



CAFC's 2018 Call for Nominations for President and Board of Directors

Instructions

A Message from the Nominations, Resolutions and Bylaws Committee

Dear Members,

Thank you for your support of the Canadian Association of Fire Chiefs (CAFC) over the past year. We appreciate the commitment of every CAFC member. You give CAFC the capacity to strengthen and unite our voice nationally.

The Committee is now accepting nominations for the following three positions: President (2-year term); term Director-at-Large (2-year term) and Director-at-Large (2-year term). This document contains all the instructions and the application kits. Please note the timelines. If you have any questions, please direct them to our ED Tina Saryeddine at tsaryeddine@cafc.ca

We look forward to seeing you at the AGM where the elections will take place and where we will be presenting the proposal for e-voting in 2019. Thank you to all who come forward.

Sincerely,

Nominations, Bylaws, and Resolutions Committee



Key Dates

- Release Date: June 29, 2018
- Deadline to submit declaration of candidacy: July 25, 2018
- Candidates advised of election: August 3, 2018
- Candidate slide decks posted on CAFC website: August 21, 2018
- Election Date: September 18, 2018



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1. What is the call?

The committee is now accepting nominations for the following three positions:

- President (2 year term);
- Director-at-large (2 year term); and
- Director-at-large (2 year term).



2. Who are current board members?

- Chief Ken Block, President, (2016-2018)*
- Chief Pierre Voisine, Director-at-large Treasurer (2017-2019)
- Chief Ken McMullen, Director-at-large (2017-2018)*
- Chief Keri Martens, Director-at-large (2017-2019)
- Chief Daniel Perron, Director-at-large (2017-2019)
- Chief Vince McKenzie, Director-at-large (2016-2018)*
- Chief Dan McCoy, Chair of NAC (ex-officio)

*Term ending September 2018; eligible for re-election



3. Who is eligible to run for Board or President?

Per Section 4.2 of the Bylaws

- Any individual who is a member
- Must be 18+ years of age
- Resident of Canada as defined in Income Tax Act
- Who has the power under law to contract
- Has not been declared by courts of Canada or elsewhere incapable
- Does not have current status of bankrupt



4. About the Call for Board Members (Directors-at-Large)

Role, Involvement, and Attributes



4.1 What is the role of board members?

Directors have clear legislative and common law obligations (fiduciary responsibility):

- (1) Duty of care:** Exercise the care, diligence, and skill a reasonably prudent person with similar knowledge and experts would in comparable situation.
- (2) Duty of due loyalty:** Act honestly and in good faith in the best interests of the organization.

In addition, Board members play a strategic and generative role in ensuring the future growth and success of the organization.



4.2 What's involved as a Board Member (Director-at-Large)?

- One 2-hour Board phone meeting per month
- One 1-hour Joint Board-National Advisory Council teleconference quarterly
- Preparation time for each meeting (pre-read)
- Two in-person meetings per year (full-day expense covered)
 - Expected attendance at Fire Rescue Canada
 - Expected attendance at Government Relations Week
- Content leadership on at least one file with ED
- Review and work with the agreements in place to ensure transparency and coordination between Board and staff
- Additional involvement is expected of Board members who accept any of the officer roles appointed at the first meeting of the newly elected board



4.3 What are desired attributes of Board Members (Directors-at-Large)?

In addition to expertise and experience, a strong Director has:

- The courage to ask tough questions and propose solutions
- The integrity to do the right thing openly and honestly
- The generosity to share time and insight with management
- The passion to serve as Board lead for one of more files
- The collegiality to work respectfully and diplomatically
- The good judgment to seek different points of view
- The insight required to understand and manage conflicts of interest
- The time to be deliberate before reaching conclusions
- The willingness to contribute to discussion
- The ability to seek realistic rather than perfect solutions
- The respectfulness of the role of boards and management



5. About the Call for President

Role, involvement, and attributes



5.1 What is the role of the President?

In addition to **all the roles of a Board member (Director-at-large)**, the role of President is outlined by two related elements of the Bylaws

5.1 “The President (who is elected by the Membership and not subject to appointment by the Board) will be the Chief Executive Officer of the Corporation. The President will preside at all meetings of the Members and of the Board. The President will have the responsibility for overseeing the general and active management of the business of the Corporation. The President will see that all lawful orders and resolutions of the Board and of the Members are followed up with the appropriate action. The President, with such others as may be appointed by the Board for this purpose, will sign all By-Laws and other documents requiring formal execution by the Corporation. In the absence of the President, the Board may appoint any Director to fulfill the responsibilities of the President”. AND

5.3 “Delegation of Duties – At the discretion of the Officer and by Ordinary Resolution of the Board, any Officer may delegate any duties of that office to appropriate staff of the Corporation”.



5.1 What is the role of the President ...continued

- In September 2017, as part of the employment agreement with the Executive Director, the CAFC Board of Directors passed a motion outlining the division of responsibility between the Staff and the Board.
- This document, known as *Appendix A* enshrines the role of the Executive Director and forms part of the formal agreement with the CAFC Executive Director.
- *Appendix A* is available to interested candidates upon request.



5.2 What's involved as President?

- Chairs all the board meetings teleconferences (2 hours/month)
- Attends National Advisory Council teleconferences (1 hour/month)
- Serves ex officio on all committees (may delegate this to staff)
- Reviews and works with the agreements to ensure transparency and coordination between Board and staff
- Chairs *Fire Rescue Canada*
- Works with the Executive Director to respond to media and political invitations, meeting requests
- The current President meets once a week with the Executive Director by phone to ensure maximal coordination



5.3 What are the desired attributes of President?

In addition to all the qualifications of a Director, a strong President has:

- Vision and commitment to the fire service
- Experience with the media and politicians
- Respected depth of experience in the content domain
- Appropriate recognition of possible conflicts of interests
- Relationships with other key fire related constituents
- Superlative skills as a chair
- Ability to respect the roles of staff and board
- Strong leadership and management acumen



6. What supports are available to Board and President alike?

- Executive Director staffs Board operations & oversees CAFC
- Three current Board members transition for continuity
- National Advisory Council lend provincial/national affiliate view
- Various committees contribute expertise in designated areas
- Strong member engagement
- Resources from Accounting Firm, Auditors, Corporate lawyer, etc.
- Costs are covered for in person Board meetings



7. How do I declare my candidacy?

- If you wish to declare your candidacy please complete one or both of the attached Declaration of Candidacy slide decks as appropriate for President and/or Director-at-large, no later than July 15, 2018.
- Please note the key dates are as follows:

Release Date:	June 29, 2018
Deadline to submit declarations of candidacy:	July 25, 2018
Candidates advised of election:	August 3, 2018
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8. How do the elections work

- Declarations of candidacy are received by July 15, 2018.
- If the number of candidates is greater than the number of positions, candidates are advised that there will be an election.
- Candidates' profiles are posted on the CAFC website by August 15, 2018
- Members have 1 month to review the profiles.
- The election takes place during Fire Rescue Canada*
- Candidates will be asked to make a 5 minute speech
- Members will be provided with a ballot and asked to select
 - Two candidates for Director-at-Large
 - One candidate for President (must be separate and distinct from the Directors-at-large)
- Scrutineers will be appointed on site to run the election
- The one candidate with the highest number of votes for President and the two candidates with the highest number of votes for Directors-at-large are acclaimed.

*Please note that staff and the committee are working on electronic voting for the 2019 election. An update will be provided at FRC 2018.

