



**APPLICATION for NOMINATION to the BOARD OF DIRECTORS**  
**Or as a Community Member on the Service & Administration Committee**

I, \_\_\_\_\_ have read and understand the following  
(please print name)

criteria from the Highland Shores Children's Aid By-Laws to be eligible for appointment as a **Director** or as a **Community Member on the Service & Administration Committee**. I declare that I meet the criteria on this form. I agree to abide by the By-Laws of HSCA as they apply to my membership in the Society and in my role as a **Director** or **Community Member**.

I hereby consent to being nominated:

☐ to the Society's Board of Directors      ☐ as a Community Member on Service & Administration

\_\_\_\_\_  
(Signature of Nominee)

\_\_\_\_\_  
(Date)

Contact Information			
Home Information		Business Information	
Address		Address	
Phone (home)		Phone (work)	
Phone (cell)		Phone (cell)	
Email		Email	

**Signature of Nominators (2 Society members are required)**  
**To be signed by Members of the Nominating Committee at the time of interview**

Nominated by Member of Society: <small>Please Print Name</small>	(Signature)	Date
Nominated by Member of Society: <small>Please Print Name</small>	(Signature)	Date

**REFERENCES**

Please provide HSCA with three (3) references we may contact [name, title (if appropriate), contact phone number]:

1. \_\_\_\_\_

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2. \_\_\_\_\_

3. \_\_\_\_\_

I, \_\_\_\_\_, hereby acknowledge that, in connection with the pursuit of a Board/Community Member appointment, reference checks on my past volunteer or other interests will be conducted by the Highland Shores Children's Aid Society. My signature below will serve as my authorization for the HSCA to seek reference checks on the names I have provided for the purposes expressed above.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

## Excerpt from the HSCA By-Laws - Board/Community Member Criteria

### 8.02 APPOINTED DIRECTORS

One (1) director shall be appointed by and as a representative of the Band Council of the Mohawks of the Bay of Quinte.  
One (1) director shall be appointed by and as a representative of the Alderville First Nation.

### 8.03 NOMINATIONS TO THE BOARD

- a) The Board will strive to ensure that the Directors, collectively, possess the skills necessary to fulfill its governance responsibilities and oversee the management of the Society, all as may be further specified in Board policy.
- b) The Board will seek to include individuals on the Board who have lived experience relating to the services and supports provided by the Society.
- c) The Board will ensure that the nominations policy emphasizes the importance of recruiting a Board that reflects the geographic, cultural, and ethnic diversity of the population served by the Society.
- d) Nominations from the floor at an annual meeting of Members are not permitted.

### 8.04 ELECTION PROCESS

At the annual meeting of Members:

- a) if the slate consists of the same number of candidates as vacancies, the Members will vote on the slate as a whole, and if the slate as a whole is not approved by a Majority of votes, the Members will vote on each candidate separately; or
- b) if the slate consists of more candidates than vacancies, the Members will vote on each candidate separately, and the candidates with the highest number of votes will fill the vacancies on the Board.

### 8.05 QUALIFICATIONS OF DIRECTORS

Every Director shall:

- a) be an individual who is eighteen (18) years of age or over and resides, works or carries on business in the area served by the Society;
- b) not have the status of bankrupt;
- c) not be a person who has been found under the Substitute Decisions Act, 1992 or under the Mental Health Act, to be incapable of managing property;

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- d) not be a person who has been found to be incapable by any court in Canada or elsewhere;
- e) not be an Excluded Person;
- f) not be an ineligible individual as defined in the Income Tax Act as evidenced by a written statement from each candidate;
- g) provide a copy of a Canadian Police Information Centre criminal record check to demonstrate that they have not been convicted of a criminal offence that would, in the sole discretion of the Board, render that individual unfit or inappropriate to act as a Director of the Society;
- h) be an individual who supports the mission and goals of the Society;
- i) not be on the current volunteer roster, or be the Partner, as herein defined, of anyone who is;
- j) not have a child in the care of the Society placed with them on adoption probation, or be on the prospective adoptive parent roster, or be the Partner (as herein defined) of anyone who is;
- k) not be a person with whom the Society is involved pursuant to Part V of the CYFSA or with whom the Society has been so involved unless three (3) full membership years have elapsed from the termination of such involvement, or be the Partner of anyone who is or was, provided that the Board in its sole and unfettered discretion may waive such disqualification;
- l) not be subject in any way to any court order made pursuant to Part V of the CYFSA, or a former such subject person unless three (3) full membership years have elapsed from the end of the membership year in which they ceased to be such a subject person, or be the Partner of anyone who is or was, provided that the Board in its sole and unfettered discretion may waive such disqualification;
- m) not have an existing contract for services with the Society or be the Partner of anyone who does;
- n) not be an officer, director, Board member or employee of a provincially-certified or federally-certified union, or the Partner of anyone who is;
- o) not be an employee or business partner of any accounting firm appointed as auditor of the Society, currently or for the past three (3) fiscal years, or the Partner of any such employee or business partner.

Any applicants to serve as Directors must complete an application form which shall be subject to approval from the Board of Directors in its sole discretion and may include a written commitment to the missions and goals of the Society.

Every Director, when first elected to the Board, shall sign and submit to the Secretary a form of consent to act as Director within ten (10) days of being elected, which form must be maintained with the Society's registers.

**8.06 TERM OF OFFICE AND MAXIMUM TERM**

- a) Directors are elected for a three (3) year term, with at least three (3) Directors required to retire or be up for re-election in one given year to ensure adequate Board succession planning. All appointed directors shall be appointed for two (2) year terms.
- b) A Director may serve for successive terms up to a total of nine (9) consecutive years. After the maximum number of years served is reached, a Director may be re-elected to the Board for a new term after taking one year off.
- c) Notwithstanding the foregoing, the Board may from time to time, by a two thirds (2/3) vote, extend the term of a Director beyond the limit in keeping with the best interests of the Society.

**8.07 TERMINATION OF OFFICE**

- a) The office of a Director shall automatically be vacated if:

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- i. the Director, by notice in writing to the Secretary of the Society, resigns their office, which resignation shall be effective at the time it is received by the Secretary of the Society or at the time specified in the notice, whichever is later;
  - ii. the Director ceases to have the qualifications set out in section 8.03;
  - iii. the Director dies; or
  - iv. the Members, at a special meeting called for the purpose, vote by at least a Majority of the votes cast to remove a Director before the expiration of the Director's term of office.
- b) The Chair may request the resignation of a Director who is not in compliance with the By-laws or policies of the Society, including any attendance requirements. If a resignation is not tendered, the Board may call a special meeting of the Members for removal pursuant to section 8.06(a)(iv).

### **8.08 VACANCIES**

If a mid-term vacancy occurs at any time at the Board, such vacancy shall be filled by the Board for the remainder of the unexpired portion of the term of the vacating Director.

If there is not a quorum of Directors or there has been a failure to elect the minimum number of Directors set out in the Articles, the Directors in office shall, without delay, call a special meeting of the Members to fill the vacancy or vacancies and, if they fail to call such a meeting or if there are no Directors in office, the meeting may be called by any Member.

## **ARTICLE 9. RESPONSIBILITIES OF DIRECTORS**

### **9.01 STANDARDS OF CARE**

Every Director and Officer of the Society, in exercising their powers and discharging their duties to the Society, shall:

- a) act honestly and in good faith with a view to the best interests of the Society; and
- b) exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

### **9.02 CONFLICT OF INTEREST**

The Society's conflict of interest policy shall be developed by the Board.

### **9.03 CONFIDENTIALITY**

- a) Every Director and Officer of the Society and every member of a Committee shall respect the confidentiality of matters brought before the Board or any such Committee or coming to their attention in the course of their duties, keeping in mind that unauthorized statements may adversely affect the interests of the Society.
- b) Guests permitted to attend any meeting of the Board or any meeting of a Committee shall be advised that they are required to respect the confidentiality of all matters coming to their attention during any such meeting and shall undertake accordingly.

### **9.04 PUBLIC STATEMENTS**

The Chair is responsible for Board communications and may delegate authority to one or more Directors, Officers or the Executive Director to make statements to the news media or public about matters that the Chair determines appropriate for disclosure.

### **9.05 NO REMUNERATION**

No Director shall receive remuneration for services provided in the capacity as a Director, although they may be paid reasonable expenses incurred by them in the performance of their duties. Unless otherwise prohibited by the Society, a Director may be compensated for services other than as a director pursuant to the regulation made under the Charities Accounting Act, or with court approval or an order made under section 13 of the Charities Accounting Act.