



BOARD OF DIRECTORS CANDIDATE INFORMATION KIT 2019 ELECTIONS DRAFT





December 21, 2018

Dear Board Candidate,

Re: Board Candidate Election Kit for the 2018 Election of CMC Directors

Thank you for your interest in becoming a Co-operatives and Mutuals Canada (CMC) Board member. **This year, there are three (3) openings on the Board. One of these seats on the Board is dedicated to a youth (35 years or less at the time of election). These three (3) openings on the Board are for three-year terms.**

This Board Candidate Information Kit provides useful information on:

1. CMC
2. The composition of the Board of CMC
3. What does it take to be CMC Director?
 - a. The required qualifications
 - b. The personal attributes
 - c. The time requirement
4. The process and timeline for nominations and elections
5. The nomination information to be submitted

The members of the Nominating Committee will contact each candidate after the deadline for nominations to discuss in more details the nominations and elections process and to address any question you may have.

In the meantime, should you wish to talk to a member of the Nominating Committee, please contact Madeleine Brilliant, Director of Corporate Affairs, at mbrillant@canada.coop or at 613-238-6712 ext. 225 and she will ensure that one of us contacts you.

Yours sincerely,

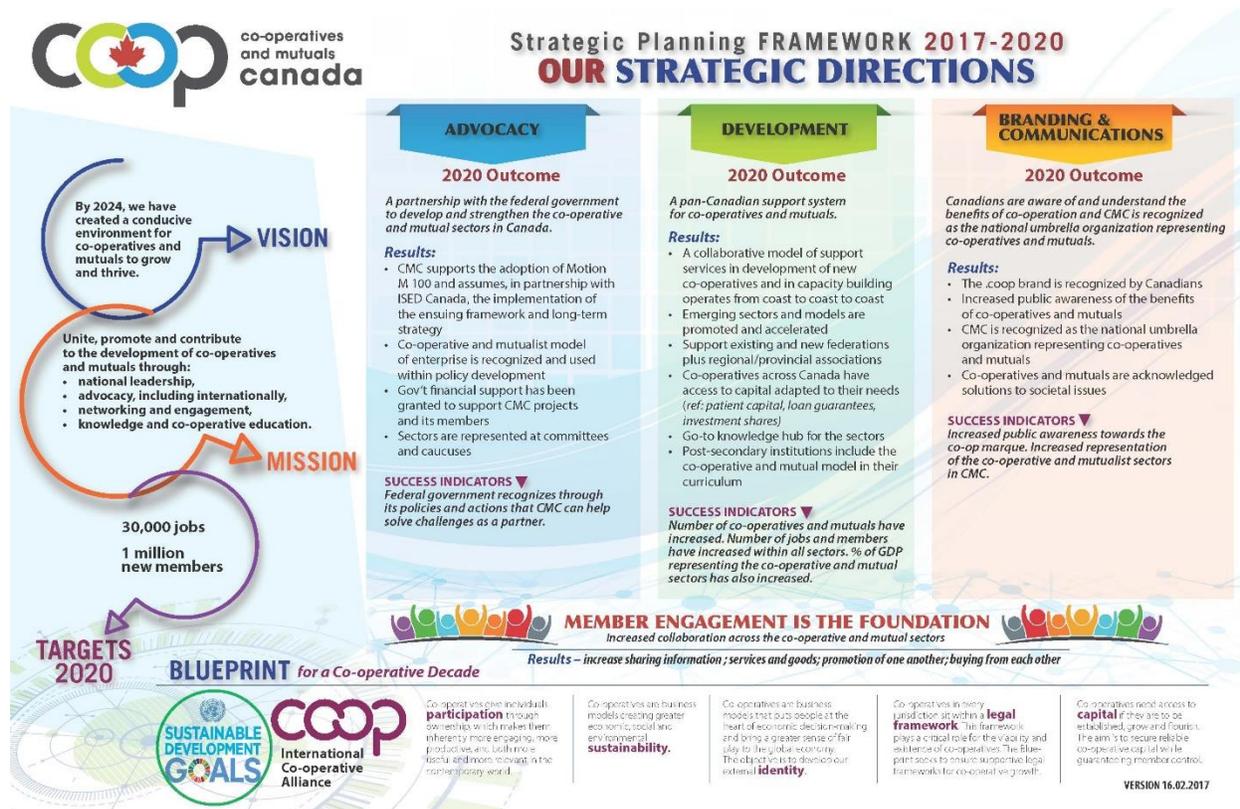
Tim Ross, Chair
Michele Aasgard
Gaston Bédard
Jeannie van Dyk
Doug Potentier, member ex-officio

Members of the 2018-2019 CMC Nominating Committee

1. CMC, its Members and its Purpose, Vision, Mission and Strategic Plan

Co-operatives and Mutuals Canada (CMC) allows our 50 members to speak with a single voice. CMC is a national, bilingual association that represents more than 18 million co-operative members from 9,000 co-operatives.

CMC activities are targeted at helping co-operatives form, develop and thrive. Through advocacy with the federal government, CMC provides a knowledgeable voice to encourage national policies that strengthen the co-operative economy. CMC also supports wide-ranging research in partnership with leading research institutions and government to inform policy.



2. The Composition of the Board of CMC

Article 23.1 (c) of the By-laws of CMC provide the following as it relates to the structure of the Board:

Effective on November 25, 2015, the Board shall consist of Directors representing regular members of CMC in accordance with the following structure:

- seven (7) elected seats, one (1) of which is designated to an individual who is aged 35 years of less at the time of election;
- one (1) seat for each of the three (3) largest dues-paying Anglophone co-operative organizations;
- one (1) seat for each of the three (3) largest dues-paying Francophone co-operative organizations;
- one (1) seat for an Anglophone Provincial or Regional Association;
- one (1) seat for a Francophone Provincial or Regional Association.

Further, the Nominating Committee wishes to clarify that a candidate can apply in only one of the following categories:

- Youth seat
- Anglophone Provincial or Regional Association seat
- Francophone Provincial or Regional Association seat
- Elected seat

For the 2018 elections, three (3) elected seats on the Board are available

These openings are for three-year terms.

3. What Does it Take to be a CMC Director?

a. The Required Qualifications

The Canada Cooperatives Act and the CMC By-laws establish requirements to be a CMC Director. These requirements are:

1. Be nominated by a Regular Member,
2. Attend the meeting at which that person stands for election or have consented in writing to be elected as a director,
3. Be 18 years of age or older,
4. Not be of unsound mind and not having been so found by a court of Canada or elsewhere,
5. Not have the status of bankrupt,
6. Have no pending lawsuit against CMC (including where the individual is on the board or in the management of an entity which has such a pending lawsuit);
and
7. Not currently be or not have been an employee of CMC within the three-year period preceding the election.

Each candidate is asked to sign a declaration attesting that these requirements are acknowledged and that the candidate meets them (see Appendix A).

3. What Does it Take to be a CMC Director?

b. The Personal Attributes

The Board of CMC has approved the following policy:

Personal Attributes of a CMC Director

1. Background

CMC's Board of Directors wishes the Nominating Committee to consider personal qualities required to be a CMC director. This complements the factors outlined within the CMC By-laws including:

1. geographic representation;
2. sectoral representation of the Members;
3. the diversity of Member and Board composition;
4. representing youth – 35 years old and younger; and
5. competencies, skills and knowledge.

2. Desired Personal Attributes of a CMC Director

The following personal attributes are desirable by candidates seeking election to the CMC Board:

2.1 Wider Co-op Sector Interest and Commitment to CMC

- a. Commitment to support and promote the co-operative and mutual sector in Canada;
- b. Commitment to support, promote, and communicate CMC's mission;
- c. Interest in co-operatives and mutuals outside of their own sector;
- d. Understanding and awareness of the role and value of CMC and its programs;
- e. Ability and willingness to commit sufficient time to CMC, its Board, its Members, and the broader co-operative and mutual sector;
- f. Ability to assist CMC in making contacts with members, prospective members, stakeholder organizations and government;
- g. Commitment to distribute information and/or reports about CMC within their member organization and network.

2.2 Core Competencies

1. *Knowledge of the Co-operative Sector*

To acquire this competency, directors should demonstrate an appropriate level of knowledge and understanding of the co-operative sector to properly situate the issues in their co-operative context.

2. Financial Literacy

To achieve this competency, directors should demonstrate an appropriate level of financial knowledge and understanding and can interpret financial reports and statements, and monitor corrective action to ensure financial goals are met.

3. Marketing

To achieve this competency, directors should demonstrate an appropriate level of marketing knowledge and understanding to guide the organization in the development, implementation and evaluation of a marketing strategy.

4. Business Development

To achieve this competency, directors should demonstrate an appropriate level of knowledge and understanding of the organization's environment to guide the development and achievement of strategic partnerships, agreements and relationships.

5. Communication and Leadership

To achieve this competency, directors should demonstrate an appropriate level of knowledge and understanding of the attributes of communication leadership to effectively communicate, facilitate communication and motivate, influence and support others to accomplish organizational goals.

6. Risk Management

To achieve this competency, directors should demonstrate an appropriate level of understanding of the risk management framework for identifying, measuring and managing significant risks and events that may impact the organization's objectives.

7. Strategic Development

To achieve this competency, directors should demonstrate an appropriate level of understanding of the strategic planning process and contribute to the development of the strategic direction, core values and the strategic goals and objectives for the organization.

8. Change Management

To achieve this competency, directors should demonstrate an ability to lead, manage and enable the process of change and transition for the organization and its members.

Whilst not holding these personal attributes and competencies will not prevent a candidate from being considered as a CMC Board member by CMC's Nominating Committee, a commitment to attain these qualities is expected.

3. What Does it Take to be a CMC Director?

c. The Time Requirement

The CMC Board meets as follows:

Board Meetings	Location	Timing	Duration
Congress, Board meeting and AGM	2019: Quebec 2020: Ottawa	June 18 to 20, 2019 June 17 to 19, 2020	3 days
Orientation for new Directors	By webinar	July / August	1 ½ - 2 hours
Board Meetings	Ottawa	Early September	2 days
	Ottawa	November	2 days
	Ottawa	March	2 days
	Conf. Call	May	1 -2 hours
	Conf. Call	As needed	Up to 4 hours
	E-mail	Occasionally	Up to 1 hour

The Directors are expected to get involved in one or two Board Committees. These meetings typically take place by conference call and do not exceed 3 hours each. The Committees meet as follows:

Committee	Frequency
Governance Committee	2 times per year
Finance and Audit Committee	4 times per year
Government Affairs Committee	3-4 times per year
Nominating Committee	2-3 times from October to June
Human Resources Committee	4-5 times per year
Resolutions Committee	2-3 times from March to June
Awards Committee	2-3 times from October to June

CMC operates in both official languages. Simultaneous interpretation is provided at meetings.

Directors are reimbursed for their travelling expenses and receive a \$200 fee for each day they attend a meeting.

4. The Process and Timeline for Nomination and Election

STEP	TIMELINE
Nominations Process	
Call for nominations	By February 21, 2019
Deadline to submit the nomination	Friday, March 22, 2019
Nominating Committee members communicate with the candidates	Early April 2019
The information about candidates is sent to all CMC members	May 30, 2019
Elections Process	
CMC Congress in Quebec, QC	June 18 to 20, 2019
<p data-bbox="201 999 695 1037">CMC Annual General Meeting (AGM)</p> <ul style="list-style-type: none"> <li data-bbox="217 1066 964 1100">• As required, the members ratify the candidates for the: <ul style="list-style-type: none"> <li data-bbox="272 1104 734 1138">○ 3 Anglophone Designated Seats <li data-bbox="272 1142 747 1176">○ 3 Francophone Designated Seats <li data-bbox="272 1180 721 1213">○ Provincial Associations (1 Seat) <li data-bbox="272 1218 688 1251">○ <i>Conseils provinciaux</i> (1 Seat) <li data-bbox="217 1302 954 1373">• <i>Each candidate for an elected seat is asked to make a two-minute speech at the AGM</i> <li data-bbox="217 1423 958 1495">• The elections for the elected seats take place by secret ballot during the AGM <li data-bbox="217 1545 938 1617">• The results of the elections are announced at the end of the AGM <li data-bbox="217 1667 909 1738">• <i>The elected Directors convene after the AGM for a Board reorganization meeting</i> 	<p data-bbox="1110 1003 1295 1037">June 20, 2019</p>

5. The Nomination Information to be Submitted

The following information must be submitted by end of day (Ottawa time) on **Friday, March 22, 2019** to Madeleine Brillant, Director of Corporate Affairs of CMC, at mbrillant@canada.coop

1. A letter from the organization that nominates you
2. Your picture
3. Your biography (maximum of 250 words) (Word format preferred)
4. Your contribution statement (maximum of 250 words) (Word format preferred)
5. Your completed Declaration (See Appendix A)
6. Your completed Candidate Information (See Appendix B)
7. Your completed Competency Assessment (See Appendix C)

APPENDIX A - Declaration from Candidate

To: Co-operatives and Mutuels Canada (CMC)

I submit my candidacy to be on the Board of Directors of CMC and declare that I have been informed of the requirements of the Canada Cooperatives Act as well as the requirements of the CMC By-laws as they relate to the qualifications of candidates. These requirements are:

1. Be nominated by a Regular Member,
2. Attend the meeting at which that person stands for election or have consented in writing to be elected as a director,
3. Be 18 years of age or older,
4. Not be of unsound mind and not having been so found by a court of Canada or elsewhere,
5. Not have the status of bankrupt,
6. Have no pending lawsuit against CMC (including where the individual is on the board or in the management of an entity which has such a pending lawsuit); and
7. Not currently be or not have been an employee of CMC within the three-year period preceding the election.

I also declare that, to the best of my knowledge, I do meet these requirements.

DATED in _____, _____ this ____ day of _____, 2019.
(City) (Province)

Signature

Name

APPENDIX B – Candidate Information

Candidate Information

Name: _____

Gender: _____

Complete residential address: _____

E-mail address: _____

Phone: _____

Cell Phone: _____

Category applying for (select one):

- Youth _____ for 2019
- Anglophone Provincial or Regional Association N/A for 2019
- Francophone Provincial or Regional Association N/A for 2019
- Elected _____ for 2019 (2 openings in 2019)

if applying for youth seat, will you be less than 35 years old on June 20, 2019? _____

Information on the Organization that Nominates You

Organization Name: _____

Your position within the organization: _____

Geographic Region: _____

Business Sector: _____

(Refer to the list on the next page)

List of Business Sectors

Please use the following Industry Canada Business Co-operative Sectors classification to complete the last question of Appendix B – Candidate Information on the previous page.

- Agriculture, Forestry, Fishing and Hunting
- Utilities
- Construction & Manufacturing
- Wholesale Trade & Retail Trade
- Transportation and Warehousing
- Information and Cultural Industries
- Finance and Insurance
- Real Estate and Rental and Leasing
- Professional, Scientific and Technical Services & Educational Services
- Administrative and Support
- Health Care and Social Assistance
- Arts, Entertainment and Recreation
- Accommodation and Food Services
- Other Services & Public Administration

APPENDIX C – Competency Assessment

Name: _____

Complete this assessment of your competencies by using the rating scale on the following page.

1. Knowledge of the Co-operative Sector	Rating
To acquire this competency, directors should demonstrate an appropriate level of knowledge and understanding of the co-operative sector to properly situate the issues in their co-operative context.	
2. Financial Literacy	
To achieve this competency, directors should demonstrate an appropriate level of financial knowledge and understanding and can interpret financial reports and statements, and monitor corrective action to ensure financial goals are met.	
3. Marketing	
To achieve this competency, directors should demonstrate an appropriate level of marketing knowledge and understanding to guide the organization in the development, implementation and evaluation of a marketing strategy.	
4. Business Development	
To achieve this competency, directors should demonstrate an appropriate level of knowledge and understanding of the organization's environment to guide the development and achievement of strategic partnerships, agreements and relationships.	
5. Communication and Leadership	
To achieve this competency, directors should demonstrate an appropriate level of knowledge and understanding of the attributes of communication leadership to effectively communicate, facilitate communication and motivate, influence and support others to accomplish organizational goals.	
6. Risk Management	
To achieve this competency, directors should demonstrate an appropriate level of understanding of the risk management framework for identifying, measuring and managing significant risks and events that may impact the organization's objectives.	
7. Strategic Development	
To achieve this competency, directors should demonstrate an appropriate level of understanding of the strategic planning process and contribute to the development of the strategic direction, core values and the strategic goals and objectives for the organization.	
8. Change Management	
To achieve this competency, directors should demonstrate an ability to lead, manage and enable the process of change and transition for the organization and its members.	

Competency Rating Scale

Rating	Description(Experience/Qualifications)
Basic	<ul style="list-style-type: none"> • Some knowledge of the competency • Understands terminology and can identify skills and attributes associated with the competency
Good	<ul style="list-style-type: none"> • Good understanding of the fundamentals of the competency gained through an appropriate combination of education, working knowledge, previous board experience and completion of introductory director training. • Sufficient knowledge and experience to apply concepts to less complex issues
Strong	<ul style="list-style-type: none"> • Significant understanding and expertise of the competency gained through an appropriate combination of education, practical work experience, previous board experience and completion of advanced director training • Participates fully in board analysis, discussion and debate on more complex issues. • Ensures sufficient information is provided to support analysis and recommendations • Uses knowledge to mentor new directors and provide greater understanding of competency • Challenges management’s assumptions when needed and speaks out appropriately at board meetings • Makes significant contributions to long-range planning
Expert	<ul style="list-style-type: none"> • Expert understanding of the competency gained through an appropriate combination of direct practical working experience in a senior position or function, previous board experience, professional designation, qualification or degree in the subject matter and completion and accreditation of a director training program • Participates fully in board analysis, discussion and debate on more complex issues. • Ensures sufficient information is provided to support analysis and recommendations • Uses knowledge to mentor new directors and provide greater understanding of competency Interprets complex data to contribute new knowledge in the competency areas • Provides expert analysis and advice on complex issues • Challenges management’s assumptions when needed and speaks out appropriately at board meetings; • Makes significant contributions to long-range planning