

## **BOARD OF DIRECTORS**

We currently have 10 elected directors out of a maximum allowable of 16 directors. At the 2019 AGM the members set the board at 12 so there currently are two vacancies. There is one unelected ex officio Town of CBS Representative (Jennifer Lake). There are no term limits.

## **THE ELECTION PROCESS**

The By-laws state:

**6.02 Directors shall normally be elected for two (2) year terms by the members at the Annual General Meeting of the Corporation. It is intended that no more than half of the Board be eligible for re-election annually for two (2) year terms and therefore if more than eight (8) Directors are elected at any Annual General Meeting, any additional Directors shall be elected for an initial one (1) year term.**

## **VACANCIES**

Of the 11 current directors:

- **Two years ago (2018)** Four (4) were elected to a two-year term and are eligible for re-election in 2020: ***Ryan Lawlor, Shelley Moores, Doug Russell and Michelle Hawco.*** (All have indicated their interest in serving another two-year term on the board)

Also elected at that time but no longer directors: **Keith Drover** who resigned in October 2018; **Lori Metcalfe** who resigned effective the start of the 2019 AGM and **Phil O'Connell** who resigned in September 2019 and **Scot Croft** who resigned in March 2020.

- **Last Year (2019)** Six (6) were elected to a two-year term and are eligible for re-election in 2021: **Gail Butler, Andrea Gosse, Jan Spracklin, Elizabeth Young, Don Sword and Dave Works.**

To recap – if we maintain an 12 person board, that leaves 10 directors – 4 serving until 2020 and 6 seeking re-election for a two-year term ending in 2021. There are two vacancies.

## **BOARD SIZE / NEW DIRECTOR SEARCH**

The board met on February 11<sup>th</sup> 2020 and on March 24, 2020 and discussed board size. The consensus was that the maximum board size of 16 was larger than for comparable not for profit boards and that a smaller board would be just as effective. The board voted to recommend that the board size remain at 12.

Notice of the date of the 2020 AGM was published and members of the Society were invited to express their interest in joining the board. The Board also authorized the Chair to seek out qualified persons to join the board. An interview process would follow.

**Manuels River Natural Heritage Society, Inc.**  
**Nominating Report to the AGM – April 14, 2020**

Based on that process, Vince Payne and Neil Buckler were selected as the best candidates to serve on the board.

**Vince Payne** is a professional engineer with 7 years experience. He attended Memorial University and graduated with a B. Eng (Civil) in 2015. He currently attends Dalhousie University's part-time and online MBA program. Vince works at North Star Associates – Rio Tinto.

**Neil Buckler** is a certified professional accountant with over 15 years experience. He attended Memorial University and graduated in 2004 with a B.Comm (Co-Op). Neil has worked at Suncor Energy in St. John's since 2007.

The board met on March 24, 2020 and voted to recommend the following to the members of the Society at this 2020 AGM:

- 1. That the board size be set at 12 with 6 to be elected to serve a two-year terms until the 2022 AGM and**
- 2. That the following four (4) members of the Society be nominated for re-election to the board: Ryan Lawlor, Shelley Moores, Doug Russell and Michelle Hawco to serve a two-year terms until the 2022 AGM.**
- 3. That Vince Payne and Neil Buckler also be nominated for election as new members of the board to serve a two-year term until the 2022 AGM.**

Thank you.

I will now turn the meeting over to Executive Director Janet Rumsey to conduct the election.

Don Sword

Chair