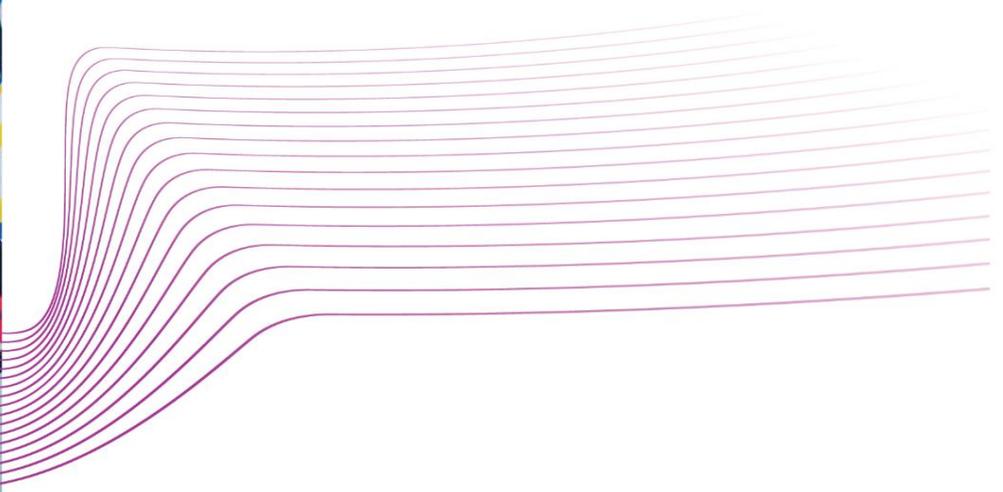




KNOW WHAT'S ON BC'S MIND.

Board of Directors 2018 Nomination Package



BC Chamber of Commerce
Know what's on BC's mind.

2018 Board of Directors Nomination Package

February 28, 2018

Dear Member,

The Nomination Committee of the British Columbia Chamber of Commerce, in accordance with our by-laws, is seeking candidates with specific skills sets and areas of expertise to join the Chamber's Board of Directors for a two-year term of office commencing May 28, 2018.

The BC Chamber has undertaken a comprehensive strategic planning process, identifying the key focus areas of the organization in the upcoming years. The outcome of this process has been a renewed strategic approach for the organization. We are seeking highly qualified, engaged and experienced individuals who not only align with the direction of the BC Chamber, but will augment and accelerate the current Board. In particular, we are seeking candidates who match these areas of expertise:

- **Information technology**
- **Marketing, public relations, and engagement**
- **Government policy and advocacy**
- **Financial management**

We want to ensure our members have an opportunity to help identify great potential candidates, as the effectiveness of your Chamber is dependent on the leadership and quality of the Directors. The Nominations Committee is looking for the following desirable qualities for a Director.

Strong candidates should possess the majority of the following attributes:

- Awareness and understanding of the role and vision of the BC Chamber and a desire to support it
- Sound entrepreneurial skills
- Awareness of the business and economic climate in British Columbia and the ability to view issues from a province-wide context
- Ability to understand financial statements, management reports, and risk management practices
- Experience in serving on a governance board
- High ethical standards and integrity in professional and personal dealings
- Community involvement
- Well-developed faculty for critical analysis
- Ability to work as a team member
- Experience in strategic planning
- Executive experience/leadership

Below are the guidelines for nominations:

- Nominations close at 5:00pm on Tuesday, March 27, 2018.
- The biographies, values statements and photos of all candidates who meet the nominations criteria will be posted on the BC Chamber website, only names and affiliations will appear on the ballot
- The Nomination Committee Task Force will conduct interviews with candidates.

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- The Ballot may also include a slate of candidates recommended by the Nominations Committee and endorsed by the BC Chamber Board of Directors. Candidates on the slate are those the Board believes possess the right mix of skills to assist in the delivery of the BC Chamber's strategic plan. Names of recommended candidates will be marked by an asterisk.
- In compliance with both BC Chamber bylaws and our Directors' Code of Ethics—candidates must refrain from offering policy commitments in exchange for votes.
- To ensure elections are equitable, all member Chambers are asked to refrain from block voting or vote trading.
- The BC Chamber will conduct a province-wide vote in April.
- Votes will continue to be weighted.
- The names of successful candidates will be announced prior to the AGM (May 24-26th in Kamloops).

This year, we are seeking nominations for six (6) two-year Board vacancies. As a result of the vacancies that will be created at the end of this Board year - and in accordance with our bylaws which state that each of the regions of the province requires a minimum of one representative -- at least one of the new Directors will need to come from each of the following regions:

- Kootenays
- Central BC
- Northwest BC
- Vancouver and Gulf Islands

*All other regions already have representation on the board

Directors represent and are accountable to the entire membership and as such are responsible for governing and overseeing the strategic direction of the BC Chamber, which includes achieving annual objectives and measurement of results.

The Directors approve and monitor the execution of Board policies and, working together with the President/CEO, assist in establishing the Chamber's strategic direction.

We are pleased to provide you with this nomination package outlining our expectations of Directors on the Board of the BC Chamber of Commerce, their role and responsibilities. Any member in good standing, who has been a member for a year, can nominate another member, provided such names are submitted in the prescribed form.

If you have any questions, please do not hesitate to contact me at bccc@bcchamber.org
Nominations close at 5:00pm on Tuesday, March 27, 2018.

Karen Hawes
Chair of the BC Chamber Board of Directors
BC Chamber of Commerce

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OVERVIEW

Dear Nominee:

Thank you for your interest in the British Columbia Chamber of Commerce's 2018-2020 Board of Directors Election.

This nomination package contains the following forms:

Nominee Guidelines	pg. 4
Nomination Form	pg. 6
Nominee's Experience Application Form	pg. 8
Director's Code of Conduct Form	pg. 11
Nominee's Declaration	pg. 12

Please read all accompanying documentation before preparing your Nomination, which can be found by clicking the links below.

Board of Directors Governance Process Policies

- a. [Terms of Reference – Board](#)
- b. [Terms of Reference – Directors](#)
- c. [Board core competencies](#)
- d. [Map of B.C. regions](#)

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NOMINEE GUIDELINES

The BC Chamber of Commerce determines through its by-laws the method and the manner in which candidates are elected to the Board of Directors. Non-compliance of the following guidelines may result in a candidate's disqualification. All candidates will be asked to sign a declaration letter to adhere to these guidelines.

1. Eligibility – Article 11.8 Membership Mandatory

All Directors must also be a Corporate Member, Fellow or Governor or a representative of a Corporate Member or Member Chamber or they or their business must be a member in good standing of a Member Chamber. If there is no Member Chamber in the community in which such Director or his or her business carries on business or if the Local Chamber in such place is not a Member Chamber, this section shall not apply to such Director. This section does not apply to the President.

2. Nomination, Nominee Application, Bio, Values Statement and Declaration Form

Must be completed and returned on time to the Nomination Committee as part of the nominee package.

3. Introduction of Candidates at the Annual General Meeting

Each candidate shall submit to the Nomination Committee the following:

- Biography - **not more than 150 words**, setting forth the nominee's biographical information, occupation, experience and qualifications
- Value Statement - **not more than 150 words**, setting forth:
 - a. How the nominee can add value to the board and the membership
 - b. What the nominee plans to do for the BC Chamber of Commerce
 - c. How their experience and personal effectiveness skills align with the strategic direction of the BC Chamber of Commerce

4. Photo

Colour head and shoulders shot, with a minimum resolution 300dpi, and no smaller than of 1280 x 960 pixels.

5. Interview

Each candidate will be interviewed by the Nomination Committee Task Force.

6. Results

The Board will be introduced at the Annual General Meeting in May each year.

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7. **Disputes**

Disputes regarding interpretation, application or alleged violation of these guidelines shall be dealt with by the Nominations Committee. The Nominations Committee shall be charged with the conduct of the election of those persons to be elected as per the bylaws of the BC Chamber of Commerce. No new nominations will be allowed from the floor at the Annual General Meeting & Conference.

8. **Non-adherence to the Guidelines**

Non-adherence to these Nomination Guidelines will result in a candidate's disqualification. Candidates are reminded that the Nominee's Declaration signed by each candidate acknowledges that they have read and will abide by the Guidelines and Code of Conduct.

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NOMINATION FORM: DIRECTOR

Nominations are requested from Member Chambers, Corporate Members, Governors and Fellows for the position of Director on the Board of the BC Chamber of Commerce. Every person nominated for Director must be a Member in good standing, or a Member in good standing of a Member Chamber (Member means, for this purpose a Corporate Member, a community Chamber/Board which itself is a Member of the British Columbia Chamber of Commerce, a Governor or a Fellow).

There are six (6) Director Positions on the Board of Directors for the 2018-2020 term up for election. As a result of vacancies that will be created at the end of this Board year, and in accordance with our bylaws which state that each of the regions of the province requires a minimum of one representative, at least one of the new Directors need to come from the following regions – Central BC, Northwest BC, Kootenays and Vancouver Island. The term of office of a Director is two years, in staggered terms. The Nomination Committee will be presenting a slate of Directors for election.

A copy of the current by-laws is on the website at www.bcchamber.org. (To note, the by-laws will be updated at the May 2018 AGM.)

Completed Nomination Packages need to be returned to the BC Chamber by 5:00 PM, Tuesday, March 27, 2018. Late nominations will not be accepted.

RETURN TO: Karen Hawes
email: bccc@bchamber.org
ATTN: Nomination Committee
British Columbia Chamber of Commerce
Suite 1201 – 750 West Pender Street
Vancouver, BC V6C 2T8
bcchamber.org
Fax: 604-683-0416

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The undersigned nominator, a Member in good standing of the British Columbia Chamber of Commerce, hereby nominates the person named below for Director of the BC Chamber of Commerce.

Name of Nominee: _____

Title/Occupation: _____ Company: _____

Address: _____ Postal Code: _____

Phone: (Business) _____ Mobile: _____

E-Mail _____

The nominee has consented to stand as a Director, as indicated by the signatures below.

"I have read, fully understand and agree to abide by the By-Laws outlining the duties and responsibilities of the position and permit my name to stand for the position of Director."

NOMINEE: _____

NOMINATOR*: _____

*Must be nominated by BC Chamber member.

NAME OF CHAMBER/BUSINESS _____
(Signing Authority of Member)

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NOMINEE'S EXPERIENCE: APPLICATION FORM

As a part of your application, you must also attach/include the following items:

- **A two-page resume**
- **Photo** – Business headshot, 300 dpi.

Name of Nominee: _____

General information:

Biography outlining any pertinent information, occupation, experience, and qualifications

Values Statement outlining value proposition to the Board and the Chamber membership

Professional experience/work history highlighting competencies of strategic importance to the Board

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List of Board and Governance experience, including Boards you currently serve on

Education/Professional designations

Community involvement/to which organization(s) do you volunteer (if any)

Specialized expertise of benefit to the Board

It is the policy of the BC Chamber of Commerce to accept applications without regard to the nominee's age, gender, marital status, colour, race, religion, creed, nationality, ancestry, national or ethnic origin, disability, gender, membership in any lawful organization, or previous conviction or an offence for which a pardon has been granted in accordance with our by-laws. Elected officials are not able to sit as a Director.

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CERTIFICATION

I, the undersigned, hereby certify that the foregoing statements are true, correct and complete to the best of my knowledge, information and belief and hereby undertake to notify the BC Chamber of Commerce immediately in writing of any change therein.

I acknowledge and agree that the information contained in the nomination form, resume and experience forms will be used for the purposes described above.

I understand that the BC Chamber of Commerce may request additional information from me.

I am able to devote a minimum of 10 to 15 hours per month to BC Chamber of Commerce business.

Signature

Date signed (YYYY/MM/DD)

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DIRECTOR'S CODE OF CONDUCT

- Directors must represent the interests of the BC Chamber of Commerce (“BCCC”) at ALL times.
- Directors shall maintain the confidentiality of the details and the dynamics of any and all Board discussion and communication.
- Directors shall not speak publicly against, or in any way undermine board solidarity once a Board decision has been made.
- Directors are expected to attend all Board meetings. Directors shall be prepared to commit sufficient time and energy to attend BCCC business.
- Directors shall avoid, in fact and perception, conflicts of interest and shall disclose to the Board, in an immediate manner, any possible conflicts.
- Directors’ contributions to discussions and decision-making shall be positive and constructive.
- Directors’ interactions in meetings and communications shall be courteous, respectful and free of animosity.
- Directors shall adhere to the BCCC bylaws and governance policies.
- Directors shall be prepared for meetings, having read pre-circulated material in advance of meetings.
- Directors shall participate in the BCCC in ways and means other than attending Board meetings.
- The President/CEO is responsible to the entire Board. Consequently, no single Director or committee has authority over the CEO.
- Recognize that only the Chair of the Board and the President & CEO, or their designate, shall be the spokespersons for the Chamber.
- Directors shall not attempt to exercise individual authority or undue influence over the BCCC or use this influence for any purpose than furthering the BCCC causes.
- Directors are expected to develop an understanding of the scope, mandate, by laws, constitution, and policies of the Chamber, the needs of the members it serves, and the Board’s policy governance approach.

I hereby consent to act as a Director of the British Columbia Chamber of Commerce and agree to abide by the foregoing terms.

Director’s Signature

Date Signed

Please print name

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NOMINEES DECLARATION

I declare that I have been nominated as a candidate for election as a Director of the British Columbia Chamber of Commerce and that I am prepared to stand for election. I have read the Nomination Package of the BC Chamber of Commerce and to the best of my knowledge, information and belief, I am qualified to be a candidate for election and, if elected, to serve as a Director of the BC Chamber of Commerce. If elected I will undertake to act honestly and in good faith and in the best interest of the Chamber of Commerce.

I declare that I have read the Code of Conduct, Nominee Guidelines, Terms of Reference and Core Competencies in the Nomination Package.

I hereby affirm that I am a member in good standing of a Chamber of Commerce in British Columbia and that I consent to let my name stand for nomination to the Board of Directors of the British Columbia Chamber of Commerce.

Duly signed at _____, BC

Dated: _____, 2018

Candidate's Signature