

**Canadian Hemp Trade Alliance (CHTA)**
  
**2022 Director Nomination Form**

**Requirements:**

1. Nomination forms must include contact information for the nominee and two nominating CHTA Voting Members in good standing;
2. Nominees must provide a biography (150 words maximum) demonstrating that their skills match the current needs of the board (see Page 2);
3. Nominees must complete the Board Profile and Competency Matrix (See Pages 3-4);
4. Completed Nomination Forms must be received by the Nomination Committee Chair no later than October 4, 2022 - 6 weeks prior to the AGM;
5. Nominees must be approved by the Nomination Committee and ratified by the Board prior to the AGM.

<b>Nominee Information:</b>	
Name of Nominee:	
Company Name:	
Email:	
Telephone Number:	
Cell Number:	

1. Nominees must be a CHTA Voting Member in good standing for at least 2 months prior to the annual general meeting of Members.
2. Nominees must demonstrate that their skills match the current needs of the Board.
3. Nominees (excluding incumbents) must be nominated by 2 Voting Members in good standing.
4. By signing below, the Nominee confirms they have read and will abide by the CHTA Board of Directors: Job Description (See Pages 5-6); Conflict of Interest Policy (See Page 7); and, Code of Conduct (See Page 8).

By signing below, I consent to my nomination and confirm that I meet the requirements of the CHTA Nomination Policy (See Page 9).

<b>Nominee Signature</b>	<b>Date:</b>

<b>Nominator Information (2)</b>				
	<b>Voting Member</b>	<b>Representative Name</b>	<b>Telephone</b>	<b>Email</b>
1.				
2.				

Director Candidate Biography (Maximum 150 Words)	
Name:	Company:
Biography:	
Headshot Photograph:	
Please attach to email.	

<b>CHTA Board Profile and Skill Matrix</b>			
Rank your knowledge or experience in each category: 3 = Significant; 2 = Moderate; 1 = Minimal; 0 = Not at All			
<b>Relevant Professional Experience</b>	<b>Self Score</b>	<b>Specialized Knowledge</b>	<b>Self Score</b>
Governance		Hemp Genetics	
Business/Management		Hemp Production	
Legal/Regulatory		Hemp Food	
Human Resources		Hemp Feed	
Accounting/Financial		Hemp Fibre	
Risk Management		Hemp Fractions	
Marketing/Promotion		<b>Personal Effectiveness Skills</b>	<b>Self Score</b>
Public Relations/Media		Leadership/Teamwork	
Government/Policy		Strategic Thinking/Planning	
Stakeholder Engagement		Critical Thinking/Problem Solving	

<b>Industry Involvement - check all that apply (Y/N)</b>			
Farmer/Cultivator		Fibre Processor	
Seed/Genetics		Fractions Processor	
Livestock Feed		Researcher	
Food Processor		Consultant	

<b>Gender - check all that apply (Y/N)</b>	
Male	
Female	
Other	

Email completed form, biography, photo, and any other related documents to:

**Nominations Coordinator**  
[nominations@hemptrade.ca](mailto:nominations@hemptrade.ca)

**Completed forms must be received six (6) weeks before the Annual General Meeting of Members.**

## Canadian Hemp Trade Alliance (CHTA) Board Competencies

1. **Governance** – Experience, knowledge or expertise in board governance in the private, public, and/or non-profit sector. A clear understanding of the distinction between the role of the board versus the role of management. Governance experience could be acquired through prior board or committee service or reporting to/or working with a board as an employee.
2. **Business/Management** – Experience, knowledge or expertise in sound management and operational business processes and practices in the private or public sector. This may include an understanding of topics such as managing complex projects, leveraging information technology, planning and measuring performance, and allocating resources to achieve outcomes.
3. **Legal/Regulatory** – Experience, knowledge or expertise in legal principles, processes, and systems. This may include interpreting and applying legislation, experience with adjudicative or quasi-judicial hearings or tribunals, or an understanding of the legal dimensions of organizational issues.
4. **Human Resources** – Experience, knowledge or expertise in strategic human resource management. This may include workforce planning, employee engagement, succession planning, organizational capacity, compensation, and professional development. Knowledge or expertise in CEO performance management and evaluation may be a related asset.
5. **Accounting/Financial** – Experience, knowledge or expertise in accounting or financial management. This may include analyzing and interpreting financial statements, evaluating organizational budgets and understanding financial reporting.
6. **Risk Management** – Experience, knowledge or expertise in enterprise risk management. This may include identifying potential risks, recommending and implementing preventive measures, and devising plans to minimize the impact of risks, experience or knowledge of auditing practices, organizational controls, and compliance measures.
7. **Marketing/Promotion** – Experience, knowledge or expertise in the promotion or marketing of products or services. Experience with product definition, development of brand propositions, creation and delivery of marketing or sales programs.
8. **Public Relations/Media** – Experience, knowledge or expertise in communications, public relations or interacting with the media. May include knowledge of effective advocacy and public engagement strategies, developing key messages, crisis communications, or social media and viral marketing.
9. **Government/Policy** – Experience, knowledge or expertise of the broader public policy context affecting the organization. May include strategic priorities of government and the relationship between those priorities and the work of the organization.
10. **Stakeholder Engagement** – Experience, knowledge or expertise in consultation and consensus processes. May include knowledge of effective private or public sector decision-making processes requiring validated contribution from multiple individuals or classes of interested parties.
11. **Hemp Genetics** – Experience, knowledge or expertise in hemp genetics, including genetic development or seed marketing.
12. **Hemp Production** - Experience or demonstrated knowledge or expertise in the growing of industrial hemp. This may include broadacre or horticulture production experience.
13. **Hemp Food** – Experience, knowledge or expertise in the processing of hemp seed into food products. This may include dehulled hemp seed, hemp oil and/or hemp protein.
14. **Hemp Fibre** – Experience, knowledge or expertise in processing hemp fibre. May include primary (decortication) and/or secondary (value added) processing of bast, hurd, microfibre (dust), woven, non-woven, hempcrete and/or other industrial or consumer products.
15. **Hemp Fractions** - Experience with, or able to demonstrate knowledge or expertise in extracting cannabinoids and other bioactive ingredients (i.e. terpenes, and flavonoids) from hemp chaff (flowers and leaves). May include production of bulk or consumer products.
16. **Hemp Feed** – Experience, knowledge or expertise processing of hemp products as animal feed. This may include commercial feed manufacturing and/or on-farm feed preparation.
17. **Leadership/Teamwork** - Demonstrated ability to inspire, motivate and offer direction and leadership to others and an understanding of the importance of teamwork to the success of the board. Ability to recognize and value the contributions of board members, staff, and stakeholders.
18. **Strategic Thinking/Planning** - Demonstrated ability to think strategically about the opportunities and challenges facing the organization and to engage in short-, medium- and long-range planning to provide high-level guidance.
19. **Critical Thinking/Problem Solving** - Demonstrated ability to apply critical thinking to creatively assess situations and generate novel or innovative solutions to challenges facing the board of the CHTA.

## **Canadian Hemp Trade Alliance (CHTA)**

### **Board of Directors Job Description**

1. Time Commitment:

Five to ten hours a month (meetings, preparation, consultation).

2. Term:

Two Years, appointed or elected annually at the Annual General Meeting

3. Accountability

The Board of Directors is collectively accountable to the industry, members and other stakeholders. They are accountable for the Association's performance in relation to its Purpose and Objects, and for the effective stewardship of financial and human resources.

4. Authority

Individual board members have no authority to approve actions by the Association, to direct staff, or to speak on behalf of the Association, unless given such authority by the Board.

5. Responsibility

Board members are responsible for acting in the best interests of the organisation and the industry and will bring to the task of informed decision-making a broad knowledge and an inclusive perspective.

6. Principal Duties

Every member of the Board of Directors, including the Board's Officers, are expected to:

a) Strategy and Planning

- (i) Participate in the review of the Association's Purpose and Objects and in the development of a strategic plan;
- (ii) Contribute and add value in helping the board direct the Association;
- (iii) Stay informed about industry issues relevant to the mission of the Association and the interests of key stakeholders;
- (iv) Participate in monitoring and evaluating the performance of the Association in relation to its Purpose, Objects, and core values.

b) Policy

- (i) Abide by the by-law, Code of Conduct and other policies that apply to the Board;
- (ii) In conjunction with the President, establish, review and monitor policies that direct operational practices (e.g. financial management, human resource management).

c) Financial

- (i) Participate in the approval of the annual budget and monitor the financial performance of the Association in relation to it.

d) Human Resource

- (i) Participate in the hiring of, and if required, the releasing of, the President;
- (ii) Participate in the annual performance review of the President based on pre-established goals;

e) Governance

- (i) Recognize that the Board's role is one of governance – management and implementation of the organization's strategic plan and operations is the responsibility of the President and staff;
- (ii) Actively contribute to the functioning and leadership of the Board and its committees;
- (iii) Participate in recruiting new board members;
- (iv) Participate in the evaluation of the board (annual board self-evaluation);
- (v) Review and recommend changes to bylaws and policies, as necessary.

f) Fundraising

- (i) Support the Association in reaching its fundraising goals by participating in fundraising processes including, but not limited to, membership recruitment, sponsorships, and soliciting financial support for key initiatives.

g) Meetings

- (i) Prepare for each meeting of the Board by reading material distributed prior to the meeting;
- (ii) Attend regular and special Board meetings and actively participate in the meetings. Board members may be removed if they miss 2 consecutive Board Meetings.

h) Qualifications

The following are considered key job qualifications:

- (i) Strategic perspective of the industry;
- (ii) Commitment to the organisation's mission and strategic directions;
- (iii) A commitment of time;
- (iv) Openness to learning;
- (v) Financial acumen;
- (vi) Hold a team leader/ key position in a member company; and,
- (vii) Strong organizational skills

i) Evaluation

The performance of individual directors is evaluated annually in the context of the evaluation of the whole board and is based on the carrying out of duties and responsibilities as outlined above. The Board Chair would be responsible for communicating, in confidence, with a Director in the case where board performance changes are required.

j) Removal of a Board Member

A director may be removed from the Board, by majority vote of the Directors, for not performing their duties. Being absent from two consecutive board meetings without reasonable cause will result in the automatic removal from the Board unless otherwise determined by a decision of the Board.

**Canadian Hemp Trade Alliance (CHTA)**  
**Board of Directors:**  
**Conflict of Interest Policy**

Where a matter of decision in which a Director has reasonable grounds to believe that they have a private interest, or a person directly associated with the member has a private interest, that Director must declare the nature and extent of that interest. The meeting chair will decide if the Director is in fact in a conflict of interest. Should the meeting chair decide that the Director is in a conflict of interest, the meeting chair will decide whether the Director may:

1. Continue to participate in the meeting or must withdraw from the meeting; and,
2. Speak to the matter or may not speak to the matter.

The Director must withdraw from the meeting while the meeting participants vote on the matter, and will not cast a vote on the matter.

**Canadian Hemp Trade Alliance (CHTA)**  
**Board of Directors:**  
**Code of Conduct**

The Board is committed to effective decision-making and, once a decision has been made, speaking with one voice. Towards this end, Board members commit themselves:

1. To reflect their understanding of Member and stakeholder interests;
2. To represent one's own view as an individual view ("my own thinking on this is that...");
3. To endeavour to build on others' ideas or offer alternative points of view as options to be considered, and invite others to do so too;
4. To refrain from trying to influence other Board members outside of Board meetings that might have the effect of creating factions and limiting free and open discussion;
5. To be balanced in one's effort to understand the other Board members and to make oneself understood;
6. To support and defend Board decisions, even if one's own view is a minority one;
7. To Refrain from speaking for the Corporation unless authorized to do so by the Board;
8. To disclose one's involvement with other organizations, businesses or people where such a relationship might be viewed as a conflict of interest (see Conflict of Interest);
9. To refrain from giving direction, as an individual Board member, to the Board Chair or any staff or contractor of the Corporation;
10. To not discriminate for reasons of race, creed, ethnicity, language, marital status, gender, sexual orientation, age, socio-economic status, mental or physical disability;
11. To hold in confidence agency administration information that relates to Board discussions, staff discussions and financial information. As well, hold in confidence personal and work-related matters with regards to colleagues;
12. To protect the confidentiality of sensitive information regarding clients and disclose such information only when properly authorized or when legally or professionally obligated to do so;
13. To maintain professional competencies in providing the highest quality of service;
14. To not use the resources of Corporation for personal or business purposes not directly related to Corporation without prior approval of the Board Chair or Executive Committee; and,
15. To work cooperatively with Corporation staff, contractors, Members and volunteers to meet common goals.
16. Any Director who breaches the Code of Conduct may be subject to removal from the Board of Directors by ordinary resolution of the Directors at a meeting of the Board of Directors.



## Board Nomination Policy

The purpose of this policy is to formalize the nomination process for incumbent and new candidates who will be presented to the CHTA membership for election to the Board of Directors at the organization's annual general meeting (AGM).

### Incumbent Candidates:

1. Nominees must be a current members of the CHTA Board of Directors;
2. Nominees must be CHTA Voting Members in good standing;
3. Nominees must continue to demonstrate that their skills match the current needs of the Board;
4. Nominees must submit a biography (no more than 150 words); and,
5. Nominees must be approved by the Nomination Committee and ratified by the Board prior to the AGM.

### New Candidates:

1. Nominees must be a Voting Member in good standing for at least 2 months prior to the AGM;
2. Nominees must submit completed Nomination Forms no later than 6 weeks prior to the AGM
3. Nominees must demonstrate that their skills match the current needs of the Board;
4. Nominees (excluding incumbents) must be nominated by 2 CHTA Voting Members in good standing;
5. Nominees must read and agree to abide by the CHTA Board of Director's Job Description, Conflict of Interest Policy, and, Code of Conduct;
6. Nominees must submit a biography (no more than 150 words) and phot; and,
7. Nominees must be approved by the Nomination Committee and ratified by the Board prior to the AGM.

### Nominations from the Floor of the AGM:

1. Nominations will not ordinarily be accepted from the floor of the AGM;
2. Members may wish to pass a motion to open nominations at any AGM, and if passed, nominations will be accepted from the floor.

Date Approved: 21April2020