

SEPTEMBER 6, 2022

## Davies Governance Insights – September 2022

*Davies Governance Insights* analyzes the top trends and issues most important to Canadian public companies and provides practical guidance for boards to meet these challenges head on.

In this edition:

- **Ten Regulatory and Judicial Developments That GCs and Boards Need to Know** examines key developments relating to activist short selling, financial disclosure, special committees, fairness opinions, climate disclosure, MAE clauses and more.
- **Bulletproofing Your Board Against Oppression Claims** provides an overview of oppression claims, the situations in which they arise and practical steps that boards can take to protect themselves.
- **CEO Succession Trends and Best Practices** analyzes recent trends in CEO departures in Canada and the United States, core disclosure considerations and best practices in ongoing planning strategies.
- **True Majority Voting for CBCA Public Companies: Is Your Board Ready?** addresses commonly asked questions and key considerations for companies that are subject to the new majority voting regime for uncontested director elections.
- **Competing Frameworks: Mandatory Climate Disclosure Is (Almost) Here** compares the proposals of the Canadian Securities Administrators with the more stringent rules proposed by U.S. and international regulators.

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