

DIRECTOR

Nomination Form



By signing this form, the nominee accepts nomination, and acknowledges that he/she is eligible (member in good standing) for nomination in: (please check one)

- Zone 1 (Peace)**
 Zone 3 (Skeena)
 Zone 5 (Thompson)
 Zone 7 (Kootenay)

IMPORTANT *Nominees should review the back of this page for BCCA By-laws relating to directors. By signing this form, the nominee agrees to accept responsibilities as detailed in the bylaws (on the reverse of this page) if elected to serve as director.*

Name of Nominee (print): _____	Signature of nominee:
	Phone #:
	Email:

Nominated by BCCA member (print name):	Signature of nominator:
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Nominated by BCCA member (print name):	Signature of nominator:
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This nomination form must be signed by the nominee and two members (nominators) and received by BC Cattlemen's Association before January 31, 2021.

Return completed form to: BC Cattlemen's Association
 #4-10145 Dallas Drive
 Kamloops, BC V2C 6T4

Fax: 250-573-5155
 Email: election@cattlemen.bc.ca
 (with Subject: NOMINATION)

- ELIGIBILITY:** All members in good standing are eligible to accept nomination for director.
- ROLES:** Directors are responsible for association governance. Directors meet in person at least three times in addition to annual meeting, and hold several teleconferences each year.
- TERM:** Directors shall be elected for a two-year term. Directors take office at the first meeting of the board following the annual general meeting.
- MEETINGS:** Meeting schedule subject to change due to COVID-19 restrictions. Travel expenses plus honorarium are paid by the association to directors to help offset their expenses related to their participation on the board, including for the AGM.

For More Information: www.cattlemen.bc.ca or call BCCA 1-877-688-2333

Excerpts from BCCA By-laws

PART 4 – DIRECTORS

Number of Directors on Board

- 4.1 The Association must have twelve directors elected as set out below, plus the President. The directors shall be elected from the seven zones established by the Association, as follows:
- Zone 1 – B.C. Peace River, being the area from which members of the B.C. Peace River Regional Cattlemen's Association are drawn – two directors, elected in odd numbered years for a two year term;
 - Zone 2 - Central, being the area from which members of the Nechako Regional Cattlemen's Association, Prince George Cattlemen's Association, Quesnel Cattlemen's Association, and Robson Valley Cattlemen's Association are drawn – two directors, elected in even numbered years for a two year term;
 - Zone 3 - Skeena, being the area from which members of the Skeena regional Cattlemen's Association are drawn – one director, elected in odd numbered years for a two year term;
 - Zone 4 - Cariboo, being the area from which members of the Cariboo Cattlemen's Association, Clinton & District Cattlemen's Association, and South Cariboo Regional Cattlemen's Association are drawn – two directors, elected in even numbered years for a two year term;
 - Zone 5 - Thompson, being the area from which members of the Kamloops Stockmen's Association, Nicola Stockbreeders Association, and Lillooet Livestock Association are drawn – two directors, elected in odd numbered years for a two year term;
 - Zone 6 - Okanagan, being the area from which members of the North Okanagan Livestock Association and Southern Interior Stockmen's Association are drawn – two directors, elected in even numbered years for a two year term; and
 - Zone 7 - Kootenay, being the area from which members of the Creston Valley Beef Growers Association, Kootenay Livestock Association, Waldo Stockbreeders Association, and Windermere District Farmers Institute are drawn – one director, elected in odd numbered years for a two year term.

Alternate Directors and Casual Vacancy on Board

4.2 Each Zone shall elect an alternate director to act as director if an elected director from that Zone is unable so to act. The alternate director from that Zone shall become a director of the Association for that Zone if the elected director resigns, dies, or becomes incapable, and the alternate director shall act as a director of the Association temporarily if the elected director is unavailable, pending the return of the elected director. The alternate director from the President's Zone shall become a director of the Association upon the election of the President to that office. Should a Zone not elect an alternate director and a vacancy in the role of director for that Zone occurs, whether because the elected director resigns, dies, becomes incapable, or is temporarily unavailable, or because the elected director is elected as President, that Zone shall conduct a by-election to elect an alternate director to hold office as director until the next regular election in that Zone. Should there be a casual vacancy on the Board which is not filled by an alternate director, and failing a by-election in a Zone to replace a director, the Board may appoint a member from that Zone as a director to fill the casual vacancy for the unexpired portion of the term of office of the individual whose departure from office created the vacancy. No act or proceeding of the Board is invalid by reason only of there being fewer than the prescribed number of directors in office.

Immediate Past President

4.3 The immediate past President of the Association may serve in a non-voting advisory capacity to the Board and is not a director.

Qualifications of Director

4.4 No one shall be elected a director who is not a Voting Member in good standing of the Association or a representative duly authorized by a corporation or partnership which is a Voting Member in good standing, and who has not signed and delivered to the Association, along with the nomination of that person as a director, a consent to act as director in the form prescribed by the Board. No director shall serve more than four consecutive two year terms as a director, starting from May 24, 2014 (unless the director's term as President or Vice-President extends past the eight year limit in which case that director may continue to act as director and President or Vice-President until the end of the President's or Vice-President's term). At the end of the fourth two year term the director must cease to be an elected director for at least one year before being eligible for re-election. No director shall be an employee or contractor with the Association.

Cessation as a Director

4.5 A person shall immediately cease to be a director of the Association:

- upon delivering his or her resignation in writing to the General Manager of the Association or to the address of the Association;
- upon his or her death;
- upon the expiration of the then term currently determined stipulating the length of time for which he or she is to serve as a director; or
- upon his or her removal as a director of the Association by special resolution of the voting members of the Zone which that director represents, and in such case the voting members of that Zone may elect another individual to complete the term of office of the director who has been removed.

Election of Directors by Mail or Other Means

4.6 The election of directors shall be conducted by a mail ballot held in each Zone which is to elect directors in that year, unless the director or directors of that Zone are elected by acclamation, in which case the Association shall so advise the Voting Members located in that Zone. The Board may from time to time consider electronic means of voting for directors and recommend the Board's preferred electronic means of voting to the Voting Members at the annual general meeting. A special resolution is required to amend the method of electing directors.

Process for Nominations for Director

4.7 Nominations for director open January 1st of a year, and close January 31st of that year. The Association shall call for nominations for director by way of an election package mailed on or before January 5th of that year to all Voting Members in good standing. The director nomination form shall be that form approved by the Board, and any nomination of an individual as a director must be signed by the individual nominated and by two Voting Members of the Association and be accompanied by a consent to act as director signed by the individual nominated.

Process for Distributing and Collecting Ballots

4.8 By March 1st of that year, the Association shall mail a ballot for the election of one or more directors, to each member in each Zone which is to elect one or more directors in that year, along with a ballot envelope in which the completed ballot is to be placed, and a stamped envelope addressed to the Association in which the ballot envelope is to be returned to the Association. The information package accompanying the ballot shall identify the final date, selected by the directors in mid-April of that year, for return of ballots to the Association, with ballots received by the Association after that final date being excluded from the ballot count.

Voting for Directors

4.9 No Voting Member shall vote for more directors than the number of vacant positions for elected directors for that Zone. Any ballot on which more names are voted for than there are vacant positions shall be deemed to be void.

Receiving and Counting Ballots

4.10 The Association shall engage election scrutineers, being persons who are not members of the Association, to confirm that each stamped envelope shows on the back of the stamped envelope the name of a Voting Member in good standing of the Association, to open the stamped envelope and discard it, and to place the ballot envelope in a separate location. When the stamped envelopes are opened and all ballot envelopes removed, the scrutineers shall open the ballot envelopes, count the ballots, and declare the outcome of the director election for each Zone. The Association shall then advise the associations comprising that Zone of the outcome of the director election. The stamped envelopes and the ballots shall be retained until the passage of a motion at the Annual General Meeting authorizing the destruction of the stamped envelopes and the ballots, whereupon they shall be destroyed.

Start of Director Term

4.11 Directors start their term of office at the beginning of the directors' meeting immediately following that year's annual general meeting.

Board Powers

4.12 The Board may exercise all such powers and do all such acts and things as the Association may exercise and do, and which are not by these Bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the Voting Members in general meeting, but subject, nevertheless, to the provisions of:

- all laws affecting the Association; and
- these Bylaws.

The Board shall manage or supervise the management of the property, activities, and internal affairs of the Association.

Borrowing Power

4.13 The authority of the Board to borrow money and issue bonds, debentures, notes or other evidences of debt obligations at any time, to any person and for any consideration is restricted to the extent that the total of the amount to be borrowed plus any amounts previously borrowed must not exceed twenty percent of the Association's budget for annual revenue in the year in which the borrowing is under consideration for approval by the Board.

Investment Power

4.14 In investing the funds of the Association, the Board may make any investments which in its opinion are prudent. In determining whether an investment is prudent, the Board may consider the extent to which an investment furthers purposes and funding of the Association in addition to issues of pure economic return. Subject to the provisions of the Act, a director shall not be liable for any loss which may result from any such investment.