Call for Nominations/Applications to the National Board of Directors

2025 NATIONAL BOARD OF DIRECTORS NOMINATIONS INFORMATION PACKAGE October 30, 2024

Dear Affiliate Partners and Potential Applicants:

The Nominating Committee of the National Board of Directors (NBOD) of Habitat for Humanity Canada (HFHC) is accepting candidate nominations to fill upcoming NBOD vacancies. We hope to receive a record number of nominations with a view to having a diverse, talented, and dedicated pool of candidates to draw from.

There will be up to six (6) board positions available in 2025, including a maximum of three (3) new or returning external board members. One position must be from the Alberta region, one position must be from the Saskatchewan, Manitoba or Northwest Territories region, and the other board positions can be from any region. Each of these volunteer positions is for a three-year term (May 2025 to May 2028).

Diversifying the NBOD continues to be a priority in the NBOD nomination process. The families and communities we serve are diverse in many ways. By better reflecting this diversity in the makeup of our Habitat boards, we will increase our understanding of how to best serve Habitat families, and our ability to reach these families and the full range of volunteers, partners, and resources we need to help them.

As you consider potential candidates to nominate for the NBOD, or for your own board, please look for people who have a good skill set and a strong connection to Habitat, and who will also bring an underrepresented perspective to the board by virtue of their racial or ethnic background, national origin, age, sexual orientation or identity, education, or disability.

In terms of skills and experience, we are especially looking for qualified candidates who can contribute to the NBOD in the following areas:

Construction/Real Estate Development Finance Fundraising/Resource Development Legal Acumen

This package includes a copy of the HFHC General Operating Bylaw and related Bylaw Policies, which govern our operations. Anyone interested in serving on the NBOD should be conversant and comfortable with these documents and with **HFHC's vision**.

In particular, candidates are directed to General Operating Bylaw No.14, Sections 20-35 (Board of Directors and Powers of Directors) and Section 43 (Board Committees). Excerpts from the Bylaw Policies related to "Nominations & Elections" and "Board Committees" are provided in this package for your convenience.

Internal candidates for the NBOD must be nominated by their affiliate's Board of Directors.

All candidates must complete the appropriate Nomination Form (attached) and have demonstrated leadership, passion, and a commitment to help realize HFHC's vision.

Candidates will be expected to bring a broad understanding of Habitat for Humanity, and internal candidates will be expected to have knowledge of Habitat for Humanity at the local level. All candidates are expected to be able and willing to work with other NBOD members to make informed decisions that are in the collective interests of our national federation.

HFHC NBOD Nomination/Selection/Election Schedule

- i. Nominations will be accepted immediately following the distribution of the Call for Nominations. Completed nominations submitted electronically must be received by December 18, 2024, at 5:00 p.m. ET.
 - Completed nominations submitted by mail must be postmarked no later than December 18, 2024.
- ii. All nominations will be acknowledged by HFHC within 15 days of receipt.
 - The Nominating Committee will review all nominations and interview shortlisted candidates in January and February 2025.
- iii. Following the interview process, the Nominating Committee will recommend a list of internal candidates to the NBOD for approval as Board nominees.
 - Recommended Board nominees will be contacted by the NBOD Chair, HFHC's CEO, and the NBOD Nominating Committee Chair to further discuss their candidacy, clarify expectations, and address questions the nominees may have.
- iv. In February 2025, all nominees will be advised if they have been approved by the NBOD as a Board nominee.
- v. In April 2025, affiliate members will receive a brief profile of each approved nominee.
- vi. Each approved nominee is expected to attend the HFHC Annual General Meeting (AGM) on May 16, 2025, when the approved Board nominees will be presented to the membership for election.
- vii. The newly elected NBOD's first meeting will be held on May 16, 2025, following the Annual General Meeting and National Conference. At this meeting, NBOD Officers will be elected and orientation for new NBOD members will begin.

All NBOD members are expected to:

- Attend all scheduled board meetings, including up to four in-person or videoconference meetings annually. Face-to-face full-board meetings are currently held twice a year, generally on a Friday or Saturday.
- Dedicate 3-4 hours for preparation prior to each board meeting, in addition to meeting and travel time.
- Participate on at least two NBOD committees.
- Attend the HFHC National Conference and Annual General Meeting (typically held in late April or May) for up to three days.
- Help HFHC to expand its resource base by sharing expertise and providing access to personal or professional contacts who may be interested in contributing to Habitat's success.

All NBOD committee members are expected to:

- Attend all scheduled committee meetings (normally 6-8 annually). These meetings are generally held by videoconference.
- Bring to the committee a high degree of interest and/or expertise in the areas being addressed.
- Schedule 1-3 hours for preparation prior to each meeting.

Note:

- NBOD members are not remunerated for their volunteer services.
- All expenses related to participating on Habitat Canada's National Board of Directors or its committees are covered by HFHC in accordance with HFHC policy.
- It is powerful for our stakeholders to hear that 100% of NBOD members make a financial contribution to HFHC each year. We aim for 100% NBOD members to donate to HFHC, with the amount of the contribution left to individual members to determine.

As noted above, the next NBOD election will take place at the HFHC Annual General Meeting scheduled for May 16, 2025.

Nomination forms are enclosed with this package. Completed forms <u>sent by email</u> must be received by December 18, 2024, at 5:00 p.m. ET and sent to Matthew Gustafson at <u>mgustafson@habitat.ca</u>. Completed forms <u>sent by mail</u> must be postmarked no later than December 18, 2024, and sent to:

Mr. Ken Lancaster Chair, Nominating Committee c/o Matthew Gustafson Habitat for Humanity Canada 100 Yonge Street, 10th Floor, Suite #1002 Toronto, ON M5C 2W1

If you do not receive confirmation that your nomination form has been received within 15 days of submitting it, please contact Matthew Gustafson at 1-800-667-5137 or mgustafson@habitat.ca.

BOARD NOMINATIONS & ELECTIONS

(Excerpts from Bylaw Policies)

By-Law Policy on Board Nominations & Elections

The following guidelines shall be used for the nomination and election of Directors of the Corporation:

Board Composition

- 1. The Board of Directors will be made up of:
 - a. Directors who shall be either "internal" Directors or "external" Directors.

 "Internal" Directors are Directors who will have been nominated by boards of directors of Affiliate Members where the Director resides in the Service Area of the Affiliate Member. "External" Directors are Directors who will have been nominated and elected from the public-at-large;
 - **b.** Directors of whom at least a majority shall be "internal" Directors;
 - c. at least one Director from each of the following five (5) geographic regions (each a "Region"), provided that each Region either has an incumbent Director or, if there is no incumbent Director for a particular Region, at least one (1) candidate for Director has been nominated by that Region:
 - 1. British Columbia and the Yukon
 - 2. Alberta
 - 3. Saskatchewan, Manitoba, and the Northwest Territories
 - 4. Ontario
 - New Brunswick, Nova Scotia, PEI, Newfoundland and Labrador, Quebec and Nunavut;
 - d. no more than five (5) of the "internal" Directors from any one Region; and
 - e. no more than five (5) "external" Directors.
- 2. Board composition with regard to the 5 Regions is designed to ensure regional diversity, not for the purpose of regional representation. All Directors are to serve the interests of the Corporation and all its Affiliate Members.
- 3. Directors will be vetted by the Nominating Committee to ensure that they have the prerequisite skills, experience and expertise to serve on the Board.
- 4. All other factors being equal, the Nominating Committee will try to foster a Board of Directors which is diverse with respect to gender, ethnicity, and professional experience.

Nominations Process

- The Nominating Committee shall maintain a Board Inventory which catalogues Director
 profiles, tracks the rotation schedule of Directors, identifies vacancies that need to be
 filled, and indicates required characteristics that should be sought from future candidates
 to the Board.
- 2. The Nominating Committee shall use the Board Inventory to develop a profile of "required candidates" and for preparing a "Call for Nominations" that will be issued to Affiliate Members and, where appropriate, to the public at large.
- 3. The Nominating Committee shall, after the Call for Nominations is closed, review the nominations and assess those nominations as against the profile for required candidates and shall recommend to the Board of Directors a list of eligible and proposed candidates, together with the proposed term of office for the successful candidates, for approval for distribution to the Affiliate Members.
- 4. Upon approval of the candidates by the Board of Directors, the Nominating Committee shall prepare and distribute to Affiliate Members a list of eligible and proposed candidates and the term of office for the successful candidates at least one month prior to the Annual General Meeting. Also provided for each candidate will be their biographical profiles and the nomination forms stating who is nominating them to the Board of Directors.

Election Process

- The Nominating Committee shall ensure that ballots listing all eligible and proposed candidates are prepared, distributed and properly counted for the election of Directors at the Annual General Meeting. It shall be at their discretion whether or not to have separate ballots for "internal" and "external" candidates and all other matters pertaining to the voting procedure.
- 2. Nominated candidates will be given an opportunity to address the Members at the meeting where the Directors are to be elected, the allocated time for which will be determined by the Nominating Committee but will not exceed 5 minutes per candidate.

BY-LAW POLICY ON BOARD COMMITTEES AND ADVISORY GROUPS

- Committees of the Board of Directors (other than the Finance & Audit Committee the
 members of which must all be members of the Board of Directors) may be comprised of
 Directors only or both Directors and non-Directors provided that the Board of Directors
 may not delegate any of its powers to any committee that includes one or more nonDirectors as members.
- 2. All committees of the Board of Directors will be chaired by Directors who will be responsible to report at each regular meeting of the Board on the activities and recommendations of their committee. The chairs of each committee of the Board of Directors shall be determined by the Chair and ratified by the Board of Directors at the first Board of Directors meeting held immediately following the Annual General Meeting ("AGM") in each year.

- 3. The chairs of each of the committees of the Board of Directors shall provide reports to the Board of Directors at Board of Directors meetings.
- 4. The Nominating Committee shall solicit expressions of interest from the Affiliate Members for service on committees of the Board of Directors (the "Committee Service Notice") as soon as practical after the first meeting of the Board of Directors following the AGM each year, with a written request that expressions of interest in serving on Board of Directors committees be submitted to and received by the Nominating Committee on or before a date to be specified in the Committee Service Notice.
- 5. All appointments to committees of the Board of Directors must be approved by the Board of Directors who shall consult with the Nominating Committee on such matters. To this end, the Nominating Committee shall present a slate of recommended committee appointments to the Board of Directors for approval by the Board of Directors as soon as possible after the AGM in each year and in any event no later than the first day of June in each year.
- 6. Committee appointments shall be for a term of one (1) year, with the term to commence on the first day of June in each year and to end on the thirty-first day of May in each year. In the event that a Director, who is a member of any of the committees of the Board of Directors, resigns from the Board of Directors, is removed from the Board of Directors, or whose term of office expires during the year, then upon said Director leaving his or her office of directorship, such person shall be deemed to also have resigned on the same day from any committees of the Board of Directors on which such person is serving.
- 7. The Board of Directors shall be authorized to create and dissolve all committees and advisory groups of the Board of Directors as deemed necessary by the Board of Directors, and to revise the terms of reference for all committees and advisory groups of the Board of Directors from time to time, including the creation and dissolution of all standing committees, in the Board of Director's discretion.
- 8. Unless otherwise determined by the Board of Directors, each committee and advisory body shall have the power to fix its quorum at not less than a majority of its members and to formulate its own rules of procedure. To the extent that the Board of Directors or the committee does not establish rules to regulate the procedure of the committee, the provisions of these By-laws applicable to Board of Directors meetings shall apply with all necessary modifications.



2025 Board Nomination Form for External Candidates

This form is to be completed by external candidates being nominated by a local affiliate to serve on the National Board of Directors (NBOD) of Habitat for Humanity Canada (HFHC). The submission deadline is **December 18, 2024,** at **5:00 p.m. ET**.

- Completed external nominations **submitted by email** must be received by <u>December 18, 2024, at 5:00 p.m. ET</u> and should be sent to <u>mgustafson@habitat.ca</u>.
- Completed external nominations **submitted by mail** must be postmarked no later than <u>December 18, 2024</u>, and should be sent to:

Mr. Ken Lancaster Chair, Nominating Committee c/o Matthew Gustafson 100 Yonge Street, 10th Floor, Suite #1002 Toronto, ON M5C 2W1

If you do not receive confirmation that your application form has been received within 15 days of submission, please contact Matthew Gustafson at 1-800-667-5137 or mgustafson@habitat.ca.

Nominations of external candidates will be considered only if they have been signed by the applicant and include two (2) references, whom the Nominating Committee may contact.

Note: The next election for the HFHC NBOD will take place at the Annual General Meeting (AGM) on **May 16, 2025**. Nominees are expected to attend the AGM and the National Leadership Conference in May 2025.

APPLICANT

Name of Applicant:			
Work Address:			
Home Address:			
Phone Numbers:	Work:	Home:	Other:
Email:			
Signature:			Date:

I hereby apply to serve as a member of the volunteer National Board of Directors of Habitat for Humanity Canada. I confirm that I have read the NBOD Nomination/Information package; I have read and can support the organization's Bylaws and Bylaw Policies; the information contained in this application is complete and accurate; and, to the best of my knowledge, I have no conflicts of interest that would hinder my ability to serve the organization.

EXTERNAL CANDIDATE INFORMATION

Note: All or part of the following information may be distributed to individuals involved in electing or selecting the NBOD and its committees.

BIOGRAPHICAL PROFILE AND IN	NTEREST	
	ess your professional background, you to serve on the NBOD and its commi	
LANGUAGES (mark with an X)		
☐ Fluent English☐ Fluent French☐ Fluent Other (specify):		_
PROFESSIONAL EXPERIENCE		
Employer	Job Title	Dates
EDUCATION		
School	Degree/Certificate	Dates

Local Habitat/ National Organization	Role	Dates
Organization	TROIC	Dutos
ot mandatory or required.		
PERIENCE WITHIN OTHER NON	I-PROFIT ORGANIZATIONS	
Organization	Role	Dates
ark with an X) □ Enterprise Risk & Affiliate Rela Committee □ Finance & Audit Committee □ Governance Committee		Community Strategy Committee ources Committee Committee
ease explain:		
VO REFERENCES (REQUIRED O	NLY FOR EXTERNAL APPLICA	ANTS)*
VO REFERENCES (REQUIRED O		ANTS)* Contact Information
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WO REFERENCES (REQUIRED O		

^{*} The Nominating Committee may contact these references.



2025 Board Nomination Form for Internal Candidates

This form is to be completed by each internal candidate being nominated by a local affiliate to serve on the National Board of Directors (NBOD) of Habitat for Humanity Canada (HFHC). The submission deadline is **December 18, 2024,** at **5:00 p.m. ET**.

- Completed internal nominations **submitted by email** must be received by <u>December 18, 2024, at 5:00 p.m. ET</u> and should be sent to <u>mgustafson@habitat.ca</u>.
- Completed internal nominations **submitted by mail** must be postmarked no later than <u>December</u> 18, 2024, and should be sent to:

Mr. Ken Lancaster Chair, Nominating Committee c/o Matthew Gustafson Habitat for Humanity Canada 100 Yonge Street, 10th Floor, Suite #1002 Toronto, ON M5C 2W1

If you do not receive confirmation that your application form has been received within 15 days of submission, please contact Matthew Gustafson at 1-800-667-5137 or mgustafson@habitat.ca.

Nominations of internal candidates will be considered only if they have been signed by the nominee and by an authorized representative of the Board of Directors of the affiliate member which is nominating the candidate.

Note: The next election for the HFHC NBOD will take place at the Annual General Meeting (AGM) on **May 16, 2025**. Nominees are expected to attend the AGM and the National Leadership Conference in May 2025.

NOMINATED CANDIDATE

Name of Nominee:			
Work Address:			
Home Address:			
Phone Numbers:	Work:	Home:	Other:
Email:			
Signature:			Date:
confirm that: I have read the Bylaw Policies; the information	Nominations Inform on contained in this	nation Package; I have read and car	rs of Habitat for Humanity Canada. I n support the organization's Bylaws and te; and, to the best of my knowledge, I manity Canada.
INTERNAL CANDIDATE	C NOMINATE	o pv	

Name:	Title:
Name of Affiliate Member:	
Signature:	Date:
I hereby acknowledge that th	is nomination has been approved by the Board of Directors of the aforementioned affiliate member

and that I am authorized to sign for and on behalf of this affiliate.

INTERNAL CANDIDATE INFORMATION

Note: All or part of the following information may be distributed to individuals involved in electing or selecting the NBOD and its committees.

BIOGRAPHICAL PROFILE AND IN	ITEREST	
Please describe in 300 words or le Humanity, and why you would like	ess your professional background, yo to serve on the NBOD and its comn	our involvement with Habitat for nittees.
LANGUAGES (mark with an X) Fluent English Fluent French Fluent Other (specify): PROFESSIONAL EXPERIENCE		
Employer	Job Title	Dates
EDUCATION		
School	Degree/Certificate	Dates

EXPERIENCE WITHIN HABITAT F	OR HUMANITY		
Local Habitat/ National Organization	Rol	e	Dates
EXPERIENCE WITHIN OTHER NO	N-PROFIT ORGA	NIZATIONS	
Organization	Rol	е	Dates
I have expertise and/or interests committees: (mark with an X) Enterprise Risk & Affiliate Recommittee Finance & Audit Committee Governance Committee	elations (☐ Housing & C	Community Strategy Committee Durces Committee
Please explain:			



Name:	Date:	
Professional Designations, if any:		

Please rank each item on a scale of 1 to 5. The scale will be interpreted as follows:

- 1 = do not have this skill/experience at all
- 2 = have some familiarity of this area
- 3 = have a moderate level of skill/experience
- 4 = view this as an area of strength
- 5 = others see me as highly skilled/very experienced in this area.

Category (see page 3 for description of each category)	Rank yourself in each category.
Banking/Mortgages	
Business Management	
Community Social and Family Services	
Construction	
Cybersecurity	
Digital Marketing	
Financial Acumen	
Fundraising/Resource Development	
Governance	
Government Relations	
Health and Safety	
Insurance; Risk/Liability Management	
Legal Acumen	
Marketing and Public Relations	
People, Culture, and Change	
Project Management	
Public Accounting	
Real Estate Development	
Retail	
Strategic Planning and Critical Thinking	
Technology Transformation	



Other relevant skills/experience

Please provide details of any additional skills/experience that you believe are valuable as in your work as a director of Habitat for Humanity Canada:
Tell us about yourself
We want the nomination/election process to result in a National Board of Directors that is fully representative of Habitat for Humanity Canada members and the families that we serve.
In that light, please outline any other personal perspectives or experiences that you bring to the Board.



Core Skill / Experience Descriptions

Banking/Mortgages

Skills with lending and banking regulations and varied financing instruments.

Business Management

CEO or senior leader for major public, private or non-profit organizations.

Community Social and Family Services

Experience working with community organizations with a focus on family and/or social causes and the ability to build networks and foster relationships with stakeholders.

Construction

Experience with construction and development and familiarity with related areas such as materials handling and safety.

Cybersecurity

Network security experience addressing vulnerabilities affecting operating systems and network architecture, including servers and hosts, firewalls, wireless access points, network protocols, and data protection.

Digital Marketing

Experience promoting brands to connect with potential stakeholders using the internet and other forms of digital communication.

Financial Acumen

Accounting designation and senior management experience in financial accounting and reporting, and corporate finance.

Fundraising/Resource Development

Experience and proven success in raising funds.

Governance

Experience as a member of a board for an organization that operates at the policy/governance level (public, private, or non-profit sectors).

Government Relations

Experience in dealing with government agencies – at the municipal, provincial, or federal level. Have existing contacts with areas of government that could be of value to Habitat.

Health and Safety

Experience with Canadian National and Provincial Safety, Health and Environmental (SHE) legislation, standards, and codes.



Insurance; Risk/Liability Management

Experience working with National and Provincial Risk Management (RM) legislation, standards and practices including Enterprise Risk Management, Crisis Management, Business Continuity, Cybersecurity, Risk assessments and Audits.

Legal Acumen

A practicing or retired lawyer and/or experience in dealing with legal matters, especially in areas related to real estate and not-for-profit organizations.

Marketing/ Public Relations

Expertise and experience in major aspects of communications, marketing, and public relations.

People, Culture, and Change

Senior human resources leader with a strong understanding of performance management, compensation & benefits and relevant legislation.

Project Management

Experience creating project plans and/or executing project work plans using Project Management principles or PMP educations/courses.

Public Accounting

Is practicing or has recently practiced in a public accounting firm.

Real Estate Development

Experience with land use planning, municipal planning and building processes and realty development deals.

Retail

Experience in the retail industry, including knowledge of supply chain management, retail management, marketing, operations, and analytic solutions.

Strategic Planning and Critical Thinking

Experience in developing long range strategic plans, including the implementation and monitoring of the plan. Expertise and ability to assess and resolve issues and to generate innovative solutions.

Technology Transformation

Information technology (IT) systems knowledge and experience to help guide the organization towards the best and most efficient use of information and innovation.