



CANDIDATE INFORMATION PACKAGE

DIRECTORS' FORUM CO-OPERATIVE

2022 BOARD OF DIRECTORS

DIRECTORS'
Forum
for Directors, by Directors

WWW.DIRECTORSFORUM.COOP

Dear Prospective Board Candidate:

On behalf of the Board of Directors of the Directors' Forum Co-operative Inc. (DFC), we are pleased to announce that an election of Directors will take place on **Friday, October 28, 2022** at the DFC Annual General Meeting taking place at the Hilton Mississauga/Meadowvale, 6750 Mississauga Road, Mississauga, ON.

Your participation in our nomination and election process is an integral part of ensuring that we maintain a strong governance framework that serves the Directors' Forum membership effectively. Within this package, you will find everything that you need to complete the nomination and election process.

The Board reviews the skills and knowledge of the current Board members to identify any gaps. New directors are recruited to help fill those gaps. Further details about the nomination process are included in this package.

If you choose to submit your application as a candidate, please complete and submit the documents listed in the Candidate Requirements and Forms section of this document. If you have any questions about the enclosed information, you may contact Audrey Aczel, Directors' Forum Manager, at **audrey@directorsforum.coop**.

We look forward to receiving your application.

Please note that applications must be received no later than **4:30 pm on Friday, September 23, 2022**.

Sincerely,



Leo Racette, Board Chair

DIRECTORS'
Forum

TABLE OF CONTENTS

Letter to Candidates	Page 1
Table of Contents	Page 2
Background	Page 3
Mission	Page 4
Information on the Board of Directors	Page 5
Meetings of the Directors' Forum Board	Page 6
Eligibility for the Board	Page 7
Terms of Office	Page 8
Election to the Board	Page 9
Liability	Page 10
Board of Director Responsibilities	Page 11
Board Member Code of Conduct	Page 12
Declaration of Candidacy	Page 13
Official Nomination for DF Director	Page 14
DF Director Nominee Self-Assessment	Page 15
Information Required to Complete the Candidate Package	Page 16

BACKGROUND

For the past 38 years, the Directors' Forum Co-operative (DFC) has provided professional development, education and networking opportunities for credit union and caisse populaire directors. For many years, the DFC took the form of an annual fall conference that drew between 120 - 160 directors from across the province with a sense of common purpose and goals, and a shared drive for success. Over the past couple of years, it has evolved into a year-round event, including a series of virtual governance sessions led by expert facilitators and guest speakers from within and outside of the credit union system.

The DFC is not owned or operated by any other entity, such as the Canadian Credit Union Association (CCUA), Central 1 or the Ontario Co-operative Association (OCA).

MISSION

As a co-operative, our mission is to recognize, promote and support the role of credit union and caisse populaire Directors through the provision of education, professional development and networking opportunities.

We achieve this mission by:

- Holding an annual conference dedicated to celebrating the role of the director through the provision of both educational and professional development sessions;
- Recognizing long-serving Directors who have demonstrated their commitment to the credit union/caisse populaire movement through their years of dedication and volunteer service to one or more Ontario credit union or caisse populaire;
- Recognizing and supporting new directors and emerging leaders in the credit union system;
- Supporting director education and training programs, such as Credit Union Director Achievement (CUDA), in partnership with CCUA;
- Providing opportunities for credit union or co-operative charitable foundations to promote and fundraise for their organizations, at no cost.

INFORMATION ON THE BOARD OF DIRECTORS

The DFC Board is comprised of six volunteers who are either current directors of an Ontario credit union, or have had experience as a director of an Ontario credit union. Below are their positions and terms on the Board.

DIRECTOR	ORGANIZATION	POSITION	TERM EXPIRES
Leo Racette	Sudbury Credit Union	Chair	2022
Tanya Gracie	Your Credit Union	Vice-Chair	2024
Kathy Stewart	Frontline Financial Credit Union	Treasurer	2023
Grégoire Lefebvre	Caisse Alliance	Secretary	2024
Ken Chan	Alterna Savings & Alterna Bank	Director	2022
Anthony Piscitelli	Your Neighbourhood Credit Union	Director	2023

MEETINGS OF THE BOARD

Meetings of the Board generally begin in January of each year (to set the year's program objectives and brainstorm potential topics and speakers for the annual conference and governance sessions) and continue approximately every two months thereafter. Generally, about six to eight virtual meetings/conference calls are held throughout the year.

A two-hour in-person meeting is also held over or after lunch on the first day of the Directors' Forum annual fall conference.

All Board members attend the Directors' Forum virtual governance sessions and in-person AGM/Conference, and participate in the events by moderating or supporting workshops and sessions.

Board members also communicate through email throughout the year.

ELIGIBILITY FOR THE BOARD

To stand for election to the DFC Board, you must be a member of the DFC. Members of the DFC must be a current or past director of a credit union, caisse populaire, mutual, or co-operative.

Nominations MUST be submitted by a member of the co-operative, as noted above, and meet the requirements under the Ontario *Co-operative Corporations Act*, as well as the By-laws and policies of the Directors' Forum Co-operative Inc.

- Under the *Co-operative Corporations Act*, director qualifications include:
- A majority of the directors on the board must be resident Canadians;
- Directors must be eighteen years of age or over; and
- People who are in a state of undischarged bankruptcy (bankruptcy proceedings are still underway) or who are mentally incompetent cannot be Directors.

TERMS OF OFFICE

Terms are for three years, for a maximum of three consecutive terms. Table Officer terms are for two years, with a maximum of two consecutive terms in their respective positions.

ELECTION TO THE BOARD

Candidates appearing on the slate will be presented during the Annual General Meeting, during the Directors' Forum Co-operative annual conference.

If there are more candidates than Board seats available, an election will be held, with the DFC membership voting.

COMPENSATION

The Board is a voluntary position, with no honorariums.

Board members are compensated for their direct expenses during the Forum only, including: travel (economy) to and from the venue, accommodations (standard), gratuities given during their stay, and any meals not included during the conference. Conference registration is waived for Board Directors.

DIRECTOR RESPONSABILITIES & REQUIREMENTS

The Board is accountable to:

- The current and future members of the Co-operative
- Provincial, federal and other legislation

FIDUCIARY DUTY & DUTY OF CARE

The DFC Board's fundamental relationship is guided by a fiduciary principle that requires each director to act honestly and in good faith with a view to the best interests of the co-operative. In exercising their powers and discharging their duties, every director must exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances. These principles require a director to put the Co-operative's interests first, avoid conflicts of interest and avoid exploiting business opportunities for self-interest purposes.

LIABILITY

The Co-operative carries a reasonable amount of directors' and officers' liability insurance for each board member.

The co-operative will indemnify all directors and officers, and their heirs and legal personal representatives, to the maximum extent permitted by section 110 of the *Co-operative Corporations Act*.

BOARD OF DIRECTOR RESPONSABILITIES

- Creating and supporting the vision and strategic direction for the DFC
- Planning for the future needs of the Co-operative
- Overseeing the Co-operative's finances
- Leading a democratic organization
- Managing the Co-operative's risk, including legal, financial and reputational
- Employing and evaluating the DFC Manager's performance
- Capitalizing or fundraising for the Co-operative

- Reporting to members on any actions taken on their behalf
- Representing the interests of the Co-operative and its members in relations with the co-operative sector, government agencies and the larger community
- Facilitating a two-way flow of information between the DFC and the Co-operative's contractors/staff, Board and members
- Participation in the planning of and attendance at DFC events, conferences and activities

BOARD MEMBER CODE OF CONDUCT

- Decisions are only made at duly constituted meetings
- Conflicts of interest are declared
- Open discussion and trust are key
- Confidentiality is maintained
- Leadership by example
- Demonstrate respect for others
- Directors work for the good of the Co-operative
- Directors support the decisions of the Board
- Demonstrate tolerance; no discrimination must occur

INFORMATION REQUIRED TO COMPLETE THE CANDIDATE PACKAGE

1. **Photograph** - high resolution (1Mb or higher) including head and shoulders
2. **Statement of Interest** – max. 250 words in *Word* (this is the "why" you're applying)
3. **Biography** - max. 250 words in *Word* (this is the "who" you are)
4. **Resumé** - max. 1 page in *Word* (this is the "what" you are offering in terms of experience, skills, etc.)

This information will be posted on the DFC's website for the voting Membership.

DECLARATION OF CANDIDACY FOR ELECTION TO THE BOARD OF DIRECTORS OF THE DIRECTORS' FORUM CO-OPERATIVE

I hereby declare my candidacy to run in an election for the Board of Directors of the Directors' Forum Co-operative.

I certify that:

- I am qualified to be a Director according to the *Co-operative Corporations Act* and the By-laws and policies of the Directors' Forum Co-operative.
- I have reviewed all of the duties, responsibilities and obligations of the Board of Directors.
- I am familiar with the Board of Directors' compensation and expense reimbursement policies.
- I have received confirmation from my host organization, which is a Canadian Credit Union/Caisse populaire, mutual or other co-operative to submit my name as a candidate for election to the DFC Board of Directors.

Candidate Signature: _____ Date: _____

Candidate Name and Job Title: _____

Representing this credit union or caisse populaire: _____

CANDIDATE CONTACT INFORMATION:

Home Address: _____

Mailing Address if different than above: _____

City: _____ Postal Code: _____

Work Address: _____

Home Phone: _____ Cell: _____

Work Phone: _____ Email: _____

**NOMINATION FOR DIRECTORS' FORUM CO-OPERATIVE INC.
BOARD OF DIRECTORS**

I, _____, being a member of the Directors' Forum Co-operative Inc. do hereby nominate myself and do hereby accept the nomination for Director.

I certify that I am qualified to be a Director according to the *Co-operative Corporations Act* and the By-laws and policies of the Directors' Forum Co-operative. I attest that I am familiar with the duties, responsibilities and obligations of the DFC Board of Directors.

Signed: _____
(Signature of Nominee)

Dated: _____

Home Address: _____

Phone: _____

Email: _____

DFC DIRECTOR NOMINEE SELF-ASSESSMENT

The purpose of this self-assessment is for identifying where a nominee's current skills and attributes fit into the existing board of DFC. It is not used to determine eligibility, but rather to identify what attributes a nominee brings to the board.

NOMINEE Name: _____

Date submitted: _____

I acknowledge that the information provided below is a true representation of my skills and experience.

Signed: _____

SECTION A: SKILLS & EXPERIENCE

*Please indicate those areas noted below in which you have some experience.
For those areas noted, please describe your related experience in the space provided.*

EXPERIENCE IN THE CO-OPERATIVE SECTOR:

Yes No

I have been involved for _____ years. Self-assessment (as per scale below) _____

EXPERIENCE IN EVENT PLANNING AND FACILITATION:

Yes No

I have been involved for _____ years. Self-assessment (as per scale below) _____

1 = Little / No Experience 2 = Some Experience
3 = Average Experience
4 = Significant Experience 5 = Expert

SECTION A: SKILLS & EXPERIENCE CONTINUED

KNOWLEDGE AND EXPERIENCE IN CO-OPERATIVE GOVERNANCE:

Yes No

I have been involved for _____ years. Self-assessment (as per scale below) _____

KNOWLEDGE AND EXPERIENCE IN CO-OPERATIVE LAW & LEGISLATION:

Yes No

I have been involved for _____ years. Self-assessment (as per scale below) _____

1 = Little / No Experience 2 = Some Experience
3 = Average Experience
4 = Significant Experience 5 = Expert

SECTION A: SKILLS & EXPERIENCE CONTINUED

BOARD OF DIRECTORS EXPERIENCE:

Yes No

I have been involved for _____ years. Self-assessment (as per scale below) _____

STRATEGIC & BUSINESS PLANNING EXPERIENCE:

Yes No

I have been involved for _____ years. Self-assessment (as per scale below) _____

1 = Little / No Experience 2 = Some Experience
3 = Average Experience
4 = Significant Experience 5 = Expert

SECTION A: SKILLS & EXPERIENCE CONTINUED

FINANCIAL ACUMEN (BUDGETING AND FINANCIAL STATEMENTS):

Yes No

I have been involved for _____ years. Self-assessment (as per scale below) _____

GOVERNMENT RELATIONS:

Yes No

I have been involved for _____ years. Self-assessment (as per scale below) _____

1 = Little / No Experience 2 = Some Experience
3 = Average Experience
4 = Significant Experience 5 = Expert

SECTION A: SKILLS & EXPERIENCE CONTINUED

HUMAN RESOURCE GOVERNANCE:

Yes No

I have been involved for _____ years. Self-assessment (as per scale below) _____

TRAINING, EDUCATION AND FACILITATION:

Yes No

I have been involved for _____ years. Self-assessment (as per scale below) _____

1 = Little / No Experience 2 = Some Experience
3 = Average Experience
4 = Significant Experience 5 = Expert

SECTION A: SKILLS & EXPERIENCE CONTINUED

PUBLIC RELATIONS AND/OR MARKETING:

Yes No

I have been involved for _____ years. Self-assessment (as per scale below) _____

ADDITIONAL INFORMATION YOU WOULD LIKE TO PROVIDE:



**Send your completed package to:
board@directorsforum.coop**