

CREDIT INSTITUTE
OF CANADA



L'INSTITUT
CANADIEN DU CRÉDIT
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NOMINATION INFORMATION PACKAGE

FOR

2017 REGIONAL ELECTIONS

December 23, 2016



Credit Institute of Canada
L'Institut Canadien du Cr dit

216C - 219 Dufferin Street, Toronto, ON M6K 3J1 Tel: 416-572-2615 (888) 447-3324 Toll Free www.creditedu.org

CALL FOR NOMINATION
TO SERVE AS NATIONAL DIRECTORS OF THE CREDIT INSTITUTE OF CANADA

Dear Members:

The Governance Task Force (GTF) of the National Board of Directors of the Credit Institute of Canada (CIC) is accepting applications to serve on its volunteer Board to fill upcoming vacancies. This is a three-step process as follows:

1. Submission of the nomination form
2. Assessment of nomination forms by the GTF
3. Regional elections by electronic voting

There are eight (8) board positions available starting in June 2017, and they are as stipulated in Section 3.000 (a) of the CIC General By-laws:

“The affairs of the Institute shall be managed by a Board all of whose Directors without exception must be designate holders and members in good standing of the Institute in order to make and second motions and vote on such motions. Any Directors who are not designate holders and/or are not members in good standing of the Institute shall not make or second motions and shall not have a vote, nor shall such Director hold any office of the Institute. The Board shall consist of the following:

- (a) *Directors will be elected or appointed from each region as follows: British Columbia, (1), Prairies (2), Ontario (3); Quebec (1), Atlantic (1)...”*

The service term for each position is June 1, 2017 to May 31, 2019 – a two-year term.

All candidates must complete the attached Nomination Form (Appendix A) and submit it to the GTF no later than January 31, 2017.

Candidates elected for the CIC Board will be expected to bring an understanding of the role of CIC, be able and willing to work with other board members to make informed decisions that are in the collective interests of the national organization.

Enclosed with this package is a copy of the **General By-laws** (Appendix C) of the CIC. Anyone interested in serving on the National Board should be conversant with and comfortable with the CIC mission, vision and values. In particular, candidates are directed to the **General By-laws, Section 3.000**, and the **Qualifications, Skills and Experience of National Director** document (Appendix B)

Governance Task Force

CREDIT INSTITUTE OF CANADA

APPENDIX A

CREDIT INSTITUTE OF CANADA NOMINATION FORM – NATIONAL BOARD OF DIRECTORS

Candidate Information

Full Name: _____

Home Address: _____

Business Address: _____

Personal E-Mail: _____ Business Email: _____

Tel. # Work: _____ Home: _____ Cell: _____

Member #: _____ Chapter/Forum: _____

Member Category: CCP ACI HONOURARY EMERITUS

I confirm I meet all of the qualifications per the Credit Institute of Canada's Qualifications of Directors, as stipulated in Sections 3.030 and 3.031 of the CIC General By-laws (enclosed) and I hereby agree to let my name stand for the National Board of Directors of the Credit Institute of Canada.

Dated this day of, 20.....

(Print name)

(Signature)

The Completed Nomination Package must include:

1. Nomination Form
2. A brief biography (250 words maximum)
3. A position statement why you want to serve on the Board of Directors (250 words maximum)
4. A digital copy of a recent headshot

Please submit your application, no later than **January 31, 2017** to the attention of the General Manager at nkhadaroo@creditedu.org or by mail to:

Credit Institute of Canada, 219 Dufferin Street, Suite 216C, Toronto, ON M6K 3J1

APPENDIX B

Qualifications, Skills and Experience of National Director (Chapter)

This is one of two documents with the second one pertaining to the Role of National Director (with obligations and responsibilities to the National Board).

The National Director is the representative of the Region on the National Board. He/she brings Region concerns to the National Board and provides input on which decisions are made for the benefit of The Credit Institute of Canada (“CIC”) including all Chapters and Forums. The National Director acts as a liaison between the National and Chapter/Forum Board, ensuring that lines of communication are clear and open between both groups, and that critical needs and decisions are well understood by both parties.

This document outlines Chapter expectations of their respective elected/appointed National Director. It neither supersedes nor is it exclusive to his/her role at and on the National Board. He/she has a dual responsibility whereby the National Director must always consider the interests of the Institute as a whole and not just the Region he/she represents.

This is critically important for the overall success of CIC because the National Board is structured so that only National Directors with a CIC designation representing a Region, have voting rights on the National Board. Therefore, it is incumbent upon the National Director that he/she must always focus on the best decisions that will be beneficial for CIC as a whole.

National Directors collaborate with members of the Board and Committees to maintain the vitality and effectiveness of both groups pursuant to the Articles of Incorporation (founding document), the Bylaws, Vision, Mission and Member Values. They recognize the importance of and accept all the responsibilities that go with their position.

A volunteer in this role has multi-faceted and inter-connecting responsibilities. The volunteer is a Chapter/Forum Director and acknowledges that he/she is bound by all the conditions and responsibilities set out in generic chapter governance documents titled “Role of the Chapter Director” and “Generic Terms of Reference for the Chapter Board” in addition to this governance document.

Where the volunteer holds the position of an officer, or chair of a committee or task force, or as a committee or task force member, he/she is also bound by all the conditions and responsibilities set out in the prescribed respective generic chapter position descriptions, and committee and task force terms of reference.

Appointment and Composition

1. The Region elects one or more National Directors biennially in accordance with the National Bylaws.
2. Furthermore, a Region is permitted to elect a second National Director where the first National Director is elected as President & Dean at a National AGM in accordance with the National Bylaws.

Election and Term of Office

The National Director's term of office begins immediately after the National AGM and concludes two years after at the National AGM. The National Director may be elected for consecutive two-year terms in accordance with the National Bylaws. Such election may be for a maximum of three consecutive two-year terms in accordance with the National Bylaws or as amended by the general membership at any properly constituted National AGM. Since the dates of the AGM for the National and Chapter/Forum Boards do not coincide, the National Director shall hold that office to the end of the existing term on the National Board even after his/her term as Chapter/Forum Director has concluded at an earlier date.

Vacancy

The National Board through the Governance Task Force shall call a by-election to fill any vacancy of the National Director for the balance of the term in accordance with the National Bylaws.

Accountability

The National Director shall be responsible to the National Board and accordingly shall respect all confidential matters. At the same time, he/she is responsible to provide feedback and information arising from National Board meetings that will assist the Chapter/Forum Board and membership at large without compromising confidentiality.

Resources

Electronic capability is necessary to function properly. The cost of attending National Board meetings and participating in teleconference calls are borne by the National office. Since CIC is a "not-for-profit" entity, it conducts its affairs with a National Board of volunteers without any remuneration as set out in the National Bylaws. Likewise, Chapters conduct their affairs with a Chapter Board of volunteers without any remuneration. At the National level, CIC has an office and employs paid staff.

Qualifications, Skills and Experience (in random order)

Further to the qualifications listed above, a National Director:

1. Demonstrates an interest in taking a leadership role by representing his/her Region at the National level.
2. Recognizes and hereby agrees that he/she is also obligated to make sound decisions for the benefit of CIC and all other Chapters.
3. Has a sound working knowledge of CIC and the Chapter, and is familiar with the following:
 - a. Articles of Incorporation (founding document) of CIC.
 - b. By-laws of CIC.
 - c. By-laws of the Chapter(s).
 - d. Code of Ethics.
 - e. Financial affairs of the Chapter(s) and CIC.
 - f. Privacy legislation (federal and provincial).
4. Demonstrates effective communication skills and leadership ability.
5. Exhibits professionalism in all aspects of the management of Chapter affairs.
6. Demonstrates an ability to listen to the spoken word, takes the appropriate steps to understand the issues, and articulates viable options and a plan of action.
7. Demonstrates an ability to work co-operatively and is a team builder.
8. Recognizes that the need for computer literacy is a necessary asset.
9. Has an understanding of parliamentary procedures.

Time Commitment* (in random order)

In addition to the time commitments listed above, the National Director should be prepared to dedicate the additional time required to fulfill his/her responsibilities (all quoted times are approximate):

1. Attend two National Board meetings (including flight times) - 2 to 3 days for each meeting.
2. Participate in two teleconference National Board meetings – 3 hours for each meeting.
3. Preparation time for all meetings – 1 to 2 hours for each.
4. Potentially chair or co-chair at least one National committee – 3 to 5 hours per month*.
5. Makes and returns telephone calls and emails – 1 to 2 hours per month*.
6. Writes reports for the Chapter Newsletter and Board – 8 hours per year.
7. Attends Chapter Board meetings, 8 meetings per year and AGM in April – 1 to 2 hours each†
8. Attends various Chapter functions as a representative of the National Board – 6 to 8 hours per year†

*Please note, depending on the task at hand, time spent may vary widely from a great deal of time to very little or nothing at all.

†For the Prairies and Ontario regions – mostly virtual meeting attendance, except once or twice a year; attendance at Chapter functions requires pre-approval for expense reimbursement

Responsibilities (in random order including but not limited to the following)

1. Complies with both the National and Chapter Bylaws, and the National Code of Professional Ethics for the Credit Profession.
2. Attends National Board meetings, AGMs and participates in teleconference calls as called by the National Executive Committee ("NXC").
3. Undertakes advance preparation for National Board meetings with all the information provided electronically by the National office.
4. Complies unconditionally with all matters of confidentiality and avoids any and all conflicts of interest or potential conflicts of interest. In this respect, newly elected National Directors are required to sign both a Confidentiality Policy document and a Conflict of Interest Policy document at the National Board.
5. Complies with the responsibilities of National Director as prescribed by the National Board.
6. Recognizes that he/she must orient his/her immediate successor as National Director.
7. Participates fully and co-operatively in a progressive manner at National Board meetings.
8. Participates on at least one National Committee.
9. Is prepared to chair or co-chair a National Committee when requested.
10. Takes chapter concerns to the National Board.
11. Must be an authorized signatory for the Chapter(s) in compliance with the National Board mandate approved by it at their June 16, 2009 Board meeting.
12. Reports about on-going National matters to the membership via the Chapter newsletter and prepared speeches at various Chapter functions. In the event conditions preclude the National Director being an authorized signatory at the Chapter(s), the Chair of the National Audit Committee ("NAC") shall be apprised for resolution.
13. Acts as the National Board representative at Chapter functions when no one is available.
14. Carries out such other relevant tasks as requested by the Chapter Board.
15. Carries out such other relevant tasks as requested by the National Board, or President & Dean, or the General Manager.
16. Submits a report for the official Chapter record (either written or electronic) prior to each Chapter/Forum Board meeting about matters reviewed at the National Board.
17. Submits an annual report for the official Chapter record (either written or electronic) to the Chapter AGM.

This form was approved by the National Board of Directors on June 21, 2016 and it supersedes all previously approved forms.