



# 2023 BOARD OF DIRECTORS CANDIDATE PACKAGE

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**Timeline for 2023 Board Nominations and Election:**

- Nominations Period: March 20 – April 3, 2023, 11:59 PM PST
- Electronic Voting: April 24 – May 5, 2023
- Election Results: May 17, 2023 at the AGM

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## CALL FOR NOMINATIONS

### Director Seats Open for Election

There are up to seven seats open for election this year. As per the Bylaws, “Part 6: Board of Directors”:

- Two seats are to be filled by candidates residing outside of Metro Vancouver: one in the Okanagan and one in Vancouver Island, unless there is no Director or nominee who is resident in one, the other, or both.
- Up to two seats can be filled by Individual Non-Voting Members.

Directors whose terms end in 2024 are outlined in the table below.

#### Continuing Directors

Director	Membership Category	Region	Term Expires
Rebecca Casey	Individual Voting Member	Metro Vancouver	2024
Marci Deane	Individual Voting Member	Metro Vancouver	2024
Sachin Varma	Individual Voting Member	Metro Vancouver	<i>Past President</i>
Kyle Williams	Individual Voting Member	Metro Vancouver	2024
Dustan Woodhouse	Individual Voting Member	Metro Vancouver	2024

## About CMBA-BC

As the voice for B.C.’s mortgage brokers, the Canadian Mortgage Brokers Association – British Columbia (CMBA-BC) represents the province’s mortgage industry. Incorporated in 1990, the Association exists to support and enhance professionalism and ethical standards within the mortgage industry.

The Association is governed by an elected Board of Directors and is supported by committees and task groups formed of industry leaders. The Association is managed by a CEO who executes the strategy set by the Board of Directors

### Vision

- Mortgage Brokers are consumers’ first choice for mortgage support.
- Mortgage Brokers are the trusted professionals that consumers turn to when they require mortgage support.
- Mortgage Brokers are indispensable to the financial services industry and consumers.

### Mission

- Support the mortgage broker community and advocate for a strong mortgage broker industry.
- Provide mortgage brokers with the knowledge, education and support they need to be confident, trusted and successful professionals.
- Ensure the relevance of the mortgage broker channel to consumers and the industry.

## Values

In order to earn our members' trust, CCMBA-BC Board and Staff will act:

- Ethically
- Respectfully
- Professionally
- Transparently
- Inclusively

## Board Diversity Statement

The CMBA-BC Board believes embracing diversity involves continually seeking to learn, engage, reflect, and act in order to meet the needs of our members, employees, and communities.

We acknowledge systemic barriers of discrimination and inequity, and power imbalances related to privilege. We recognize we must work to address these issues, and as such have recently amended our code of ethics. The inclusion of people from diverse backgrounds and lived experiences, aligned with CMBA-BC's values of integrity, innovation, responsibility, and reconciliation, helps us to be more courageous in our efforts to achieve the transformative change our vision demands.

## Nominations and Elections Process

The Nominations and Election Committee (the "Committee") is appointed by the Board of Directors each year and is tasked with overseeing the nominations and elections process for the Association and ensuring the candidates meet eligibility criteria as established by the Bylaws. Subject to the direction of the Board, the Committee must nominate, and solicit the nomination of, sufficient nominees to fill the vacancies, and to ensure that the diversity of the membership is represented.

The Committee will accept nominations from March 20 to April 3, 2023. The Committee will review all applications to ensure they meet nominating criteria and the eligibility requirements identified in the Association's Bylaws.

The election will begin on April 24 and will remain open until May 5, 2023. Voting will be conducted electronically. Directors elected through electronic vote will be announced at the Annual General Meeting of Members on May 17, 2023. The AGM will take place via Zoom.

## Nominating Criteria

A nominee must comply with bylaw 6.3 (3) and its nomination must be reviewed and approved by the Nominations and Election Committee. The nominee must be nominated two Voting Members, and in the case of a nominee who is a Non-Voting Associate Member, by any two Voting Members and Non-Voting Associate Members.

Bylaw 6.3 (3) states the following:

"3) A Director, and a nominee for election as a Director, must:

- a) be a Voting Member or where applicable a Non-Voting Associate Member,
- b) be qualified to be a Director pursuant to section 44 of the Act,

- c) have been a Member for not fewer than 365 days immediately preceding the date on which the Director is elected or appointed, and
- d) consent to the nomination, in writing or in person.”

### Desired Attributes and Experience

CMBA-BC seeks to build and maintain a board comprised of leaders committed to CMBA-BC’s vision of promoting the British Columbia Mortgage Broker industry who are able to fulfill their governance, legislative, and fiduciary duties.

To ensure diversity of thought, background, and experience, we seek directors who reflect the communities CMBA-BC serves.

- Desired two (2) years of mortgage broker industry experience.
- Vision - The capacity to contribute to and adopt a shared vision for the organization.
- Objectivity -The ability and commitment to be able to put aside personal interests for the interests of the organization. Board members should be willing to listen attentively, and engage in objective, productive dialogue with the interests of the Association in mind.
- Energy and Commitment - Board members will bring enthusiasm and passion to the job and is genuinely excited about the organization’s programs and services, sensitive to the needs of members and to the role and needs of its staff and driven to achieve the organization’s full potential.

### Personal Commitment

Board members should acknowledge and accept the following as personal commitments towards fulfilling their responsibilities and maintaining their effectiveness on the Board;

- take the personal initiative to proactively stay informed on issues of Association governance, business activities, and public relations;
- be cognizant of the interests of all CMBA-BC members in all regions of the province and in all areas of professional activity;
- act with honesty and uphold the highest ethical standards so that public confidence and trust in the mortgage brokerage profession is preserved and enhanced;
- consider themselves ambassadors of the industry, fostering pride amongst fellow members promoting public awareness of the CMBA-BC, and serving as advocates of the mortgage brokerage profession at large; and
- sign the Consent to Act as a Director and Oath of Governance.

## Nomination Process and Submission Guidelines

Individuals who meet the nominating criteria are asked to complete the **Nomination Form** (downloadable from the CMBA-BC website) and submit it by email to: [elections@cmbabc.ca](mailto:elections@cmbabc.ca) on or before **Monday, April 3, 2023** (11:59 PM, PST).

The Nomination Form must be accompanied by:

- A statement of Intent (up to 250 words), and
- A short biography (up to 250 words) and current photograph/headshot (medium to large resolution).

## ELECTION GUIDELINES

### Introduction

These guidelines are designed to assist Candidates and are written to ensure:

- all Candidates are treated equitably;
- all parties understand appropriate Campaign activities;
- Members have sufficient information to make informed choices in the Election; and
- the Election is conducted in a manner consistent with the Association's Bylaws.

These guidelines are reviewed annually, and administered, by the Committee.

### Use of Information and Forms Provided

The Committee and CMBA-BC staff will have access to information provided by the potential candidates.

The Committee will review all documents to ensure:

- nominees are eligible to run as Candidates in the Election; and
- completed forms comply with these guidelines.

The following will be published in the Election Bulletin:

- Candidate's statement of intent;
- Candidate's biography; and
- Candidate's photograph.

The Committee may instruct nominees to amend their Candidate statement or biography for publication if, in its opinion, the content contravenes, or may be perceived to contravene, these guidelines.

### Rejected Nominations

The Committee may not approve a nomination if the Committee determines on reasonable belief that:

- the information provided by the nominee is incomplete, materially false, or misleading;
- the nominators have not met eligibility requirements; or
- the nomination papers have not been completed correctly.

The Board of Directors will ratify decisions made by the Committee at its April Board. Unsuccessful candidates will be notified by the Committee within one business day of the Board's ratification of the Committee's decisions.

Within one business day from the date of notification by the Committee, the nominee may submit a letter to the Board appealing the Committee's decision and provide any relevant information the nominee wishes the Board to consider. The Board will conduct a documentary review on the basis of the information before it and notify the nominee, in writing, of its decision whether the nomination may proceed.

A Board decision to uphold the rejection of a nominee requires at least two thirds of the non-Incumbent Directors to vote in favour. All decisions rendered by the Board at this stage are final.

## Notification to Nominees

Once the Committee has confirmed the Candidate list, all nominees will be notified.

If any nominee wishes to withdraw from the Election following notification of the recommendations, they must inform the Association before the deadline set by the Committee (see Key Dates table in Appendices). This is to allow sufficient time to ensure Candidate information is removed from the Election Bulletin before it is published.

## Election Results

Results of the Election will be announced at the Annual General Meeting on May 17, 2023.

Newly elected Directors will commence their term of office at the close of the AGM. The “Consent to Act as Director” and “Directors Oath of Governance” documents are to be signed (see Appendices) by newly elected Directors.

## RESOURCES

- [CMBA-BC Board Election Campaigning - 2023](#)
- [CMBA-BC Code of Conduct](#)
- [CMBA-BC Code of Ethics](#)
- [CMBA-BC Constitution and Bylaws](#)
- [Societies Act, SBC 2015, c 18](#)

## CONTACT INFORMATION

Questions about these guidelines or the Election should be directed to the Association at:

CMBA-BC  
900-2025 Willingdon Ave., Burnaby, BC V5C 0J3  
Phone 604-408-9989 / 1-877-371-2916  
Email: [Elections@cmbabc.ca](mailto:Elections@cmbabc.ca)

## APPENDICES

### Appendix A: KEY DATES

Nomination Period	March 20 to April 3, 2023 (11:59 PM PST)
Official Close of Nominations	11:59 pm, April 3, 2023
Deadline for delivery of completed documents	11:59 pm, April 3, 2023
Deadline for withdrawal of nomination	April 18, 2023
Electronic Ballots issued / voting starts	April 24, 2023
Voting ends	11:59 pm, May 5, 2023
Announcement of Results at Annual General Meeting	May 17, 2023



**Appendix B: NOMINATION FORM**

<b>A. NOMINEE INFORMATION <i>(print clearly)</i></b>			
Last name:	First Name:	Initial:	Goes by:
Address:			
Company Name:			
<b>B. NOMINATOR INFORMATION <i>(print clearly)</i></b>			
<p>I, _____, of _____ (Company name), nominate the above individual as a candidate in the Mortgage Brokers Association of BC Directors' Election. I have known the nominee for ____ years.</p> <p>I certify that I am a member in good standing and am over the age of 19 years and have been a CMBA-BC member for ____ years. I agree that the Nominations Committee, or its representatives, may contact me to confirm any information contained on this form.</p>			
Email:		Telephone:	
Signature of Nominator: _____ Name of Nominator <i>(print name)</i> : _____ Date (MM/DD/YYYY): _____			
<b>C. SUPPORTING SIGNATURE <i>(print clearly)</i></b>			
Signature of Supporting Eligible Voting Member: _____ Name of Supporting Eligible Voting Member <i>(print name)</i> : _____ Date (MM/DD/YYYY): _____			
<b>D. ACCEPTANCE OF NOMINATION <i>(print clearly)</i></b>			
Acceptance of nomination is hereby acknowledged below:			
Signature of Nominee: _____			
Date (MM/DD/YYYY): _____			
THIS FORM MUST BE SUBMITTED VIA EMAIL TO ELECTIONS@CMBABC.CA BY 11:59 pm on April 3, 2023			

## Appendix C: CONSENT TO ACT AS A DIRECTOR

TO: MORTGAGE BROKERS ASSOCIATION OF BC (the "Association")

I, the undersigned, do hereby consent to act as a Director of the Association and agree to my re-election or re-appointment from time to time without further notice.

I certify that I am qualified to act as a director under the provisions of Part 5, Division 1 (44) of the British Columbia *Societies Act*, the text of which is set out below.

DATED at \_\_\_\_\_, B.C., this \_\_\_\_\_ day of \_\_\_\_\_, 2023

Signed \_\_\_\_\_ Print Name \_\_\_\_\_

### Persons Qualified To Be Directors – Section 44

- (1) A person is qualified to be a director of a society only if the person is an individual who is at least 18 years of age.
- (2) Despite subsection (1), an individual who is 16 or 17 years of age is qualified to be a director of a society if provided for in the regulations.
- (3) Despite subsections (1) and (2), an individual is not qualified to be a director of a society if the individual is
  - (a) found by any court, in Canada or elsewhere, to be incapable of managing the individual's own affairs;
  - (b) an undischarged bankrupt, or
  - (c) convicted in or out of British Columbia of an offence in connection with the promotion, formation or management of a corporation or unincorporated entity, or of an offence involving fraud, unless
    - (i) the court orders otherwise,
    - (ii) 5 years have elapsed since the last to occur of
      - (a) the expiration of the period set for suspension of the passing of sentence without a sentence having been passed,
      - (b) the imposition of a fine,
      - (c) the conclusion of the term of any imprisonment, and
      - (d) the conclusion of the term of any probation imposed, or
    - (iii) a pardon was granted or issued, or a record suspension was ordered, under the [Criminal Records Act](#) (Canada) and the pardon or record suspension, as the case may be, has not been revoked or ceased to have effect.

**Appendix D: DIRECTORS OATH OF GOVERNANCE**

I, \_\_\_\_\_ do solemnly and faithfully covenant the following:

- I have read and fully understand the Association’s Bylaws, Code of Ethics, and Constitution;
- I have read, fully understand, am willing to meet the expectations of, and will fully comply with the Association’s Rules of Governance for Board Members;
- I understand that Association business, unless intended for publication and dissemination to members, must be kept private and confidential;
- I will disclose all conflicts of interest, or situations where there may be an appearance of conflict of interest, to the fellow members of the board of directors;
- I will fully disclose to fellow members of the board of directors all matters in which I am involved that involve the financial affairs of the Association and the particulars thereof; and
- That I am to be held to a higher standard of conduct than members at large;
- That I am a member in good standing throughout the duration of my term.

I further acknowledge that, if it is determined by a resolution of a two-thirds majority of the board that I am in contravention of any of the covenants herein, I may be removed as a board member and subject to further disciplinary action.

Signed this \_\_\_\_\_ day of \_\_\_\_\_

\_\_\_\_\_  
Signature of new Director

Witnessed by:

\_\_\_\_\_  
Signature of Board Member

\_\_\_\_\_  
Signature of Board Member

\_\_\_\_\_  
Printed Name of Board Member

\_\_\_\_\_  
Printed Name of Board Member