

BOARD OF DIRECTORS Call for Nominations 2018

Union Bay Credit Union (UBCU) is seeking qualified, skilled, community minded candidates to fill two positions on its Board, each carrying a multiple-year term. Confidentiality of information provided at Board and Committee meetings is paramount. All Directors are expected to conduct themselves as loyal and responsible members abiding by UBCU rules and policies.

Being a Director demands a significant investment in time, energy and expertise. It is an opportunity to represent the members of your credit union and to contribute to the success of UBCU and the credit union system as a whole.

As a Board member, Directors provide direction on long range objectives, oversee governance, determine policy and review monthly financial reports. They work closely with the CEO who is responsible for the day to day operation of the credit union.

Candidates should demonstrate the following values and behaviours:

- Integrity and transparency
- Strategic and innovative thinking
- Independence
- Alignment with the cooperative principles and values of the credit union system
- Constructive communication
- Results orientation and outcome focus

Candidates must have current, threshold knowledgeable in two or more of the following areas:

- Financial literacy
- Legal and regulatory
- Risk management
- Information technology
- Liquidity management

Potential candidates should express interest by submitting a nomination package (included with this notice). Nomination packages are also available on the webpage (www.ubcu.ca) or at any branch. The nominations deadline is 4:00 pm on March 10, 2018.

Nominations **will not** be accepted from the floor. Elections will only be held if there are more candidates than positions.

Members interested in being nominated to the Board may obtain additional information by contacting any one of the Nomination Committee members listed below:

Fabien Gendron at fgendron@ubcu.ca
Chris Weixelbaumer at cweix@ubcu.ca
Wayne Anderson at wanderson@ubcu.ca

Nominees who meet the desired nominee profile and eligibility requirements per the UBCU Rules (see included sections) are required to have a successful interview with our Nomination Committee. Once vetted they will be recommended to our membership in our election voting materials. The voting material will be sent to all voting members and include a resume, a picture and a short bio for each candidate. Details on the voting process, voting eligibility, the date, time and location will also be included in the package.

Eligibility for Election as Director

1.3 Member in Good Standing – A member in good standing is a member, who at the date on which good standing is determined: has purchased and holds Membership Equity Shares and is not more than 90 days delinquent in any obligation to Union Bay Credit Union.

4.4 Eligibility for Election as Director – A member in good standing on the date nominations close, other than a person disqualified by Rule 4.5, shall be eligible for election as a director.

4.5 Disqualification of Candidates – A person who:

a) is a person disqualified from becoming or acting as a director pursuant to the *Credit Union Incorporation Act*, the *Financial Institutions Act* or the *Business Incorporation Act*;

b) is or becomes a paid employee of the credit union or an affiliate of the credit union or the spouse, child, or step-child, of a paid employee of the credit union or an affiliate of the credit union;

c) was an employee of a credit union or an affiliate of Union Bay Credit Union during the one-year period prior to the date that nominations for the office of director under these Rules closed;

d) is an employee, officer or director of a bank, trust company, loan company, savings and loan association, deposit-taking institution, lending institution or another credit union (other than a director of a central credit union) or a subsidiary of any of them except where that person has been requested or authorized in writing by the directors to serve as a director of a bank, trust company, loan company, savings and loan association, deposit-taking institution, lending institution, other credit union or a subsidiary of any of them; or

e) has not been a member in good standing of Union Bay Credit Union for 12 consecutive months;

f) being a director, has failed, without being excused, to attend regular meetings of the directors for three (3) consecutive months in which meetings are held, is ineligible to hold office as a director and, if holding office as a director, shall vacate office forthwith.

Eligibility for Voting:

1.3 Member in Good Standing – A member of age (19) in good standing is a member, who at the date on which good standing is determined: has purchased and holds Membership Equity Shares and is not more than 90 days delinquent in any obligation to Union Bay Credit Union.

Union Bay

CREDIT UNION

Union Bay Credit Union Director Nomination Form

Date: _____.

I, _____, agree to let my name stand for election to the position of Director of Union Bay Credit Union. I am a member in good standing. I understand and am willing:

- To stand for election, and if elected, to serve as a director;
- To observe the provisions of the Credit Union Incorporation Act, the Financial Institutions Act and the Business Corporation Act, as applicable;
- To comply with the directors' conflict of interest guidelines adopted by the directors; and,
- To observe the Rules of the Credit Union and to the procedures relating to the election and the conduct thereof (available on Union Bay Credit Union's web-site www.ubcu.ca or at the branches).

Candidate's Name and member number

Candidate's Signature

Nominator's Name and member number

Nominator's Signature

Nominator's Name and member number

Nominator's Signature

Nominator's Name and member number

Nominator's Signature

Please include your resume with your nomination package

Union Bay

CREDIT UNION

**Union Bay Credit Union
Prospective Board Member – Information Sheet**

Name: _____

Title and Organization: _____

Address: _____

Phone Numbers: _____

E-mail Address: _____

Source of referral/information - web page, other member etc.:

Threshold knowledge in:

- Risk Management
- Technology
- Legal / Regulatory
- Business /Operations
- Strategic Planning
- Other (please identify) _____
- Marketing / Public Relations
- Personnel / Human Resources
- Liquidity Management
- Finances

Professional Background:

- For Profit Business
- Non-Profit Organization
- Government
- Other (please identify) _____

Education:

- Some high-school
- Some college
- Some graduate coursework
- High-school graduate
- Undergraduate college degree
- Graduate degree or higher
- Other (please identify) _____

Other affiliations: _____

Other board service:

Other pertinent info:

Please include your resume with your nomination package.