

National Association of Federal Retirees
2019 Annual Meeting of Members

Board of Directors Nomination Form

Nominator

I, _____ of _____, and
please print name address

I, _____ of _____,
please print name address

nominate _____ of _____
please print name address

as director of the following position (check
your district and/or President):

B.C. and Yukon	<input type="checkbox"/>
Ontario	<input type="checkbox"/>
Quebec	<input type="checkbox"/>
Atlantic	<input type="checkbox"/>
President	<input type="checkbox"/>

signature of nominator (must be an Association member)

date (dd/mm/yy)

signature of nominator (must be an Association member)

date (dd/mm/yy)

Nominee

I, _____ of _____ branch,

accept the nomination for the office of director.

I hereby certify that I am a member in good standing in the Association and pledge that if
elected, I will faithfully carry out the duties of that office.

signature

date (dd/mm/yy)

Membership # _____

The physical copy of your completed form **must be mailed by post** to the address below. To expedite
your application, you may wish to also scan the form and email it to raymond@federalretirees.ca or
fax it to 613-745-5457.

Megan Williams, Chair of the Nominating Committee
C/O Executive Assistant, Personal and Confidential
Federal Retirees National Office
865 Shefford Road, Ottawa, ON K1J 1H9

Governing Requirements

Directors owe diligence to all the members of the Association/corporation, not just those in a particular group such as a district.

148. (1) Every director and officer of a corporation in exercising their powers and discharging their duties shall act honestly and in good faith with a view to the best interests of the corporation; and

(b) exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.¹

The Canada Not for Profit (NFP) Act requires directors to show fiduciary duty to the Association. This means that, in addition to acting in the best interests of the corporation (Association), directors are also required to not disclose confidential information and to avoid conflict of interest. The NFP Act binds directors to comply with the Act and further binds directors to comply with the articles, and by-laws of the Association.

S 124 of the Act states that “...*the directors shall manage or supervise the management of the activities and affairs of a corporation.*” At the Association, this is managed through a Board policy set. The policies have a section on how the Board conducts its business and another section on what is delegated to the CEO and the reporting requirements for the Board to monitor (supervise) the activities of the CEO.

District Structure

The Association has apportioned the country into six fairly equal districts by member population. Each district has two directors that live there. The president and vice-president directors can be from any district. This structure enables members a roughly equal opportunity to become a director and ensures that directors can be a conduit of information between each geographic district and the Board. This does not mean that a director represents a district. Directors are, in fact, elected by all the voting members at the annual members meeting, which reflects that directors represent all the Association. Having a couple of directors living in each district provides simple access for local branches to be able to talk to a director and for directors to inform local branches of national business. While a director may bring a concern forward from a local branch, when it comes to discussion and voting, each director must reflect the needs of the Association overall rather than the needs of an individual branch.

Terms

Director terms are for three years unless filling a vacancy, which is to the end of that term. Terms are staggered within each district so that normally both directors do not come for election in the same year. This supports continuity within each district by maintaining an experienced director in years when the other director is someone new.

Activities

The Association Board usually has four in-person meeting sessions a year and one of them is combined with the annual members meeting in June. The meetings last 2-3 days including committee meetings. Most meetings are held in Ottawa and the Association provides for travel and related expenses.

During the year, the Board may also have two or three web-based meetings, depending on what is happening in the Association’s environment, particularly around advocacy needs. Directors are usually assigned to one or two committees. Some of the committees meet in conjunction with the Board meetings and some meet by webinar.

Directors maintain contact with branches in their resident district as well as with local political representatives to support the Association’s advocacy efforts. Staff at national office provide tools and support for directors in their advocacy efforts and work with fellow volunteers.

¹ Canada Not-for-Profit Corporations Act