., M.A, IIA-CGAP.

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