



**IWIRC BOARD MEETING
APRIL 27, 2022 1:15 P.M. (EDT)**

**In Person (Washington DC) Kirkland & Ellis, Room 12B-C, 1301 Pennsylvania Avenue,
NW and via Zoom**

<https://zoom.us/j/94631869293?pwd=MzJyQlJiOEU3RkFIWVREdUEyTEFiZz09>

1. Confirm Quorum (if you dial in to the meeting via phone please email Shari, sbedker@iwirc.com to record your attendance).
2. **Chair's Report** (J. Kimble)
 - a) Welcome
 - b) IWIRC Update
3. **Action Items** (J. Kimble)
 - a) Approval of January 13, 2022 Minutes (K. Fellowes)
 - b) Use of Surplus Funds – 30th Anniversary (E. Meltzer, E. Matsui)
 - c) Approval of 2021 Audit
4. **Financial Report** (E. Meltzer, E. Matsui)
 - a) Financial results to through March 2022
 - b) 2022 Sponsorship Update
5. **Committee Reports**
 - a) Membership (C. Schnapp)
 - b) Programming
 - (1) IWIRC Spring Meeting (R. Redwine, C. Sanfelippo)
 - (2) Regional Programming (T. Freedman)
 - c) Communications (A. Vulpio, S. Wilson)
 - d) Diversity, Inclusion & Belonging (M. Hager, P. Sinha)
 - e) UNCITRAL (T. Feil, C. Shulman)
 - f) Strategic Director (M.G. Diehl)
6. **Networks/Regional Reports**
 - a) Global (V. Bantner-Peoo)

- b) Asia (A. Dwyer, S. Jain)
 - c) Canada (K. Mahar)
 - d) Caribbean (M. MacInnis)
 - e) Europe (J. Hewitt-Schembri, R. Gismondi)
 - f) Latin America (B. Faneca)
 - g) U.S. (T. Schellhorn)
 - h) New Networks & Regional Development (B. Zelmanovich, N. Miller)
- 7. **Advisory Council Report** (L. Blanco)
 - 8. **Leadership Summit** (M. Kaufman, S. Bramer)
 - 9. **New & Other Business**
 - a) International, Regional & Local events (S. Bedker)
 - b) NCBJ Outreach Request
 - c) Other New Business

Documents For Review in Conjunction with Board Meeting:

- 1. Minutes of January 13, 2022 IWIRC Board Meeting
- 2. March 2022 Financials
- 3. Membership Committee report
- 4. Programming Committee Report
- 5. Regional Programming Report
- 6. Communications Committee Report
- 7. Diversity, Inclusion & Belonging Committee Report
- 8. UNCITRAL Committee Report
- 9. Strategic Director Report
- 10. Global Networks Report
- 11. Asia Networks/Regional Report
- 12. Canada Networks/Regional Report (to be sent under separate cover)
- 13. Caribbean Regional Report
- 14. Europe Networks Regional Report
- 15. Latin America Networks/Regional Report
- 16. US Networks Report
- 17. New Network Development Report

Upcoming Dates/ Deadlines:

- May 31, 2022 – Founders Awards Nominations Due
- August 3-5, 2022 - Leadership Summit, Minneapolis, MN
- October 18-19, 2022 - Fall Conference, Orlando, FL



IWIRC BOARD MEETING

JANUARY 13, 2022 9:00 A.M. (EST)

1. **Quorum** – The Meeting was called to order by J. Kimble at 9:02 am EST. A list of those attending the meeting by Zoom link and telephone is attached as Schedule A hereto. A sufficient number of Board Members were present for the Board to conduct business.
2. **Chair’s Report** (J. Kimble) - J. Kimble gave her first report as Chair of IWIRC.
 - a) J. Kimble welcomed new Board Members and thanked outgoing Chair L. Blanco for all her hard work and leadership throughout 2021.
 - b) New Board Members were reminded to sign the Code of Conduct and all Board Members were reminded to complete their annual declaration regarding Conflict of Interest and provide a signed copy to S. Bedker by the end of the month.
 - c) At Large Directors were asked to choose a committee or project to contribute to, and to advise J. Kimble of same.
 - d) The IWIRC Leadership Summit is planned to proceed in person (after two years of postponement) in Minneapolis, MN on August 3-5, 2022, and registration will be open soon.
3. **Approval of Minutes** – K. Fellowes motioned to accept and approve the minutes from the October 5, 2021 Board meeting. M. Kaufman seconded and all approved.
4. **Financial Report** – E. Meltzer presented the financial report.
 - a) Financial results to December 2021 – we have budgeted for a small deficit, based largely on new expenses for committee work. We have over \$1.2 million in cash assets, and are well over budget for membership revenue.
 - b) We budgeted \$95,000 for sponsorship in 2022, and have currently received pledges for \$85,000. We will continue our efforts to source and collect an additional \$10,000 in sponsorship pledges.
 - c) The Finance Committee has developed new policies and is looking for new members who might want to contribute to the Committee’s work. The Finance Committee has worked with the Membership Committee to develop a survey to poll our members for ideas on how to spend our surplus funds. The survey will be sent out by email later this month.

5. Committee Reports

- a) **Membership** (C. Schnapp) – Over 70 people responded to a recent email soliciting interest in Committees. The Membership Committee is introducing a re-invigorated mentoring program over the next year, and sent out an email in December asking for volunteers. Ten mentors have volunteered so far, and more are needed. C. Schnapp will send out a reminder email. The idea is to run the pilot project for 1 year, with the Committee sending out regular prompts for discussion and engagement between mentors and mentees.
- b) **Programming**
- (1) **IWIRC Spring Meeting** - R. Redwine advised that there will be two panels at the Spring Meeting, one focusing on diversity, and the other on a substantive topic such as mass torts.
 - (2) **Regional Programming** - T. Freedman is taking over this position from T. Shelhorn, and will report further after the next Committee meeting. S. Bedkar noted there are two regional events coming up, IWIRC on Ice (Jan. 27) and IWIRC at the Shore – (March 3).
- c) **Communications** - A. Vulpio, advised that R. DeMarb has joined the Committee. The Committee will continue to send out quarterly mini-newsletters for member news (promotions and updates) and events. They will continue to profile IWIRC members who are Judges, and will update the calendar to better reflect the diversity of our members. Board Members are encouraged to interact with the social media postings, which will include mentoring tips recently obtained from our members. A draft schedule for newsletters will be forthcoming.
- d) **Diversity, Inclusion & Belonging** - M. Hager welcomed P. Sinha and thanked D. Liggins for her work as co-leader of the Committee. The DIB Committee thanked the Board for the budget and is working with other IWIRC Committees to develop a signature panel event to be held virtually. The Committee will have an increased focus on international needs and what diversity means all over the world, including potentially a session on the CROWN Act, which deals with discrimination on the basis of hair and hair texture. The Committee will work with outgoing Chair L. Blanco, who championed many of these initiatives, including the “Just the Beginning” grants and scholarship program. P. Sinha expressed her intent to bring a global and international perspective to the Committee’s work.
- e) **UNCITRAL** -T. Feil reported that the Committee sent a five person delegation to the last session of Working Group V in Vienna, which was held virtually in December 2021. Sixty countries and observers attended. The topics were civil asset tracing and choice of law. The next session will be held in New York in April 2022.

6. Networks/Regional Reports

- a) **Global** - V. Bantner-Peio gave her first report as Global Regional Director, which is a newly-created position on the Board. There will be a Network meeting on January 26. One of the focusses will be on building a leadership pipeline from the networks into the IWIRC International leadership team.
- b) **Asia** - S. Jain welcomed V. Chan and C. D'Alton and welcomed back E. Matsui. S. Jain and A. Dwyer were pleased to note the presence of so many members from the Asia networks on the Board. The Region extends into Korea, Indonesia, Singapore and Malaysia, and has been active with a "Three Generations" event, and the "Connecting the Dots" series.
- c) **Canada** - K. Mahar advised that the Western Canada network is active again with a new Board and leadership, is planning several events in the near future. Ontario remain a strong network and may expand into Montreal to create an "Eastern Canada" network.
- d) **Caribbean** - M. MacInnis advised that the region is looking at potential expansion into Bermuda, BVI and Bahamas.
- e) **Europe** - R. Gismondi reported on a successful event held in November 2021. They are planning for one substantive event per quarter, and one social/networking event, hopefully an in-person event later in 2022, and potentially in-person at the INSOL conference in Dublin March 4-5th. They are in discussion with Scotland, Channel Islands and Netherlands for new networks. London is considering a submission for the IWIRC Leadership Summit in 2023.
- f) **Latin America** - B. Faneca reported that their network is loud, proud and increasing their efforts in the face of a male-dominated industry. They are currently at 19 members and growing.
- g) **U.S.** - T. Schellhorn thanked V. Bantner-Peio for her work as outgoing US Networks Chair. A hybrid meeting was held at the Fall Conference in Indianapolis, and another hybrid meeting is proposed for Washington in the Spring. Oklahoma is down to three members, and has reached out for help to revitalize. If any At-Large Directors are looking for projects or a committee to join, they would be welcomed to assist the US Networks Committee.
- h) **New Networks & Regional Development** - B. Zelmanovich reported that the Committee was busy last year, with 5 new networks coming aboard. They are focusing on areas where we currently have no members. Board Members are encouraged to look at the Committee Report and see if they have any contacts which could assist in targeting new members in those geographic areas.

7. **Advisory Council Report** - L. Blanco welcomed new members to the Advisory Committee, which will meet on January 25th.

8. New & Other Business

- a) International, Regional & Local events - S. Bedker advised that some conferences and events are returning to in-person, while most remain virtual. Registration for the Leadership Summit will be available soon, with curling as a fun event in Minneapolis.
- b) Armstrong & Associates Long Term Plan - S. Bedkar and C. Schnapp left the meeting. J. Kimble led a discussion and took questions with respect to S. Bedkar's planned retirement in 2024, and C. Schnapp taking over the business of Armstrong and Associates, including the administrative duties for IWIRC. J. Kimble advised that the Executive Committee's recommendation is to accept the Long-Term Plan in principle, subject to acceptance by other stakeholders and review of formal contracts.
- c) Other New Business – None.

Meeting was adjourned at 10:02 EST

Documents Submitted in Conjunction with Board Meeting:

- 1. Minutes of October 5, 2021 IWIRC Board Meeting
- 2. December, 2021 Financials
- 3. Code of Conduct and Conflict of Interest Forms
- 4. Membership Committee report
- 5. Programming Committee Report
- 6. Communications Committee Report
- 7. Diversity, Inclusion & Belonging Committee Report
- 8. UNCITRAL Committee Report
- 9. Global Networks Report
- 10. Asia Networks/Regional Report
- 11. Canada Networks/Regional Report
- 12. Caribbean Regional Report
- 13. Europe Networks/Regional Report
- 14. Latin America Networks/Regional Report
- 15. US Networks Report
- 16. New Network Development
- 17. Armstrong & Associates Long Term Plan

Schedule A

IWIRC Board of Directors Meeting											
13-Jan-22			48								
First name	Last name	Attended									
Valerie	Bantner Peo	1							Not Able to Attend		
Bernadette	Barron	1									
Monica	Blacker	1							Stephanie	Bramer	
Leyza	Blanco	1							Kimberly	Brown	
Kate	Buck	1							Kathryn	Harrison	
Solymar	Castillo-Morales	1							Joanne (Jo)	Hewitt-Schembri	
Veronica	Chan	1							Fiona	MacAdam	
Bodie	Colwell	1							Upasana	Rao	
Catherine	D'Alton	1							Carren	Shulman	
Rebecca	DeMarb	1							Nancy	Valentine	
Mary Grace	Diehl	1									
Jane	Downey	1									
Jodi	Dubose	1									
Aisling	Dwyer	1									
Rosa	Evergreen	1									
BEATRIZ	FANCA LEITE DE SOUZA	1									
Tinamarie	Feil	1									
Karen	Fellowes QC	1									
Terri	Freedman	1									
Rita	Gismondi	1									
Debra	Grassgreen	1									
Melissa	Hager	1									
Rebecca	Hume	1									
Stuti	Jain	1									
Marjorie	Kaufman	1									
Sejal	Kelly	1									
Jennifer	Kimble	1									
Margot	MacInnis	1									
Pooja	Mahajan	1									
Kyla	Mahar	1									
Eloise (Fardon)	Matsui	1									
Lauren	Mckelvey	1									
Evelyn	Meltzer	1									
Jennifer	Meyerowitz	1									
Nyana	Miller	1									
Tara	Nauful	1									
Anne	Rasho Vanderkamp	1									
Rebecca	Redwine	1									
Aimee	Rice	1									
Christina	Sanfelippo	1									
Tara	Schellhorn	1									
Alexandra	Schnapp	1									
Pooja	Sinha	1									
Amy	Vulpio	1									
Aruni	Weerasekera	1									
Genevieve	Weiner	1									
Sara-Ann	Wilson	1									
Blanche	Zelmanovich	1									
Staff											
Shari	Bedker	1									
Jenny	Cudahy	1									

IWIRC International
Balance Sheet
As of March 31, 2022

	<u>Mar 31, 22</u>
ASSETS	
Current Assets	
Checking/Savings	
1050 Checking	222,932.31
1051 Morgan Stanley Accts	
1st Finl Dakota 0.100% 4/25/22	245,000.00
Goldman Sachs 0.100% 4/19/22	245,000.00
NY .030% 4/7/2022	245,000.00
1052 Liquid Asset Fund	325,819.89
Total 1051 Morgan Stanley Accts	<u>1,060,819.89</u>
Total Checking/Savings	1,283,752.20
Accounts Receivable	
1200 Accounts Receivable	-29,722.53
Total Accounts Receivable	<u>-29,722.53</u>
Other Current Assets	
Accrued Interest-Receiveable	0.48
6000 Undeposited Funds	-250.00
Total Other Current Assets	<u>-249.52</u>
Total Current Assets	<u>1,253,780.15</u>
TOTAL ASSETS	<u><u>1,253,780.15</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
2015 Deferred Revenue	
2020 Diamond Paid	20,000.00
2020 Platinum Paid	9,000.00
2020 Gold Paid	7,000.00
2020 Silver Paid	8,750.00
2020 Donor Restricted Income	3,250.00
2023 Sponsor	250.00
NEON Network Funds	20,718.63
Membership	114,734.05
Total 2015 Deferred Revenue	<u>183,702.68</u>
Total Other Current Liabilities	<u>183,702.68</u>
Total Current Liabilities	<u>183,702.68</u>
Total Liabilities	183,702.68

04/08/22
Accrual Basis

IWIRC International
Balance Sheet
As of March 31, 2022

	<u>Mar 31, 22</u>
Equity	
3201 Retained Earnings Availabl	251,099.57
3200 Retained Earnings	700,000.00
Net Income	118,977.90
	<hr/>
Total Equity	1,070,077.47
	<hr/>
TOTAL LIABILITIES & EQUITY	1,253,780.15
	<hr/> <hr/>

Monthly Summary of Actuals to Budget

January 1 - March
31, 2022

	A Budget Through March 31, 2022	B 2022 Actuals as of March 31, 2022	C = B - A 2022 Actuals YTD to Budget YTD Difference	C = B / A YTD Actuals % of YTD Budget
<u>Revenue and Support</u>				
Membership Renewals	\$ 89,562	\$ 107,386	\$ 17,824	120%
New Memberships	15,000	\$ 27,571	12,571	184%
Sponsorships	104,562	\$ 108,000	3,438	103%
Conference Receipts	35,000	\$ 44,625	9,625	128%
INSOL	95,000	\$ (5,371)	(100,371)	-6%
Interest	3,000	\$ 5	(2,995)	0%
Total Revenue and Support	\$ 342,124	\$ 282,217	\$ (59,908)	82%
<u>Expenses</u>				
Program Expenses				
Spring Conference	\$ 11,500	54,646	\$ 43,146	475%
Fall Conference	35,500	2,750	(32,750)	8%
Total Program Expenses	47,000	57,396	10,396	122%
Operating and Member Services Expenses	67,097	54,591	(12,506)	81%
Net Expenses for Committees and Projects	(58,250)	(39,498)	18,752	68%
Total Expenses	55,847	72,489	(2,110)	130%
Net Surplus/Shortfall	286,277	209,728	(57,798)	73%

IWIRC Membership Services Report
Spring 2022

We have an engaged and active Membership Services Committee this spring and are excited about working on IWIRC Membership initiatives.

- Welcome communication
 - o We receive notifications whenever a new member joins IWIRC. Monica then sends the new member a welcome note via email, with a certificate of membership and a link to submit an address to receive a pin. We have been pleased to see a constant stream of new member notifications! A big thank you to Monica, too, for taking on the task of sending the emails.
- Membership materials
 - o On a recent call, we reviewed the membership discussion from the Leadership Summit last year. The materials are attached, and we think they are quite helpful. We would like to share this summary:
 - 1) on the website (under network tools event planning and diversity of events),
 - 2) with the networks.
- Mentoring program
 - o Early in the year, we paired IWIRC mentors and mentees. Mentees were instructed to contact their mentors and discuss the best thing to come out of the pandemic for them. In late February, we followed up with the group as a whole and with a handful of mentees individually to encourage them to reach out to their mentor. We received positive feedback from many. The communication and pairings are attached.
 - o We are planning a mentor/mentee event in May. We will have at most 30 participants. We will have mentors and mentees introduce each other before jumping into bingo.
 - o For a future prompt, we thought we could ask mentors introduce their mentee to someone else in the field.
- Plus-one event
 - o Looking ahead, we think it would be good to encourage members to bring a friend to a future event, perhaps lunch at the Fall Conference?, as part of a member drive. We would love to do something cool that would entice members and non-members alike to attend.
- New member receptions
 - o We're excited to once again offer three virtual new member welcome receptions:

Date	Time	Registrants	Hosts
Thursday, April 14	7 am EST	20 7 attended	Beatriz Faneca, Radha Gordon, Judge Gunn
<ul style="list-style-type: none"> - We had 20 registrants and 7 new members attended. We discussed the perks of IWIRC membership, global connections to knowledgeable experts, access to senior leaders in the represented industries, professional promotion of women and leadership opportunities. - Screenshots were taken and shared with the Communications Committee to post on social media 			
Tuesday, April 19	12 pm EST	31	Radha Gordon, Ying Zheng

Thursday, April 21	8 pm EST	12	Erica Weisgerber, Monica Blacker, Annemarie Chiarello
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- Before each meeting, the hosts send a note to registrants to welcome and remind them of the reception. After, they follow up with an email including next steps/how to get more involved with IWIRC. Examples of each are attached.
 - We are also planning to gather new members together in person in DC.
 - Monica, Kerri, Eva, and Kirstyn will all be in attendance and will gather new members together to grab a drink before the larger opening reception.
- Diversity, inclusion, and belonging
- We have discussed that, while IWIRC is growing domestically and internationally, it is still very lawyer heavy. We would like to work on increasing the diversity of our members, particularly by attracting non-attorneys as new members. Monica and some of our non-attorney members (Kirstyn and Eva) will work with the DI&B Committee to determine how to target potential members.
 - We also want to encourage membership from our existing sponsors by spotlighting opportunities for members of sponsors to attend events, etc.
- Leadership Summit
- We received applications from members interested in attending the IWIRC Leadership Summit this summer in Minnesota. All of the applicants are in the US, which may be due to continuing travel restrictions. CC sent an email (attached) inviting all the applicants to attend the Summit and sharing additional details on April 14, 2022.

Our next Membership Services Committee Meeting will be on May 10, 2022 at 9 am EST via Zoom.

Join Zoom Meeting

<https://us02web.zoom.us/j/83310024372?pwd=SEVQRjYzcmJXTHBZNVh4dndCMlVrdz09>

Meeting ID: 833 1002 4372

Passcode: 407489

Please feel free to join—we'd love to hear from you!

CC Schnapp & Monica Blacker
IWIRC Membership Services Directors

From: [Monica Blacker](#)
To: gitachakravarty@fivepaper.com
Cc: [CC Schnapp](#); [IWIRC](#); bgehman@iwirc.com
Subject: Welcome to IWIRC!
Date: Thursday, April 14, 2022 9:53:14 AM
Attachments: [RSImage.png](#)
[GC 2022 Certificate.doc](#)
[ATT00001.htm](#)
[ATT00002.htm](#)

CAUTION - EXTERNAL:

Hello Gita:

Welcome to IWIRC! I am writing as a member of the IWIRC International Membership Committee and am delighted to hear you have joined.

Each IWIRC Network includes women at various stages of experience with a diversity of practice areas and professions within insolvency and restructuring. Local networks offer programming, resources, contacts, and events to support you in your career. By joining IWIRC you gain access not only to a local “home” network but also to a large, international organization with members, networks, and events around the globe.

Here are some tips from getting the most out of your IWIRC membership:

1. **Introduce yourself** to your local network chairs, make sure you are on your local network's mailing list, and let them know if you are interested in getting more involved with your local network board.
2. **Volunteer to join an IWIRC International committee** here: <https://www.iwirc.com/membership/volunteer>.
3. **Sign up for upcoming virtual events:** <https://www.iwirc.com/events> (no need to limit your participation to local events—you are welcomed to join events offered by our 48 networks the world over).
4. **Update your member profile** to include a photo and relevant bio, and consider signing up for the speakers bureau, to allow other IWIRC members around the world to find you when they need a referral in your area.

If you would like to receive an IWIRC lapel pin, please fill out [this form](#) so that we can make sure that it is sent to the correct address. The IWIRC Membership certificate is attached as well if you would like to print that out for your records or to hang prominently for all the world to see! We have also created an IWIRC signature logo you may use—see below.

Any questions? Please feel free to reach out to Member Services Directors, CC Schnapp, (Alexandra_Schnapp@ganb.uscourts.gov) and Monica Blacker (mblacker@force1opartners.com), or IWIRC Administrative Director, Shari Bedker (sbedker@iwirc.com), and let us know how we can help.

We are excited to have you and look forward to connecting at a future event (virtual or otherwise!).

Be Inspired. Be Informed. Be Connected.

Alexandra CC Schnapp & Monica Blacker

IWIRC Member Services Directors

Monica Blacker | Partner

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IWIRC Membership Services

At the Leadership Summit on Thursday, July 22, 2021, attendees discussed best practices for engaging and retaining members. Here are some key takeaways.

Finding New Members

- Partner with other local networks – bar or industry associations – to host joint events.
For example:
 - Happy hour with a young lawyer group.
 - Panel with local bar association to speak to a broader group of people.
 - IWIRC luncheon at ABI regional conferences.
- Encourage current members to bring new members to events.
 - Membership +1 events encourage members to bring prospective members.
 - Provide those that bring friends opportunity to enter raffle for prize as an incentive (ex. a bottle of nice wine or local restaurant gift certificate).
 - Some networks kick off the year with a membership-focused event. Others tie membership drives to the start of a new school year/start for new hires.
- Target law clerks who are generally early in their career.
 - Consider inviting them to attend events free of charge.
 - Highlight reduced rates available to judicial and government employees.
 - Law clerks often invite other law clerks to join and may even encourage judges to attend events/get involved.
 - When in private practice, former law clerks can share IWIRC and get firm buy in.
- Reach out to lapsed members with personal emails/calls/invitations.
- Create a Members & Friends list to map out various firms to target potential members.
- Promote IWIRC within firm.
- Reach out to variety of industries.
 - Think beyond attorneys and consider inviting claims agents, accounting firms, other turnaround professionals.
 - Also consider female professionals who may have more interest in female support than restructuring specifically.

Targeting Students

- Approach deans and bankruptcy professors and introduce them to IWIRC.
- Professors are often the best source of student referrals.
- Consider targeting other young business professionals.
 - Consider hosting a restructuring panel of FA women at business schools.
 - Business conferences may offer avenue for promoting IWIRC.
 - For example, Wharton hosts a restructuring with a decent # of women.
- Law school events:
 - Host (free) happy hour events for students to join.
 - Volunteer at the local law school.
 - Solicit IWIRC members to help judge a local moot court competition.
 - Host event in connection with law school conference/symposium.
 - Connect students with judges, possibly at an event sponsored/hosted by IWIRC or professional development panel.
- Highlight reduced rates for students and new practitioners and scholarship opportunities.

- Remember: even if a student may not join while in school, she may keep IWIRC in mind and join later in practice.

Engaging New Members

- Send new members a personal welcome note or phone call (from chair/board).
 - Include local newsletter and information about upcoming events.
 - Can also include international newsletter and link to events page.
 - Highlight benefits of IWIRC and opportunities to get involved.
- Host a mixer for new members and the board in a smaller setting to allow introductions before larger event.
- Host a welcome event over Zoom, which is generally easy to attend and requires little commitment.
- Pair new members with existing/involved members.
- Expand local network board to include members from broader geographic and practice areas to increase visibility/breadth.

Events

- **Flagship events:** consider holding a regular members-only event that can draw a crowd and drive membership sign ups and renewals. Some examples:
 - “Bestest Party Ever” (changing themes with drinks and humor)
 - Cayman beach BBQ (festive and fun, outdoor event)
 - Hong Kong black tie gala (THE event of the season, sold out in < 15 minutes)
 - White elephant holiday gift exchange (hilarious and memorable)
 - Chicago holiday high tea (classy annual event that draws large crowds)
- **Judicial events**
 - Judge centered events garner a lot of interest/participation.
 - Panels are popular. Consider inviting judges from different jurisdictions and/or other courts to draw a larger pool of attendees.
 - Host a round table event to allow members access to judges in small group setting. Speed mentoring or speed networking can work well.
- **Social events**
 - Happy hour events are easy to host and have a low barrier to entry.
 - Special interest events, i.e. cultural events and small behind-the-scene museum tours, can offer members something different beyond typical happy hour.
 - Crafting and hands on events give members an opportunity to get outside of comfort zone and try hand at a new activity; usually very memorable.
 - Think mask decorating at the IWIRC Leadership Summit in NOLA.
 - Other ideas: pottery painting, glass blowing, jewelry making, candles.
- **Educational events:** may be a big draw in some areas and less in others (ex, highly sought after in China and Latin America, whereas social events more popular in HK)
 - Try to do educational focused CLEs that appeal to broadest set of people
 - Lunch and learn events over lunch hour can be easy to access and work for members eager to get home after work (ex., in Puerto Rico, women generally leave after work).
- Holiday events are often very popular and only open to members, which can be a big draw.

From: [Beatriz Faneca](#)
To: Alanna.macleod86@gmail.com; Pbenzan@drlawyer.com; Anniechanpa@gmail.com; gloria.chan@blackoak-llc.com; david.chew@dhccapital.com; fcoulson@wedlakebell.com; jgoche@solutionsinhealthcaremanagement.com; emmanuel.hadjidakis@bakermckenzie.com; helen.jones@linklaters.com; kit.shu@blackoak-llc.com; stacey.lau@kroll.com; shirley.palumbo@gmlaw.com; emma.smith@maples.com; helen.wang@careyolsen.com; jessica.l.winter@uk.gt.com
Cc: [Elizabeth Gunn](#); radhagordon@gmail.com; [CC Schnapp](#); [Monica Blacker](#)
Subject: IWIRC 'S NEW MEMBERS VIRTUAL RECEPTION - APRIL 14, 2022, 7AM (EST)
Date: Tuesday, April 12, 2022 9:58:30 AM

CAUTION - EXTERNAL:

Hello all!

Judge Gunn, Radha Gordon and I are hosting this this Thursday's New Member Reception at 7 a.m. (EST), available at https://us02web.zoom.us/j/87904787776?tk=G-dE24y1wdz2kChRybKPlm6zyBpdVx1vF_TxLMQMjgc.DQMAAAAUd4idQBZweTICOWZXS1FXeTJSa25jblidibU9nAAAAAAAAAAAAAAAAAAAAAAAAAAAAAAAAAAAA&pwd=RUhJL1FCdmgwQkMzaTVnVWpzcDRVQT09

We are thrilled to have you joining IWIRC and hope that this first contact will help you get familiar with the institute's history, purposes and perks, as well as having a chance to get started into our networking community.

Keep in mind that this is a safe spot and questions and comments are welcome.

See you then!

Best,
Bia

BEATRIZ FANECA

+55 11 2619 0999

Av. Brigadeiro Faria Lima, 1.982, cj. 801
São Paulo-SP, 01451-000



CAUTION - EXTERNAL EMAIL: This email originated outside the Judiciary. Exercise caution when opening attachments or clicking on links.

From: [CC Schnapp](#)
To: aayushi.anand@khaitanco.com; james.bitossi@anz.com; david.chew@dhccapital.com;
catriona.hunter@mourant.com; a.patterson@taylorwessing.com; regina.rath@nortonrosefulbright.com;
vaibhav.sawant@db.com; timea.scholey@cms-cmno.com; nick.williams@hoganlovells.com;
Josephinezhou@tannerdewitt.com
Cc: jcudahy@iwirc.com; [Stuti Jain](#)
Subject: [IWIRC] Thank You for Attending IWIRC New Member Virtual Reception
Date: Wednesday, May 19, 2021 9:44:00 AM

Hi all,

Thank you for joining the IWIRC new member happy hour on Wednesday morning/midday/evening.

We had a great time getting to know you!

Here are some tips from getting the most out of your IWIRC membership:

1. Introduce yourself to your local network chairs, make sure you are on your local network's mailing list, and let them know if you are interested in getting more involved with your local network board.
2. Volunteer to join an IWIRC International committee here: <https://www.iwirc.com/membership/volunteer>.
3. Check out and sign up for upcoming virtual events: <https://www.iwirc.com/events>.
4. Update your member profile to include a photo and relevant bio, and consider signing up for the speakers bureau, to allow other IWIRC members around the world to find you when they need a referral in your jurisdiction.

Please feel free to reach out to me (CC) or Stuti (cc'd here) with any questions you may have. We are excited to have you and look forward to connecting at a future event (virtual or otherwise!).

Thanks,

CC

Alexandra CC Schnapp

Law Clerk to Chief Bankruptcy Judge Wendy L. Hagenau

United States Bankruptcy Court, Northern District of Georgia

Alexandra_Schnapp@ganb.uscourts.gov

(404) 215-1017

CC Schnapp

From: CC Schnapp
Sent: Thursday, February 24, 2022 12:54 PM
Subject: IWIRC Mentoring Program--Check In
Attachments: IWIRC Mentoring Pairs.pdf

Dear IWIRC Mentors and Mentees,

I am writing to check in about the IWIRC Mentoring Program. Hopefully you all received the information below and attached and have had a chance to connect with your partner.

Mentees, if you have not yet, **please touch base with your mentor to set up an initial meeting by March 11**. At this meeting, we suggest that you discuss parameters and expectations for your mentoring relationship and the following prompt: [what is the best thing that came out of the COVID-19 pandemic for you?](#)

Mentors, please let me know if you do not hear from your mentee in the next two weeks. Mentors and mentees alike, please feel free to reach out to me or Monica (mblacker@force10partners.com) if any issues.

Thanks,
CC

Alexandra CC Schnapp
IWIRC Membership Services Director
Law Clerk to Chief Bankruptcy Judge Wendy L. Hagenau
United States Bankruptcy Court, Northern District of Georgia
Alexandra_Schnapp@ganb.uscourts.gov
(404) 215-1017



International Women's Insolvency and Restructuring Confederation
info@iwirc.com / www.iwirc.com / [Facebook](#) / [Twitter](#) / [Linked In](#)

From: CC Schnapp
Sent: Thursday, February 10, 2022 8:13 AM
Subject: IWIRC Mentoring Program

Thank you for signing up to participate in the IWIRC Pilot Mentoring Program! You will find attached your mentor/mentee pairing, along with some additional information about the program.

The formal Mentoring Program will last for a period of one year. Participation in the program is not intended to be time intensive. We simply suggest that all mentor/mentee pairings try to interact once every other month (either by phone, email, or in-person) and try to meet face-to-face (Zoom counts!) at least 2-3 times during the course of the year.

Mentees, please touch base with your mentor to set up an initial meeting in the next month. At this meeting, we suggest that you discuss parameters and expectations for your mentoring relationship and the following prompt: [what is the best thing that came out of the COVID-19 pandemic for you?](#)

We are giving you a month to meet and connect. Next month, we will hold a bigger kick off event. Stay tuned for more information!

Please feel free to reach out to Membership Services Director CC Schnapp (Alexandra_Schnapp@ganb.uscourts.gov) or Membership Services Vice Director Monica Blacker (mblacker@force10partners.com) if you experience any issues/problems during the course of the mentoring relationship.

On behalf of the IWIRC Membership Services Committee, thank you again for your participation in the Mentoring Program—we are excited for the year ahead!

Alexandra CC Schnapp
IWIRC Membership Services Director
Law Clerk to Chief Bankruptcy Judge Wendy L. Hagenau
United States Bankruptcy Court, Northern District of Georgia
Alexandra_Schnapp@ganb.uscourts.gov
(404) 215-1017



International Women's Insolvency and Restructuring Confederation
info@iwirc.com / www.iwirc.com / [Facebook](#) / [Twitter](#) / [Linked In](#)

IWIRC Mentoring Program

Purpose of the Mentoring Program

To foster positive mentoring relationships focusing on assisting IWIRC members with the development of their careers.

Participation in the Mentoring Program

- Connect at least once bi-monthly and meet (in person or via Zoom) 2-3 times during the course of a year to discuss topics and engage in activities related to the mentoring objectives identified by the mentor and mentee.
- Discuss IWIRC Mentoring Program prompts and participate in events as offered.
- Provide feedback when solicited at the end of the one-year program.

Your First Meeting

- Clarify expectations about extent mentee will seek and the mentor will offer guidance concerning personal and professional issues.
- Discuss and define common goals and focus.
- Discuss what you each can offer: experience, advice, skills, information.
- Decide how you will interact in the future: availability, frequency, and duration.
- Discuss any questions or concerns.

Mentee	Hometown	Mentor	Hometown	Mentor Email
Allison McGregor	Atlanta, GA	Jennifer Meyerowitz	Atlanta, GA	jmeyerowitz@sakmgmt.com
Anna Cunningham	London, UK	Liv Machado	São Paulo, Brazil	limachado@tozzinifreire.com.br
Audra Graham	George Town, Grand Cayman	Aimee Rice	Pittsburgh, PA	Aimee@CompassAdvisoryPartners.com
Diana Barros	São Paulo, Brazil	Jennifer Kimble	New York, NY	jkimble@lowenstein.com
Fernanda Nabahan	São Paulo, Brazil	Eloise Matsui	Hong Kong	Eloise.Matsui@shlegal.com
Georgia Tsiavou	London, UK	Aisling Dwyer	Hong Kong	aisling.dwyer@maples.com
Lorena Laks	Oklahoma City, OK	Danielle Greco	Montgomery, AL	danielle_greco@almba.uscourts.gov
Maria Sant'Anna	São Paulo, Brazil	Karen Fellows	Vancouver, Canada	KFellows@stikeman.com
Paula Di Cesar	São Paulo, Brazil	Nancy Valentine	Cleveland, OH	valentine@millercanfield.com
Rachel Sternlieb	Denver, CO	Tara Schellhorn	Morristown, NJ	tschellhorn@riker.com
Raychelle Tasher	Miami, FL	Judge Mary Grace Diehl	Atlanta, GA	MG_Diehl@ganb.uscourts.gov
Samantha Ruben	Chicago, IL	Rosa Evergreen	Washington, DC	rosa.evergreen@arnoldporter.com
Savannah Lavender	Cary, NC	Jane Downey	West Columbia, SC	jane@mbmlawsc.com
Tatiana Flores	São Paulo, Brazil	Monica Blacker	Dallas, TX	mblacker@force10partners.com
Vanessa Li	New York, NY	Beatriz Faneca	São Paulo, Brazil	beatriz@faneca.com.br

From: [CC Schnapp](#)
Cc: [IWIRC](#)
Bcc: julie.harrison@nortonrosefulbright.com; erin.rosenberg@whitecase.com; [Waits, Kelly E.](#); [Rebecca Earl](#); [Raychelle Tasher](#); jabin.nishat@gmail.com; [Elizabeth Gunn](#); KClark@thompsoncoburn.com; adine.momoh_stinson.com
Subject: 2022 IWIRC Leadership Summit
Date: Thursday, April 14, 2022 1:52:00 PM
Attachments: [image002.png](#)

On behalf of the IWIRC Membership Services Committee, I am delighted to announce that you have been selected to attend the 2022 IWIRC Leadership Summit in Minneapolis on August 3—5, 2022!

The Minnesota Network is proud to host the event and has a full slate of exciting activities planned. You can find the agenda [here](#).

[Register for the Summit Here!](#)

Please note that there is no fee to attend the conference, though you are responsible for your own travel and lodging costs. Travel stipends are available per IWIRC's policy listed on the registration link.

Accommodations are available at the Embassy Suites by Hilton Minneapolis Downtown, 12 South Sixth Street, Minneapolis, MN 55402 at the special rate of \$189/night. [Click here to reserve your room by July 8 for the reduced rate.](#)

The main sessions will be held at the Law Offices of Dorsey & Whitney LLP at 50 South Sixth Street, Suite 1500, Minneapolis, MN 55402, which is next door to the hotel. Sessions will begin on Wednesday afternoon and will run through Friday lunch. Please plan accordingly.

We look forward to seeing you in Minneapolis!

Alexandra CC Schnapp
IWIRC Membership Services Director
Law Clerk to Chief Bankruptcy Judge Wendy L. Hagenau
United States Bankruptcy Court, Northern District of Georgia
Alexandra_Schnapp@ganb.uscourts.gov
(404) 215-1017



International Women's Insolvency and Restructuring Confederation

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IWIRC BOARD REPORT

APRIL 21, 2022

BY: TERRI JANE FREEDMAN, VICE DIRECTOR OF REGIONAL PROGRAMMING

2022 Regional Planning Meetings:

- April 1, 2022 Call

On April 1, 2022, I conducted a call with various Network Chairs to discuss regional planning efforts. We discussed two formats : the first is network- to – network pairing, And I received interest from about 10 networks. The second format is a larger regional Zoom wine tasting event. We will divide the country into East Coast/MidWest/West Coast as various networks would like to get their “neighbors”.

I also note that a few networks have organized their own regional events.



Communications

April 2022 Update

The Communications Committee had a busy start to 2022. Highlights include:

- **January Special Edition Newsletter – Mentoring Wisdom:** To celebrate National Mentoring Month (January) we kicked off 2022 with a special edition newsletter containing mentoring advice direct from our amazing members. Slides sharing highlights of the newsletter were posted to our Instagram account. Thank you to the Membership Committee for conducting the survey and sharing the amazing wisdom with us!
- **Collaborating with the DEI Committee:** We continue to collaborate with the DEI Committee to work towards our goal of ensuring our communications are inclusive and reflective of the diversity of our membership. We continue to observe U.S. and international holidays celebrating women and diversity through social media posts. For example, in February we observed Lunar New Year with a social media post in English and Mandarin/Cantonese developed in conjunction with the DEI Committee.

Our ongoing initiatives in 2022 include:

- **Growing our social media presence:** Recent stats suggest an increase in social media use, particularly on Instagram and LinkedIn. The more interactions we have with each post, the greater the exposure. We encourage all board members to like and interact with our social media posts.
- **Resumption of in-person events:** Send us your photos of in person events! We love to highlight the fun events our networks are hosting around the globe.
- **Members in the news:** – We publish member news on a quarterly basis. Please send any news to news@iwirc.com. We always get great feedback on this publication and we want to showcase each of you. Recent promotion? New job? Family/personal news? Share it all!
- **Networks/regional events:** We also publish network news on a quarterly basis. Please send any news to news@iwirc.com. If your network had a good program - share it. We can all learn from each other!

We welcome ideas for new communications initiatives, so please share news and ideas at news@iwirc.com. We look forward to hearing from you!

Diversity Inclusion & Belonging Committee

- Selection of 4 Just the Beginning Foundation IWIRC Scholars
- Committee Calls (~every 2 Months)
 - Forming focus subgroups based on initiatives
- 2022 Initiatives
 - Crown Act Panel with Professor Greene
 - DIB Signature Panel Event
 - Social Media Posts with DIB Focus
 - Explore Liaison Opportunities with Other Committees, Networks & Organizations
 - Examine What DIB Means in Different Global Contexts & Digital World

Diversity Inclusion & Belonging Committee

- Increasing Diversity Awareness Across Organization & Globe
 - Spring Meeting Diversity Panel
 - Hong Kong Network International Women's Day / Break the Bias
 - Asia Leadership Board Operational Guide
 - Member Services Diversity Initiative
- Pooja Sinha & Melissa Hager

To: IWIRC Board
From: UNCITRAL Committee Directors (Carren Shulman & Tinamarie Feil)
Date: April 18, 2022

Our UNCITRAL group has had several Zoom meetings since our last report to discuss the status of current work and meet our newest members. While interest in joining the group has increased, we had the usual attendees at our Zoom meetings plus 3 new attendees.

At Debra Grassgreen's suggestion we pursued obtaining an invitation to Working Group II on Dispute Resolutions and are pleased to report that IWIRC is now an invited NGO to Working Group II. We made the list just in time to attend the colloquium at the end of March. A colloquium is a meeting of the WG plus members of the main UNCITRAL body during which members of the WG essentially pitch various topics to consider for future work. The colloquium this year addressed four main topics:

1. Developments in dispute resolution in the digital economy ("DRDE"), including the use of technology in dispute resolution and the need for new standards, as well as means to preserve the core principles of international dispute resolution given these developments;
2. Online platforms for dispute resolution and the need for legal standards that would apply to online platforms;
3. Technology-related dispute resolution, including the preparation of model provisions that could be used in the context of technology-related disputes or provisions to be incorporated by reference in dispute resolution clauses; and
4. Adjudication, its practical use, and the underlying legal framework.

Numerous delegates' remarks focused on the increasing digitalization in international dispute resolution and its disruptive aspects, particularly with respect to due process/fairness and data protection. Ensuring "digital neutrality," so that all litigants are on the same footing, is an important goal. There was a lot of debate among the delegates about whether the group should be preparing guidance or model legislation for adoption in the relevant areas of case management, online hearings, witness examination, mediation, etc. There was some concern that legislation would not be flexible enough to address rapid developments in technology and DRDE.

A report on the discussion, which lasted four and a half days will be provided to UNCITRAL for the summer meeting. Rachel Ehrlich Albanese and Susana Hidvegi-Arango attended the colloquium for IWIRC virtually, as the UN is still in hybrid mode. Approximately 150-200 people attended the colloquium each day.

Working Group V begins its review of the Choice of Law and Asset Tracing this week. The papers continue to evolve and are moving forward but will not be a topic for this summer's UNCITRAL meeting because they're not quite there yet. This session is also hybrid. Our members attending in person are Olya Antle (new member, DC), Karen Fellowes (Canada, never attended in person), and Carren Shulman. IWIRC members attending remotely are Bea Faneca (new member, Brazil) and Debra Grassgreen (CA). The next session is expected to be November in Vienna. We anticipate that a number of recommendations for changes and expansion of the current text will be submitted in the interim and there likely will be another expert meeting.

Report of IWIRC Ad Hoc Committee on Senior Professionals

The Ad Hoc Committee, created by the IWIRC Executive Board to examine the issues in the involvement and retention of more senior, experienced IWIRC members held a meeting by Zoom on April 6, 2022. Participants were Erica Beamer, Leanne Gould, Denise Dell-Powell, Susan Rhiel, Beverly Manne and Karen Bifferato. All are current and long-standing IWIRC members and have been in their area of practice for 20 or more years. I explained that the purpose of the Ad Hoc Committee was to consider (1) what IWIRC could do better as an organization to retain more experienced professionals as active members and (2) what more experienced members could “give back” to IWIRC - locally and nationally and how IWIRC could foster those efforts.

Each committee member was asked to give a little background about her past and current involvement in IWIRC and to answer the question “Why do you continue to belong to the organization?” Thoughts on the general questions outlined above were also mentioned, although a more thorough discussion will be had on a subsequent zoom meeting.

Several themes were evident as to why these members continued to pay dues: (1) Loyalty to the organization - a number of committee members were founding members of their local networks and felt a sense of loyalty to an organization which had fostered their early development in the profession; (2) camaraderie and relationships - more senior folks felt particularly isolated as women in their early careers and IWIRC was and continues to be a safe place for meeting and knowing other women in the field; (3) networking throughout their careers into the present; (4) paying back for the mentorship received in early career.

As to why members were less involved than many had been in the past, it can probably be best generalized as “priorities.” Connecting with younger members is a challenge for some. Network activities were not attractive to some. COVID pull back from in-person events makes restarting a bit more difficult. All were willing to get involved in activities where they were a contributor to the success of younger women and some already participate in those types of sponsorship and mentorships.

Our next task is to come up with a more specific list of actions that IWIRC might take to encourage participation by the senior group and what the group can contribute from their perspective.

Thanks for this opportunity to contribute
Mary Grace Diehl

IWIRC BOARD REPORT

APRIL 15, 2022

BY: VALERIE BANTNER PEO, GLOBAL NETWORKS DIRECTOR

Regional Directors Meeting:

- On January 26, the following Regional and Networks Directors met by zoom to discuss the unique opportunities and challenges facing our respective regions, and how the new role of Global Networks Director can support the networks. The following attended:

Aisling Dwyer – Asia Networks Director
Stuti Jain – Asia Regional Director
Kyla Mahar – Canada Regional Director
Jo Hewitt – Europe Networks Director
Rita Gismondi – Europe Regional Director
Beatriz Faneca – Latin America Regional Director
Tara Schellhorn – U.S. Networks Director
Jodi Dubose – At Large Director (US)
Valerie Bantner Peo – Global Networks Director

- I met individually with Margo MacInnis, Caribbean Regional Director, and joined a meeting of the Latin America Network Directors led by Regional Director Beatriz Faneca.
- The group discussed launching a companion IWIRC conference with a more global focus, to be coordinated with the annual INSOL conference. This year is in London; the European network is organizing an IWIRC happy hour.
- I put together a Whats App Group of each of the Regional and Network Directors so that we can easily connect and share ideas.

2022 Global Network Chair Meetings:

- Given the time differences and unique posture of the different regions, the Regional Directors concluded that Canada, Caribbean and Latin America would continue to join the quarterly US Networks calls. Asia and Europe are welcome to join the US meetings if they wish, but will focus on their own quarterly meetings.
- The Networks Chairs meetings held at the Spring and Fall IWIRC conference will be tailored to the global membership; recognizing that the time difference will make it difficult for all networks to participate.

- US Networks Director Tara Schellhorn and I prepared an agenda for the April 27 Network Chairs meeting; the theme is “Re-Engaging in a Hybrid World.” The meeting will feature three breakout discussion groups, focused on re-engaging membership and board participation, re-engaging in business development, and re-engaging in mentorship.
- The goal is to support all IWIRC networks, give IWIRC members an opportunity to network outside of their individual networks through regional events and network meetings, and build a leadership pipeline from the network level to the Board.

Aligning With Complementary Board Roles

- *New Networks Directors* – on January 21, I met with New Networks Directors Blanche Zelmanovich and Nyana Miller. We discussed how the Global Networks Director might support the New Networks Director’s charge of growing IWIRC in particular by identifying existing events, such as INSOL, which IWIRC might leverage to grow its presence in that region.
- *Diversity Inclusion & Belonging* – I reached out to DIB co-chairs Melissa Hagar and Pooja Sinha to schedule a call to discuss how our roles might complement one another.

Aligning With Complementary Organizations

- *TMA & TMA Now* – I had a call with Janey Mitnick, TMA President and with Anne O’Donnell, TMA Now Co-Chair. We discussed the challenges and opportunities that confront a global networking organization and loosely discussed ways in which IWIRC and TMA Now might partner on events and mentorship programs.

IWIRC Asia: Report of the Asia Team

16 April 2022

Asia Leadership team - current members:

1. Stuti Jain, Asia Regional Director (“**SJ**”) (Singapore)
2. Aisling Dwyer, Asia Networks Director (“**AD**”) (Hong Kong)
3. Veronica Chan, Asia Regional Vice Director – Programming (“**VC**”) (Hong Kong)
4. Catherine D'Alton, Director-At-Large (“**CDA**”) (Singapore)
5. Pooja Mahajan, Asia Regional Vice Director – Membership (“**PM**”) (India)
6. Upasana Rao, Director-At-Large (“**UR**”) (India)
7. Aruni Weerasekera: Member, Advisory Council (“**AW**”) (Hong Kong)
8. Pooja Sinha, Diversity, Inclusion & Belonging Co-Director (“**PS**”) (Singapore)
9. Eloise Matsui, Vice Finance Director of the Executive Committee (“**EM**”) (Hong Kong)

1. Asia meetings/ events since last Board Report

- ◆ **IWIRC Asia Leadership Meetings:** The first meeting took place on 17 January 2022 and the second on 7 March 2022. The team discussed plans for IWIRC Asia programmes and shared updates on Asia networks
- ◆ **IWIRC ASIA Network Chair calls:** One call per quarter is proposed. The first call was held on 15 March 2022 and saw attendance of chairs and co-chairs from different networks. Discussions included introduction to new network chairs and network, update on Asia events and individual network events and membership issues. Next chair call is proposed for July 2022.
- ◆ **IWIRC Asia Conference:** The Team is of the view to hold an Asia conference in Q3 with Singapore as the anchor network on account of relatively less travel restrictions. The current plan is for an in-person event in Singapore with a hybrid option for elsewhere.
- ◆ **WOYR 2022:** Planning for Asia WOYR has started, with award to be presented at the Asia Conference and a sponsor is already secured. Tentative plan is to invite nominations from early June to end July.

2. Material Updates for Asian Networks

• Hong Kong network

- ◆ The HK Network had its AGM in December 2021 and a new board is now in place.
- ◆ Given the covid restrictions in Hong Kong, no physical events have been possible for the first quarter of 2022.
- ◆ On 9 March 2022, the Hong Kong network organised a virtual lunchtime panel discussion, centered around this year’s International Women’s Day campaign theme #BreakTheBias. The panel included IWIRC Asia Board members Aruni Weerasekera and Pooja Sinha along with Colette Wilkins QC (Walkers)

and Mustafa Hadi (BRG, Greater China). The panel was moderated by Emily Tillet (Burford Capital and a member of award-winning initiative "The Equity Project"). The panel discussed this year's IWD theme and shared knowledge and experience of how they have contributed to "Breaking the Bias". The session was complimentary for members of other Asia networks and saw attendance from other networks as well.

- ◆ The HK Network hosted an evening virtual networking event on 12 April 2022 taking the form of a zoom meet and greet with a quiz.

- **Singapore**

- ◆ Singapore held its AGM on 8 April 2022 and a new Board is now in place.
- ◆ IWIRC Singapore network will be the network sponsor for the annual SG insolvency conference.
- ◆ The Board will also be the anchor network for the Annual IWIRC Asia Conference. Network may also have the annual Black Tie event at the same time.
- ◆ Given continued relaxation in COVID restrictions, the Board plans to resume in-person networking events.
- ◆ There are certain compliance challenges with the Registrar of Societies, which are under review by the new board.

- **Malaysia**

- ◆ Given the continued number of Covid-19 cases, it has been difficult to plan & host events.

- **India**

- ◆ The India Network had its AGM on 16 February 2022 and a new board, including 2 new board members is in place.
- ◆ IWIRC India organised a virtual session on "Demystifying the Saga of Valuation – New age Companies, Startups and Goodwill" on 4 March 2022. The session was organised in collaboration with INSOL, IBC Laws, MCCI and NCLT Kolkata Bar Association. The session saw good attendance and was well received.
- ◆ IWIRC India has proposed to hold monthly study circles, with members and special invitees, to discuss topical issues in Indian insolvency space. The first study circle was virtually organised on 7 April 2022 on 'Related Parties in IBC' and was led by Anagha Anasingaraju, one of the two new board members. The session saw a total of around 25 participants, both members and friends of IWIRC India network.
- ◆ IWIRC India is planning an in-person event end of May in New Delhi. This is proposed to be half day event with close to 100 participants including insolvency professionals, lawyers and judges. The event will include a panel

discussion with insolvency judges. The India team is working out the logistics of the event.

- ◆ As part of IWIRC D&I initiative, IWIRC India is planning to take on an underprivileged law student as “Virtual IWIRC intern” for 3 months which could involve assisting with the newsletters, among other things.

- **PRC**

- ◆ Following an AGM on 30 December 2021, new members have been appointed to the Board.
- ◆ The Board has planned their first physical Afternoon Tea Networking Event on 22 April at Allen & Overy’s offices in Beijing.

- **Korea**

- ◆ The continued state of lockdown in Korea has made it extremely challenging for the network. The plan is to rebuild the board post COVID. A call with the c-chairs to discuss this has been scheduled for after Easter.

- **Indonesia**

- ◆ Indonesia became the 8th Asia network effective 13 September 2021. The Board has planned a launch event end of May. This is likely to be a fireside chat with 2 Jakarta based women professionals on their journey in restructuring. It is proposed to have this as a live event in Jakarta with a virtual link to a Singapore based boardroom.

- **Japan**

- ◆ No material update.

3. New networks Update

Some members from Asia team had a call with International's New Networks’ Chairs about the feasibility of networks in New Zealand and Australia. On discussing, it seems there wasn’t sufficient interest at this time in either jurisdiction, save an occasional query from both places. Given both jurisdictions already have functioning insolvency organisations for women, it was decided that it did not make sense to try and push through another organisation where there was no real demand. The team will revisit this if the situation changes.

4. Other Initiatives/Updates (Ongoing and Planned)

- **Administration**

- ◆ The Asia Leadership Board has compiled a Operational Guide for its networks, which includes an AGM pack (including sample minutes, cover letter, nomination form etc.) as standard resources for reference geared towards networks based in Asia. The latter has been uploaded on to the IWIRC website.

To: IWIRC Board of Directors

From: Margot MacInnis, Caribbean Network Director

Re: Activities in Q1 2022 for developing Caribbean networks:

Date: 20 April 2022

Progress Since last meeting:

- BVI - a number of law firms and Insolvency Practitioners have come together to create a new IWIRC chapter including Kalo, Grant Thornton, Mourant, Harneys and Bedell Cristin. They are planning a kick off event but have not confirmed the date and are still working on getting the entity incorporated and established.
- Bermuda – I spoke to a female attorney with Conyers and she has reached out to a number of senior women in law firms and insolvency firms. While there is interest in Bermuda, it seems someone at Deloitte is spearheading a Women in Insolvency and Restructuring network event. I have agreed to connect with the attorney after the event (scheduled for April 21) to find out if there is interest in establishing a chapter of IWIRC.
- Bahamas – there are a few senior insolvency attorneys who are keen to set up a chapter and they have been provided with the materials to put together the proposal.
- Continuing to attend the New Network sub committee meetings and participating where possible in the development of new networks in other countries such as Australia, South Africa and Caribbean. This subcommittee continues to support the efforts of the Regional directors to develop interest in IWIRC.

- Events:
 - Insol Europe – IWIRC Europe hosted a panel and networking breakfast at Insol Europe in Dublin in March. The panel was well attended with over 100 attendees and the breakfast (despite being at 7:30am on Saturday!) had c.50 attendees from across Europe. Rita Gismondi is discussing further collaboration with Insol Europe at the event in Dubrovnik conference in October 2022.
 - Bi Monthly member virtual catch-ups continue to be held and are well attended
 - IWIRC Europe is looking to host drinks at Insol in London in June 2022 (being mindful of the IWIRC London breakfast being hosted)
 - Planning is underway for a virtual Be Inspired event in June
- New Networks
 - IWIRC Scotland was launched last month and their official launch event is this week (21 April)
 - IWIRC Channel Islands are aiming to launch in September 2022 (to take advantage of the Insol Channel Islands conference at that time)
 - Discussions are ongoing re new networks in the Netherlands and Cyprus

Kind regards

Jo Hewitt and Rita Gismondi

IWIRC - LATIN AMERICA'S REPORT

April 1st, 2022.

LATIN AMERICA NETWORKS:

NETWORK	EXTENSION	CREATION	MEMBERS
Brazil	Brazil	2018	44
Latin America	Argentina, Chile, Columbia, Dominican Republic, Gatemala, Panama and Uruguay	2020	16
Mexico	Mexico	2021	13

1) LAST UPDATE (Jan/22):

BRAZIL: Network's 3rd International Conference (online) held on September 14, 16, 21 and 23. IWIRC members from Brazil, Mexico, China, US and Singapore spoke at the event, in a conference with 85% of female panelists (first ever in Brazil) | Board of Directors - October 21st - reelected the board for a second term | Happy Hour on December 15th – first in person (post COVID) event held by local Network.

LATIN AMERICA: October 7, 2021 - Board of Directors Meeting | October 14, 2021 - Event IWIRC Ontario and IWIRC Latin America - Building Relationships - 2021 and Beyond | November 22, 2021 - Directors Planning Meeting (Purposes and Objectives) | November 26, 2021 - Directors Meeting (Review statutes and rules) | November 30, 2021 - Event IWIRC - CYBERSECURITY | December 14, 2021 - Directors Planning Meeting (Purposes and Objectives)

MEXICO: has been approved as IWIRC's 50th Network, as of November/2021.

II) April 2022 UPDATES:

BRAZIL: recent events – since January 2022:

Happy Hour to Celebrate International Woman's day - March 8 (in person) | Online Training: Creating a Magnetic Personal Brand by Patricia Bianco (members only) – March 9 | Online Conference: Gender Interactions in the Academic Environment by Professor Sheila Neder Cerezetti and Isabelle Ogloyan (available to the public) – March 10 | Presentation to INSPER's students on Woman's career (With board members: Juliana Sato, Liv Machado and Tatiana Flores – in person) – March 23.

Next events: IWIRCases Program (relevant practical cases involving IWIRC members round table discussions, available for IWIRC Members only). First event will be regarding 1st Cross Border Insolvency procedure taken in Brazil, conducted by member Ana Carolina Monteiro | 4th IWIRC Brazil Annual Conference (in person) – August 25.

LATIN AMERICA: recent events – since January 2022: January 27, 2022 - IWIRC Event with the purpose of inviting new members and making plans for 2022 | February 3, 2022 - Board of Directors Meeting | March 3, 2022 - Board of Directors Planning Meeting.

Next events: 1. Advance English Course: 2nd Edition | 2. A Latam gathering in IWIRC in person conference on October | 3. Artificial Intelligence: A potential event organized together with *Universidad de los Andes* in Colombia. | 4. Seminar program or a cycle of panels (online). | 5. Soul.com - Social Event | 6. Events with other networks: Brazil, UK, NY, FL, Delaware, Texas, and Asia | 7. Panel regarding the protection rights of local creditors in Chapter XI in the US. Analysis of protection rights, creditors participation in the committee and recognition of foreign representatives.

Other projects for 2022: 1. Collaborate in the preparation of a Glossary of Insolvency terms | 2. Second Publication of Insolvency Now (Jurisdictions and theme to be defined) | 3. Enhance our Social Media presence, and publish our vision, mission, and objectives | 4. Hold a series of conferences in alliance with educational institutions (universities) with the aim of making IWIRC Latin America known and attracting new members.

MEXICO: recent events – since January 2022:

On March 8, 2022, the members of the board had our first annual meeting.

Next events: April 5th, 2022, we will have breakfast. Network has invited three lawyers of the Judicial Power who were involved in the creation of the new Courts specialized in Bankruptcy. The opportunity will be taken to celebrate Network's recent creation, and members will be informed of goals for this year and upcoming events to all members | The plan is to hold an event every two months in 2022, board is still defining topics but these are some ideas: [1] June 6-10, 2022 - Be Informed - Webinar with women registered as specialists before the Institute of Insolvency Experts (*Instituto Federal de Especialistas de Concursos Mercantiles*), in which is intended for them to talk about their role as specialists and the barriers they have found and overcome as women in this area of law.

August 1-5, 2022 - Be Connected - Webinar Networking/happy hour. We are currently contacting other networks to organize a happy hour videoconference. [2] October and November 2022 - Be Informed - Webinar/In-Person. We have the following ideas for different conferences: (a) Recent Uncitral Model Law Discussions; (b) Precautionary measures; (c) Creditor Fraud (Criminal Matters); (d) Compliance; (e) Crisis management. [3] December 5-9, 2022 - Be Inspired - Webinar/In-Person: (a) Yoga or kick boxing class; (b) Motivational coaching, closing of the year, goals, purposes; (c) Finance/Cryptocurrency Conference. [4] Other Projects for 2022 - Another goal for this year is to consolidate our Network and team and look for more presence in specialized courses in commercial bankruptcy, where our members participate as speakers.

connecting women worldwide

IWIRC BOARD REPORT

APRIL 20, 2022

TARA SCHELLHORN, U.S. NETWORKS DIRECTOR

JODI DUBOSE, AT-LARGE DIRECTOR

2022 Network Chair Meetings

- In coordination with Valerie Banter Peo, Global Networks Chair, we developed the following scheduled for U.S. Network Chair Meetings:
 - February 23 (Virtual)
 - April 27 (In Person D.C. Meeting)
 - June 28 (Virtual)
 - October 18 (In Person Orlando Meeting)
 - December (Virtual)
- Jodi Dubose, who is serving as an At-Large Director on the International Board this year, volunteered to assist with the U.S. Network Chair meetings and related issues. Tara and Jodi have been collaborating ever since on all things U.S. Networks.
- February 23, 2022 U.S. Network Chair Meeting: Programming Workshop
On February 23, 2022, Tara and Jodi lead a workshop for U.S. Network Chairs focused on Programming. The meeting began with a short welcome from Jennifer Kimble. After Jodi provided an overview, Network Chairs heard updates from Rebecca Redwine and Chrissy Sanfelippo, U.S. Program Committee Co-Directors, about International Programming and the upcoming Spring Meeting. Next, Terri Jane Freedman, Vice Director of Regional Programming, outlined the Regional Programming Initiative, which seeks to pair interested Networks for virtual programming events. Following these presentations from International Board Members, certain network chairs highlighted the regional conferences scheduled for this year including IWIRC on Ice, IWIRC at the Shore, and IWIRC on the Bayou. We then moved to break-out sections for the chairs to separately discuss programming questions and report back to the larger group.

Regional Director Meeting

- In January, Tara and Jodi participated in a call with Valerie and the other Network/Regional Directors. We discussed coordination of network chair calls across regions and also received updates on what was happening in each region.

New/Struggling U.S. Networks:

- As a result of efforts last year, the KIT (Kentucky, Indiana, Tennessee) Network is now up and running. In January, Shari and Tara spoke with Lorena Laks, a member of the Oklahoma Network who was interested in revitalizing the network. (It was established in 2018 and lost focus/leadership during the pandemic.) Lorena has now become chair of the Oklahoma Network and is actively working to grow it. Additional follow up is needed to determine the status of efforts to revitalize the NEON Network.

Regional Partnerships:

- Terri Freedman, Vice Director of Regional Programming, hosted a call for the Regional Planning Committee on April 1. We are working to support Terri in whatever way we can with the Regional Programming Initiative.

Annual Reports:

- Valerie, Tara and Jodi assisted Jenny with revising the annual report. Hopefully most, if not all, have been submitted by our Networks at this point!

To: IWIRC Board of Directors

From: Blanche Zelmanovich, Co-Director of New Network and Regional Development
Nyana Miller, Co-Director of New Network and Regional Development

Board Meeting Date: April 27, 2022

Re: New Networks and Regional Development Committee Report

The Committee is focusing on the following objectives this year:

a. Potential New Networks in New Regions

The committee is primarily responsible for launching new networks in new regions in which IWIRC does not already have a presence. We identify locations for new networks both reactively (someone reaches out to us regarding a new network) and proactively (we identify locations where we have IWIRC members or other IWIRC connections). The committee is working with connections in the following countries as potential locations for new networks:

- i. Dubai/UAE
- ii. New Zealand
- iii. Australia - IWIRC founded a network in Australia many years ago, however that network has since disbanded. In 2021, we received interest to restart the IWIRC Australia network.
- iv. South Africa
- v. Lebanon

b. Potential New Networks in Existing Regions

The committee also assists with launching new networks in regions in which IWIRC already has a presence. Each of these regions has regional/network directors who are primarily responsible for new networks in their regions, but our committee assists the regional/networks directors as needed. The committee is working with regional/network directors and/or has identified the following as potential locations for new networks:

- i. Europe
 1. Scotland – Recently launched
 2. Portugal
 3. Ukraine
 4. Netherlands
 5. Channel Islands
 6. Cyprus
- ii. Asia
 1. TBD
- iii. Caribbean
 1. BVI
 2. Bahamas
 3. Bermuda

- iv. Latin America
 - 1. TBD
- v. U.S.
 - 1. Pacific Northwest (Washington/Oregon)
 - 2. Nevada

c. IWIRC Promotion in Countries without an IWIRC Network

The third objective of the committee to promote IWIRC in countries without an IWIRC network. We don't necessarily need to launch a new network in a new country/region, we could just start by adding new members or holding events in the new country/region until there is enough support and momentum for a new network.

- i. Consider conference participation: sponsor happy hour, panel; have IWIRC attendees serves as ambassadors. We continue to review III and INSOL schedule of conferences to identify if there are any conferences in countries without an IWIRC network that we may want to participate in.
- ii. Connect members, that are in the process of creating a new network, that maybe attending an international event connect with existing IWIRC members. If you are attending a non-IWIRC conference and want to lend a hand, please let us know.

I am working with Judges Mildred Caban, Deborah Thorne, Beth E. Hanan, and Linda Kobert in the NCBJ outreach program. As part of the program, we are coordinating to visit a local school which received many of the students from PR displaced by Hurricane Maria. The details that we have been able to coordinate is the following:

- **Event Date:** October 21, 2022, at noon
- **Speaker:** Justice Sonia Sotomayor
- **Location:** Cypress Creek High School
- **Schools:** Students from Cypress Creek High School, and Meadow Woods Elementary
- **Book Titles &Quantities:**
 - *My Beloved World* 50 English/50 Spanish TL 100
 - *The Beloved World of SS* 50 English/25 Spanish TL 75
 - *Just Ask* 70 English/70 Spanish TL 140
 - *Turning Pages* 70 English/70 Spanish TL 140
 - Total Number of Books: 455 books
- **Costs:**

Book Title	Firstbook	Amazon	# needed	Firstbook total cost	Amazon total cost
<i>My Beloved World</i>	n/a	\$16.00	100	n/a	\$1,600
<i>The Beloved World of Sonia Sotomayor</i>	\$2.65 - \$4.05 (used vs new)	\$9.00	50	\$202.50	\$450.00
<i>Turning Pages: My Life Story</i>	\$6.75 Spanish version only	\$12.00	40/ 20 each E & S	\$135.00 spn only	\$480. eng only
<i>Just Ask!: Be Different, Be Brave, Be You</i>	\$6.75 Spanish & English	\$11.00	70 each E & S		\$1,540.00

- **Role of NCBJ Judges at the Event:** Will judges be invited to participate at the school? Some Judges will be invited to participate.
- **Role of IWIRC: Some members of IWIRC will be invited to attend.** If Iwirc can contribute any amount that could be used to help to cover the expense of the books *Turning Pages* and *Just Ask*, which amount to \$2,155.00

Through the judges’ generosity in the registration process, the NCBJ appears to be raising the funds to cover the first two books. Without asking as ethically they cannot make any request; we are checking whether an organization would be interested in covering part or the entire cost of the last two set of books described in the table above. The total cost of those two books that haven’t been covered yet is approximately \$2000, but the judges are still registering for the program.

Let me know if you have any suggestions or ideas on whether this would be feasible and how to work to help with this outreach.

Sonia E. Colón, Esq.



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**SIXTH AMENDED AND RESTATED BY-LAWS
OF THE INTERNATIONAL WOMEN'S
INSOLVENCY & RESTRUCTURING CORPORATION
Approved October 5, 2021**

ARTICLE I. NAME AND PRINCIPAL OFFICE.

- Section 1. *Name.* The name of the Corporation will be International Women's Insolvency & Restructuring Corporation d/b/a International Women's Insolvency & Restructuring Confederation (hereinafter referred to as "IWIRC" or the "Corporation").
- Section 2. *Principal Office.* The registered office of the Corporation will be in the State of New York. The principal office will be fixed and located at such place as the Board of Directors shall determine.

ARTICLE II. NON-PROFIT STATUS, GOALS, AND PURPOSES.

- Section 1. *Nonprofit Status and Organization.* The Corporation is a non-profit Corporation exempt from federal taxation under Section 501(c)(6) of the Internal Revenue Code of 1986 (26 U.S.C. §§101 et seq., as amended from time to time), and is organized under the laws of the State of New York.
- Section 2. *Goals and Purposes.* The goals and purposes of the Corporation shall be to: (a) promote women in restructuring-related professions; and (b) provide opportunities for education, business development, leadership, advancement and mentoring to women in restructuring-related professions.

ARTICLE III. MEMBERS.

- Section 1. *At-Large.* The Corporation shall have individual members who shall have ultimate authority over the affairs of the Corporation. However, the Board of Directors (as described in Article V) shall have authority to operate the Corporation within a structure sanctioned by the members.
- Section 2. *Eligibility.* Eligibility for individual membership in the Corporation shall extend to persons of any gender employed in restructuring-related professions including, without limitation, lawyers, accountants, workout officers, turnaround management professionals, judges, financial advisers, professors, legislators, consultants and students.

- Section 3. *Other Classes of Members.* The Corporation may establish other classes of individual, corporate, and/or organizational members whose authorities, benefits and eligibility shall be determined by the Board of Directors.
- Section 4. *Individual Membership Dues and Good Standing.* The Board of Directors, by a minimum of two-thirds affirmative vote of the whole number of the Board of Directors, shall determine the structure and amount of individual membership dues. A member-in-good-standing is an individual who is certified by the Corporation as having paid their dues for the current membership year.

ARTICLE IV. NETWORKS.

- Section 1. *Authority and Organization.* The Executive Committee shall have the sole authority to establish and charter the formation of individual Networks to further the purposes of the Corporation, and to determine the terms of Network affiliation, membership and operating guidelines. Except as otherwise provided by applicable law, the Networks are separately chartered entities that operate as authorized divisions of the Corporation. (Rules of Operation covering the operation and governance of the Network are annexed as *Exhibit A*).
- Section 2. *Rules of Operation.* The Executive Board shall establish Rules of Operation for the formation and governance of individual Networks, which shall be reviewed and updated periodically at the sole discretion of the Executive Board and approved by the Board of Directors. To the extent necessary to maintain the goals and purpose of the Corporation, a Network may request a waiver of certain provisions of the Rules of Operation from the Board of Directors of the Corporation, which waiver may be granted in the sole discretion of the Board of Directors.
- Section 3. *Network Governance.* Members of a Network have the authority to elect officers and directors of their primary affiliated Network, and through them, subject to the Rules of Operation, to agree how the Network will be governed and operated to serve the goals and purposes of its affiliated members. Duly elected Network leadership has the responsibility to hold events or activities for the benefit of members and to recruit new members; to maintain regular contact with affiliated members; to maintain regular contact with the Board of Directors of the Corporation and participate in IWIRC's business.
- Section 4. *Other Affiliations.* The Corporation may enter into affiliations with other organizations or entities to help carry out the purposes of the Corporation. The Board of Directors shall have the sole authority to determine terms and conditions of such affiliations.

Section 5. *Affiliation with a Network.* Members of the Corporation may be affiliated with more than one Network without an additional membership charge. However, dues rebates will only be payable to the Member's primary affiliated Network. The Executive Committee shall establish rules and procedures governing any rebate of the membership fee to any network from time to time.

ARTICLE V. BOARD OF DIRECTORS.

Section 1. *At-Large Powers.* The property, affairs and business of the Corporation will be managed by a Board of Directors (hereafter, the "Board" or the "Directors") under a structure and terms determined by the members.

Section 2. *Property.* No Director will have any right, title or interest in any property or asset of the Corporation.

Section 3. *Composition.* Each member of the Board shall be a Director of the Corporation. The Board shall be composed of the Officers (as described in Article VI), the Management Committee (as described in Article VII), and the At-Large Directors (as described in (as described in Article VIII)). The Immediate Past Chair of the Corporation shall also serve on the Board. All Directors or Vice Directors, whether elected or appointed, must be members-in-good-standing of the Corporation.

Section 4. The Executive Committee shall have the authority to appoint up to two (2) additional At Large Directors for a one-year term to the Board in order to advance the mission of the Corporation.

Section 5. *Election.* The Board shall be elected as described in Article XI.

Section 6. *Place of Meetings.* The Board may hold its meetings at any location it chooses (and may choose to do so via electronic communications as provided in Section 8 of this Article).

Section 7. *Regular Meetings.* Regular meetings of the Board will be held at least quarterly and may be conducted telephonically or through video conferencing and at a time and place determined by the Board. Verbal or written notice of regular meetings will be given at least ten (10) days prior to any regular meeting.

Section 8. *Special Meetings and Notice.* Special meetings may be called by the Chair or by twenty-five percent (25%) or more of the whole number of Directors. Notice of special meetings will be mailed by electronic means to each Director's last known email address at least five (5) days before the day of the meeting, or delivered personally or by telephone or other electronic means, no later than two (2) days before the meeting. The notice must include the time and place of the meeting, but need not state the purpose

except as provided in Section 9 of this Article and Section 4 of Article VI. Any meeting of the Board will be a legal meeting, without any notice having been given, if all of the Directors then in office are present at the meeting or waive such notice in writing before, at or after the meeting.

Section 9. *Electronic Communications.* Directors may participate in meetings of the Board through conference telephone, video or other such electronic communication device, providing that all participating Directors can hear one another and that applicable law allows for such meetings.

ARTICLE VI. OFFICERS.

Section 1. *Number.* The Officers will be the Chair, Vice Chair, the Secretary, the Finance Director, the Vice Finance Director, and the Immediate Past Chair; and these Officers shall comprise the “Executive Committee.”

Section 2. *Election, Term of Office and Qualifications.* All Officers will be elected by the Board from nominees recommended by the Nominating Committee. Except in the case of Officers installed under the provisions of Section 5 of this Article, each Officer will hold office for one year with terms commencing January 1 and until a successor is duly elected and qualified, or until death, or resignation, or removal in the manner herein provided. Only members in good-standing who have previously served on the Board may be Officers absent a majority vote of the existing Board not to enforce this requirement in a particular year. Further, Officers shall serve no more than six consecutive terms as an Officer of the Board, (not including any term as an At-Large Director or member of the Management Committee other than as an Officer) absent a majority vote of the existing Board not to enforce these limitations.

Section 3. *Resignations.* Any Officer may resign office by giving written notice to the Chair, Vice Chair, Secretary, Finance Director or Vice Finance Director. Any resignation will take effect at the time specified and the acceptance of the resignation shall not be necessary to make it effective.

Section 4. *Removal.* Any Officer may be removed, with cause, at any time. Removal requires a vote supporting removal by majority of the whole number of the Board present at a special meeting called for that purpose. Proper notice must be given in writing ten (10) days prior to the special meeting. Any resulting vacancy will be filled in the manner specified in Section 5 of this Article.

Section 5. *Vacancies.* A vacancy in any office will be filled for the unexpired portion of the term by election of the Board.

Section 6. *Chair.* The Chair conducts the meetings of the Corporation and has primary responsibility for the at-large welfare of the Corporation. The Chair is

responsible for the administration of IWIRC, policy development and public media relations. The Chair coordinates and oversees in At-Large the programs, projects and initiatives of IWIRC. The Chair also coordinates the relationships of IWIRC with other insolvency organizations. The Chair serves on the Executive Committee.

- Section 7. *Vice Chair.* In the absence of the Chair, the Vice Chair shall preside over meetings of the Corporation. The Vice Chair assists the Chair in overseeing the current programs, projects and initiatives of IWIRC. In addition, the Vice Chair develops new projects and coordinates with the Board or as otherwise directed by the Chair. The Vice Chair is also a member of the Executive Committee.
- Section 8. *Secretary.* The Secretary is responsible for the reporting of IWIRC. The Secretary maintains the minutes and records of the Board and Executive Committee meetings. The Secretary is a member of the Executive Committee. The Secretary, with the assistance of the applicable Officers or committees, shall assume the responsibility for ongoing governance, including preparing for and managing the election process, thinking about succession issues, and making sure our bylaws, membership and marketing materials are accurate.
- Section 9. *Finance Director; Vice Finance Director.* The Finance Director and Vice Finance Director are members of the Executive Committee and shall be responsible for financial oversight, including facilitating the annual audit and the filing of the annual tax return, investments and developing, increasing and sustaining sponsors for the Corporation. The Finance Director with the assistance of the Vice Finance Director shall develop sponsorship levels and benefits for new sponsors of the Corporation as an organization as well as for international events and assist in the preparation and oversight of the Corporation's budget. The Finance Director and Vice Finance Director may choose to create a committee to assist them.
- Section 10. *Immediate Past-Chair.* The Immediate Past-Chair is a member of the Executive Committee and shall be responsible for chairing the Nominating Committee and serving as a liaison to the Advisory Counsel. The Immediate Past-Chair shall also work with and assist the Executive Committee and the Chair with directives in furtherance of the mission and affairs of the Corporation. The Immediate Past-Chair is a member of the Executive Committee.
- Section 11. *Other Officers, Agents and Employees.* The Corporation may have other officers, agents and employees as may be deemed necessary by the Board. Each shall hold office or employment at the pleasure of the Board and shall have such authority, perform such duties and receive such reasonable compensation, if any, as a majority of the Board may, from time to time, determine. To the fullest extent allowed by law, the Board may delegate to any

employee or agent any powers possessed by the Board and may prescribe their respective titles, terms of office, authorities and duties.

ARTICLE VII. MANAGEMENT COMMITTEE

- Section 1. *Composition of Voting Members.* The voting members of the Management Committee shall consist of the Executive Committee, the Asia Networks Director, Europe Networks Director, U.S. Networks Director, Asia Regional Director, Canada Regional Director, Caribbean Regional Director, Europe Regional Director, Latin America Regional Director, Global Networks Director, Communications Co-Directors, Member Services Director, U.S. Program Committee Co-Directors, Diversity, Inclusion & Belonging Co-Directors, and the Strategic Director.
- Section 2. *Composition of Non-Voting Members.* The following positions will be included in the Management Committee as non-voting members: UNCITRAL Committee Co-Directors, Vice Director of Budget and Analytics, Vice Director of Fall Programs, Vice Director of Spring Programs, Vice Director of Regional Programming, Vice Director of Member Services, Vice Director of Leadership Programming, New Network and Regional Development Co-Directors, Asia Regional Vice Director of Programming, Asia Regional Vice Director Membership, Vice Director of Communications and News, Vice Director of Social Media, and the Rising Star Finalist from the previous year.
- Section 3. *Election, Term of Office and Qualifications.* All Management Committee Directors that are not Officers (excluding Advisory Council Members) shall be elected and serve a one year term and be elected in accordance with Article XI. Qualifications for consideration shall be as established and approved by the Executive Committee.
- Section 4. *Resignations.* Any Management Committee member may resign their office by giving written notice to any member of the Executive Committee. Any resignation will take effect at the time specified and the acceptance of the resignation shall not be necessary to make it effective.
- Section 5. *Removal.* Any Management Committee member may be removed, with cause, at any time. Removal requires a vote supporting removal by majority of the whole number of the Board present at a special meeting called for that purpose. Proper notice must be given in writing ten (10) days prior to the meeting.
- Section 6. *Vacancies.* The Executive Committee shall fill any vacancy in the Management Committee positions. A Management Committee member selected to fill such vacancy shall serve the unexpired term of that position.

ARTICLE VIII. AT-LARGE DIRECTORS.

- Section 1. *Election and Appointment.* The At Large Directors ("At Large Directors") shall consist of twelve (12) members of the Corporation elected by the

Members pursuant to Article XI, plus up to two (2) members appointed by the Executive Committee. The At Large Directors elected by the Members, shall serve two-year terms.

- Section 2. *Term.* Each elected At-Large Director shall serve a term of two years and until a successor is duly elected and qualified, or until death, or resignation, or removal in the manner herein provided. At-Large Directors shall serve no more than two consecutive terms as an At-Large Director of the Board absent a majority vote of the existing Board not to enforce this limitation. The terms of one half of the elected At-Large Directors shall be staggered to begin and end in alternate years.
- Section 3. *Resignation.* Any At-Large Director may resign at any time by giving written notice to the Chair or to the Secretary. The resignation takes effect at the time specified by the At-Large Director and the acceptance of the resignation is not necessary to make it effective.
- Section 4. *Vacancies.* The Executive Committee shall fill any vacancy in At-Large Director positions. An At-Large Director selected to fill such vacancy shall serve the unexpired term of that position.
- Section 5. *Removal.* Any At-Large Director may be removed, with or without cause, at any time by majority of the membership. The Board may remove an At-Large Director for cause by a vote supporting removal by majority of the whole number of the Board present at a special meeting called for that purpose. Proper notice must be given in writing ten (10) days prior to the meeting. Any resulting vacancy will be filled in the manner specified in Section 8 of this Article.
- Section 6. *Duties.* The At Large Directors shall volunteer or be assigned by the Executive Committee to such tasks or responsibilities as may be identified or determined from time to time. Each At Large Directors shall serve on at least one standing committee.

ARTICLE IX. BOARD COMMITTEES.

- Section 1. *Executive Committee.* The Executive Committee shall be composed of the Officers of the Corporation and is authorized to conduct the affairs of the Corporation between meetings of the Board. Any action taken by the Executive Committee is subject to review and change by the Board.
- Section 2. *Standing Committees.* The standing committees of the Corporation shall be a Program Committee, one or more Network Committees, a Communications and News Committee, a Member Services Committee, a Diversity, Inclusion & Belonging Committee and a Finance Committee. Other standing committees may be established by majority vote of the Board. The Committees shall be chaired by the respective Director positions.

- Section 3. *Program Committee.* The Program Committee will recommend to the Board substantive IWIRC programs and projects, as well as topics and agenda items for IWIRC events. The Program Committee develops, on an annual basis, the IWIRC Fall Conference and the IWIRC Spring Meeting. The Program Committee may perform additional duties and functions as designated from time to time by the Board.
- Section 4. *Member Services.* The Member Services Committee builds member recruiting and retention programs, assumes responsibility for the mentoring program, surveys members to develop additional benefits, and develops the IWIRC speakers bureau and other professional development strategies for members.
- Section 5. *Communications and News Committee.* The Communications Committee is responsible for executing a proactive media relations strategy, including preparing and distributing press releases, seeking opportunities for officers of IWIRC to speak to the media or to relevant organizations or meetings, and for regular communication with members, including overseeing the preparation and publication of IWIRC e-newsletters and periodic bulletins. The Communications Committee will also assist in social media or other online communications/ marketing, including maintaining the IWIRC website through regular updates to content and periodic structural updates, as necessary and agreed by the Executive Committee. In addition, the Communications Committee shall be responsible for management of online directory and website, conducting external surveys for public relations purposes, and will be the keeper of the IWIRC brand.
- Section 6. *Network Committees.* The Network Committees promote new and assist existing Networks, provide input on network grant requests, convene network chair meetings, develop network toolkits to help new Networks with recruiting, event planning and communications and promote the benefits of IWIRC membership. The Network Committees will also identify geographic areas for new networks and stimulate interest in those areas and drive the process to completion, and provide standardized tools to assist new networks. The Network Committees will determine how to better leverage our international network structure, assist network boards in succession planning, and identify and address networks needing revitalization. The Network Directors in charge of the Europe, Asia, Latin America and the North America regions will serve and lead the Network Committees for their respective regions.
- Section 7. *Diversity, Inclusion & Belonging Committee.* The Diversity, Inclusion & Belonging Committee will recommend initiatives to the Executive Committee and the Board to promote diversity, inclusion and belonging among IWIRC members and networks. The Diversity, Inclusion & Belonging Committee may perform additional duties and functions as designated from time to time by the Executive Committee or the Board.

Section 8. *Finance Committee.* The Finance Committee, led by IWIRC's Finance Director and Vice Finance Director, is responsible for providing oversight and advice to IWIRC's Executive Board on financial aspects of IWIRC, including sponsor development and communications with IWIRC's annual sponsors, and works in conjunction with other standing committees to assist with sponsor planning and/or other financial aspects of the Corporation. The Finance Committee will also assist with special projects as determined by the Executive Board.

Section 9. *Ad Hoc and Special Committees.* Ad hoc and special committees may be established by the Chair or the Executive Committee who shall determine the composition, responsibilities and duties of such committees. The term of service for ad hoc and special committees shall terminate at the end of term of the Chair and/or the Executive Committee establishing such committee or committees.

ARTICLE X. VOTING.

Section 1. *Manner.* Voting may be in person, telephonic, or electronic, unless the Board determines by majority vote at a meeting that it will accept votes by proxy or those members may participate by other means.

Section 2. *Quorum and Manner of Acting.* Except as otherwise provided by statute or these by-laws, a minimum of fifty-one percent (51%) of the Directors are required to constitute a quorum to transact business at any meeting, and the act of a majority of the Directors present at such a meeting will be the act of the Board. In the absence of a quorum, a majority of the Directors present may adjourn the meeting. Notice of any adjourned meeting need not be given.

Section 3. *Resolutions by Members of the Corporation.* Resolutions may be proposed by five percent (5%) of the total membership as of June 1 of each year. Resolutions must be submitted to the Secretary at least sixty (60) days prior to the annual Fall Conference ("Conference") and will be voted on by the Board at that time as outlined in Section 2 above.

ARTICLE XI. ELECTIONS

Section 1. *Frequency.* Elections shall take place annually as follows: (i) the members of the Executive Committee and Management Committee shall be elected annually and (ii) the At Large Directors, shall be elected, fifty (50%) percent annually (i.e. six (6) At Large Directors each year). Elections shall take place as necessary to fill any vacancies as set forth herein.

Section 2. *Nominating Committee.* The Nominating Committee ("Nominating Committee") shall be chaired by the Immediate Past Chair and shall be

comprised of the Chair, Vice Chair, Immediate Past Chair, Secretary and three other members chosen by the Immediate Past Chair, taking into account diversity of practice, geographic diversity and racial/ethnic diversity of the Corporation.

Section 3. *Nominating Slate.* On or before November 1 of each election year the Nominating Committee shall review, as appropriate, the existing Board members and upon recommendation of the existing Board, shall prepare a Nominating Slate consistent with the provisions of Article V, Section 3, Article VI, Section 2, and Article VII, Sections 1 and 2 and the goals and purposes of the Corporation.

Section 4. *Voting.* On or before November 15 of each election year, the Nominating Slate shall be circulated to the Board for approval. Each Board member shall be entitled to cast: (i) one (1) vote for the purpose of approving the Nominating Slate prior to its circulation to the membership for election of the At Large Directors; and (ii) one (1) vote for the purpose of electing the members of the Management Committee.

Section 5. *Majority Vote.* Approval of the Nominating Slate and/or the election of the members of the Management Committee shall be by majority vote of the Board. Approval of the At Large Members shall be by majority vote of those members of the Corporation who cast ballots in such election.

ARTICLE XII. ADVISORY AND HONORARY BOARDS.

Section 1. *Advisory and Honorary Boards.* The Board may, at its discretion, establish an advisory board and/or other honorary boards to assist the Corporation in the carrying out of its purposes. The duties, responsibilities, composition, and leadership of such boards shall be designated by resolution of the Board.

Section 2. *Advisory Board Participation.* In the event the Board establishes an Advisory Board, the Board may invite members of such Advisory Board to participate in Board meetings as non-voting members.

ARTICLE XIII. BOOKS OF RECORD, AUDIT, ANNUAL REPORT, FISCAL YEAR AND BOND.

Section 1. *Books and Records.* The Board will keep:

- (a) Records of all proceedings of the Board and committees; and
- (b) All financial statements of this Corporation; and
- (c) Certificate of Corporation and by-laws of this Corporation and all amendments and restatements; and

- (d) Other records and books of account necessary and appropriate to the conduct of the corporate business.

Section 2. *Audit/Financial Review, Annual Report and Tax Return.* The records and books of account of this Corporation will be reviewed or audited at least once in each fiscal year. The Executive Committee will select the auditor with the Finance Director and Vice Finance Director to be primary contacts from the Board. A draft audit report will be circulated to the Executive Committee and subsequently to the Board for review and approval. The Board also shall make such inquiry as the Board deems necessary or advisable into the condition of all trusts and funds held by any trustee, agent, or custodian for the benefit of this Corporation, and shall retain such person or firm for such purposes as it may deem appropriate.

The Board will cause any audit report to be conveyed to each Director within one hundred eighty (180) days of the close of each fiscal year. Such audit report shall contain: a statement of all assets and liabilities; principal changes in funds; income and expense statement; status of all funds held for restricted purposes; and any other such information as may be required by law, these by-laws and/or for purposes of fulfilling the fiduciary responsibilities of the Directors.

An annual tax return shall be filed by the statutory deadline, subject to formally requesting and receiving an extension to the filing deadline.

Section 3. *Fiscal Year.* The fiscal year of the Corporation will be from January 1st to December 31st of each year.

Section 4. *Bond.* The Corporation will obtain a bond on such people and in such amounts as may from time to time be deemed necessary by the Board.

ARTICLE XIV. WAIVER OF NOTICE.

Section 1. Whenever any notice is required to be given by these by-laws or any of the corporate laws of the State of New York, such notice may be waived in writing, signed by the person or persons entitled to said notice, whether before, at, or after the time stated therein, or before, at, or after the meeting.

ARTICLE XV. INDEMNIFICATION.

Section 1. The Corporation will indemnify any present or former director, officer, employee or agent of this Corporation, to the fullest extent possible against expenses, including attorneys' fees, judgments, fines, settlements and reasonable expenses, actually incurred by such person relating to their conduct as trustee, director, officer, employee, member or agent of this Corporation, except that the mandatory indemnification required by this sentence shall not

apply: (i) to a breach of the duty of loyalty to the Corporation; (ii) for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law; (iii) for a transaction from which such person derived an improper personal benefit; or (iv) against judgments, penalties, fines and settlements arising from any proceeding by or in the right of the Corporation, or against expenses in any such case, where such person shall be adjudged liable to the Corporation.

Section 2. Service on the Board of the Corporation, or as an officer, employee or agent thereof, is deemed by this Corporation to have been undertaken and carried on in reliance by such persons on the full exercise by the Corporation of all powers of indemnification which are granted to it under this Article and New York law, as amended from time to time. Accordingly, the Corporation shall exercise all of its powers whenever, as often as necessary, and to the fullest extent possible, to indemnify such persons. Such indemnification shall be limited or denied only when and to the extent provided above unless New York law or other applicable legal principles limit or deny the Corporation's authority to so act. This Article and the indemnification provisions of New York law (to the extent not otherwise governed by controlling precedent) shall be construed liberally in favor of the indemnification of such persons.

ARTICLE XVI. AMENDMENTS.

Section 1. *By-laws.* Proposals to amend these by-laws may be submitted to the Executive Committee by any member of the Board. Proposed amendments shall then be conveyed to the members of the Board at least ten (10) days prior to any meeting or special meeting and shall be approved consistent with Article X.

Section 2. *Certificate of Corporation.* The Board may amend the Certificate of Corporation to include or omit any provision which could be lawfully included or omitted. Any number of amendments, or an entire revision or restatement of the Certificate of Corporation, may be submitted and voted upon at a single meeting of the Board and be adopted at such meeting, a quorum being present, upon receiving the affirmative vote of two-thirds (2/3) of the whole number of Directors. Thirty (30) days written notice will be required before any amendment shall be voted upon by the Board.

ARTICLE XVII. MISCELLANEOUS

Section 1. *Notice.* Any written notice required by these Bylaws may be given through electronic means.