



BOARD OF DIRECTORS CANDIDATE NOMINATION INFORMATION PACKAGE

2023 ELECTIONS

Nomination Period:
Opens: March 6, 2023
Closes: March 31, 2023 at 12:00 noon

Questions?
Please contact:
Nominating Committee Chair – George Valaitis
nominations@rpcul.com

Please submit all materials either by mail, email or fax. They must be received by 12:00pm (ET) on March 31, 2023

Send to:
RCU Credit Union
Nominating Committee Chair – George Valaitis
3 Resurrection Rd. Toronto, Ontario M9A 5G1
Email: nominations@rpcul.com or Fax: 416-532-4816

Contents

Expectations for an RCU Director	2
Director Accountability	2
Qualifications	2
Disqualifications.....	2
Expected Director skills/capabilities	3
Time Commitment	4
Official Nomination Form - Board of Directors 2023 Elections	5
Directors Nominee Statement	6
Acceptance of Nomination	7
Information and Candidacy Statement	8
Areas of Expertise / Experience Assessment	9
Skills / Capability Assessment	10

Expectations for an RCU Director

Director Accountability:

The Board of Directors is accountable to the general membership of RCU Credit Union for directing the affairs of the credit union; in particular it is responsible:

1. To act in the best interest of the RCU Credit Union ensuring that the organization is sound financially and directed appropriately to ensure ongoing sustainability.
2. To ensure that the RCU Credit Union delivers upon the needs of its members who are both the shareholders/owners and users of the RCU Credit Union's services.
3. To ensure that programs are maintained to sustain the RCU Credit Union's position as an active supporter of community initiatives that enhance the environment in which our members and employees live and work.

RCU Credit Union is governed by the Credit Union and Caisses Populaires Act of Ontario. The Act sets out a series of qualifying and disqualifying criteria that all credit union Directors must meet.

Qualifications:

Directors of RCU Credit Union must meet the following minimum qualifications:

1. Be 18 years of age or older; and
2. Be a member in good standing; and
3. Be a Canadian citizen, or a person lawfully admitted to Canada for permanent residency who is ordinarily a resident in Canada; and
4. Pass both a credit and a criminal records check; and
5. Be free of any conflict of interest that would result in an inability to fulfill the responsibilities of a Director of RCU Credit Union;
6. Not be disqualified under the Credit Unions and Caisses Populaires Act 2020; and
7. Have duly completed and submitted a 2023 Nomination form, together with all required attachments by the date and time specified.

Disqualifications:

The following individuals are disqualified from being Directors of RCU Credit Union.

1. One whose membership in any credit union has been terminated, other than voluntarily.
2. One who a court has decided is of unsound mind.
3. One who is an undischarged bankrupt or who has been discharged as a bankrupt in the 5 years preceding the date on which she/ he may be elected as a director.
4. One who is unable to obtain a bond of an insurer licensed under the Insurance Act to write surety and fidelity insurance.
5. One who is more than 90 days in arrears in the payment of a debt owed to the credit union unless the credit union has agreed to extend the time for repayment.
6. One who is listed as a person within the meaning of the United Nations Suppression of Terrorism Regulations under the United Nations Act (Canada).

7. One who has been convicted, in the five years preceding the date on which he or she may be elected as a director, of an offence as described in section 84 of the Credit Unions and Caisses Populaires Act and who has not received a pardon for the offence.
8. One whose membership in a professional association has been terminated, in the five years preceding the date on which he or she may be elected as director, for professional misconduct.
9. An employee of the credit union or a league in which the credit union is a member, or his or her spouse, parent or child.
10. A professional advisor/consultant who provides services to the credit union in his or her professional capacity or who has provided such services in the three years preceding the date on which he or she may be elected as a director.
11. An employee of the Financial Services Regulatory Authority (FSRA) of Ontario.
12. A public servant employed under Part III of the Public Service of Ontario Act, 2006 whose employment duties include regulating credit unions.
13. One who has not met any reasonable condition or qualification set out in RCU Credit Union's by-laws.

Expected Director skills/capabilities:

RCU Credit Union Directors are expected to have the following skills and capabilities:

1. Ability to devote sufficient time and energy to the performance of their duties as a Director.
2. Willingness to assume the responsibilities associated with being a Director.
3. Willingness to undertake training and development activities to meet regulatory requirements.
4. Be financially literate (i.e. be able to read and comprehend RCU Credit Union's Balance Sheet and Income Statement, and assess the implications of these documents).
5. Demonstrated integrity, high ethical standards and respect of privacy and confidentiality.
6. Ability to recognize and assess business risks and strategic opportunities;
7. Ability to distinguish between the Board's role and Management's role.
8. Demonstrated ability to think, act and speak independently and with conviction and confidence.
9. Good oral and written communication skills.
10. Ability to conceptualize and think strategically;
11. Good problem solving and interpersonal skills;
12. Access to, and ability to use, a computer, printer and the internet;
13. Willingness to work within an electronic environment for Committee and Board materials.

Time Commitment

Activity	Minimum Estimated Time (not including travel)
1. Board meetings	There are 11 Board meetings per year normally scheduled on the 3 rd Tuesday of each month, excluding August. The meetings, which start at 6:00 pm and last approximately 3 hours, can be held at RCU’s main branch, or via electronic means via Microsoft Teams or conference call if necessary.
2. Reviewing Board packages	1-2 hour per meeting
3. Committee meetings and duties	As required.
4. Strategic & Budget Planning Meeting	1 day
5. Annual General meeting	3 hours
6. Training and development, community involvement	Directors are expected to attend education/ training sessions and represent the Credit Union at community events.
7. Complete Director Self-Assessment upon Board election	3-4 hours



Official Nomination Form - Board of Directors 2023 Elections

Each Board candidacy must be supported by two RCU Credit Union members in good standing using this form.

As members of RCU Credit Union, we are pleased to nominate:

(Print candidate's name)

to stand for election to the RCU Credit Union Board of Directors at the Annual General Meeting.

Nominator Name	Signature of Nominator	Member #
1.		
2.		

Note: Nominators must be 18 years of age and voting members of RCU Credit Union.



Directors Nominee Statement

I, _____, hereby represent to RCU Credit Union as follows:

- (a) I am a member in good standing of Resurrection Credit Union Limited (“RCU Credit Union”) as outlined in the credit union’s by-laws, I have also read and understood the current By-laws of the credit union;
- (b) I am 18 years of age or older and I am a Canadian Citizen or a person lawfully admitted to Canada for permanent residency who is ordinarily resident in Canada;
- (c) I have reviewed and understand the provisions of the *Credit Unions and Caisses Populaires Act, 2020* (the “Act”) and its associated regulations (the “Regulations”) regarding the duties and responsibilities of a director of an Ontario credit union which can be found at www.e-laws.gov.on.ca;
- (d) I have reviewed the provisions of the Act and Regulations, and of RCU Credit Union’s by-laws, regarding qualifications for election as a director of an Ontario credit union and, in particular, RCU Credit Union, and state that I am not disqualified from serving as a director of an Ontario credit union, and more particularly of RCU Credit Union; and
- (e) I undertake to participate in and complete any training program required of directors of Ontario credit unions by the Financial Services Regulatory Authority (FSRA) of Ontario, or required by the Credit Union of its directors.

A Credit Bureau file and Police Criminal Record Report will be required and referred to by the Nominating Committee of the Board, relating to the qualifications of a Board Member nominee as it relates to Section 83 of the Act. The undersigned consents to the obtaining of such information.

DATED at _____, Ontario this ____ day of _____, 20____.

Witness:_____

Nominee:_____

Print name:_____

Print name: _____

Address:_____

Phone:_____

Acceptance of Nomination

I hereby accept the nomination for the position of Director of RCU Credit Union. I agree to the terms and conditions of the nomination process, acknowledge the receipt of the nomination package, understand and agree with the terms and conditions and know of no reason that I am not eligible to stand for the position of Director.

I acknowledge having received from RCU Credit Union and read the Nomination Package outlining all of the eligibility requirements for election to the Board of Directors, as well as the disqualifications, as set out in the Credit Unions and Caisses Populaires Act of Ontario and the by-laws of RCU Credit Union, and hereby confirm that I know of no fact or circumstance that would render me ineligible to serve as a director of RCU Credit Union.

Signature of Candidate	Account Number	Date

Candidate Information:

E-mail address: _____

Telephone (cell): _____ (home): _____

By signing above, you indicate your consent to the disclosure of the entire statement you provide hereunder, without any amendment or alteration, to the members of RCU Credit Union in attendance at its Annual General Meeting to be held on April 23, 2023 at 3:30pm.

Information and Candidacy Statement

Please attach to this nomination notice a statement of 250 words or less, containing at least the following information:

- Brief summary of professional experience and work history including current occupation and employment status;
- Education / Professional Designations;
- Community Involvement (describe current and/or past involvement in organizations or volunteer activities);
- Previous Governance and/or Board experience (include brief summary of duties/responsibilities);
- General and/or Specialized expertise (summarize skills/experience useful as Board member); and
- Personal Statement of Interest (reasons for wanting to be member of RCU Credit Union's Board).

Expertise / Experience Assessment

Name: _____

Please indicate your expertise/experience in the following subject areas by circling E (expert), G (good), B (basic) and N (none) next to each item in the list below, given the following definitions:

E (expert): You possess a degree/diploma/certificate and/or have significant relevant work experience in the subject area.

G (good): You have direct experience or significant familiarity with the subject area as part of your employment or volunteer activities.

B (basic): You have basic knowledge of the fundamentals and concepts related to this subject area.

N (none): You have no familiarity with the subject area.

Subject Area	Rating
1. Financial expertise (CA, CGA, CPA, CMA, CFA or CIA)	E G B N
2. Senior and/or upper middle management experience	E G B N
3. Entrepreneurial and/or self-employment experience	E G B N
4. Legal	E G B N
5. Information technology planning and implementation	E G B N
6. Enterprise-wide risk management	E G B N
7. Community economic development	E G B N
8. Financial Institution experience	E G B N
9. Co-operative sector experience	E G B N
10. Corporate social responsibility	E G B N
11. Mergers and acquisitions	E G B N
12. Regulatory environments	E G B N
13. Strategic planning	E G B N
14. Human resources	E G B N
15. Marketing	E G B N
16. Change management	E G B N
17. Other areas of expertise. Please specify: _____ _____	E G B N E G B N

Skills / Capability Assessment

Name: _____

Please circle yes or no as appropriate.

1. Do you meet the Board Candidate Eligibility Requirements?	Yes No
2. To the best of your knowledge, are you free of any conflict of interest? (e.g. you can't be an employee of RCU or of its regulators; you can't be an employee or a Director of a competing financial institution.)	Yes No
3. Are you able to read and comprehend RCU's Balance Sheet and Income Statement, and assess the implications of these documents?	Yes No
4. Can you recognize and assess business risks and strategic opportunities?	Yes No
5. Do you have sufficient time and energy to devote to the performance of duties as a member of the Board of Directors (see page 5)?	Yes No
6. Do you have good oral and written communication skills?	Yes No
7. In your personal and professional dealings, do you demonstrate integrity, high ethical standards and respect of privacy and confidentiality?	Yes No
8. Are you willing to assume the responsibilities associated with the role of Director, including dedicating time to training and development?	Yes No
9. Do you have a computer, printer and access to the Internet and do you have the ability to operate them?	Yes No