

Lead the way.

Director Election Candidate Guide.

A complete guide for candidates to
apply for our 2022 Director Elections.



connectFirst
credit union

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The board of directors of Connect First Credit Union Ltd. (connectFirst) invite eligible members to put their names forward as candidates to run in the 2022 Director Election. Our member-elected board of directors works to ensure that we're a forward-looking, responsible and successful credit union, driven by what matters most: our members and our communities.

This Guide is intended to provide you with information you need to know about the call for director candidates and election process and the skills and competencies we seek in 2022.

Once you have reviewed this Guide, if you are interested in being considered as a candidate to the connectFirst board of directors, please complete and submit the Candidate Application which can be found on our webpage connectfirstcu.com/DirectorElections.

Bank Where You Belong

We're your friends and neighbours, serving our communities with expertise, know-how and passion.

Through the years, we've grown to become one of Alberta's leading financial institutions through a desire to connect the dots between members' dreams, goals, communities and their financial wellness. We believe that banking is about more than money – it's a cornerstone of every vibrant community and our members expect us to positively impact the financial success and viability of the place we call home.

A Little More About Our Business

connectFirst, one of the largest and most successful credit unions in Canada, is a full-service financial institution with over \$6 billion in assets under administration.

Recognized as one of Canada's Best Managed Companies for 20 consecutive years – the only Canadian credit union to achieve this status – we proudly employ over 750 Albertans and passionately serve over 128,000 members in more than 40 communities across central and southern Alberta.

We have passionately served members for over 80 years.

connectFirst is a true credit union, born out of the collective legacies of four others that came before: First Calgary Financial, Chinook Credit Union, Mountain View Credit Union and Legacy Credit Union

In May 2021 we launched our single brand across all our divisions and branches to connectFirst Credit Union. This will ensure the long-term sustainability of your credit union.

On November 1, 2021 members of SPARK the Energy Credit Union will amalgamate with our connectFirst family.

Our members are owners and through our governance process, they have a say in how we operate, they earn dividends for common shares and investment shares, and they have access to an extensive array of financial products and services.

Mission

To Make Money Make a Difference

Vision

To do what's right for every member

Values

Think Big:

We embrace new ideas to create the greatest possible value for our members.

Act Local:

We actively seek out local ways to positively impact the communities we live, work and thrive in.

Take Charge:

We succeed when you succeed. We're accountable and take ownership over situations to deliver results.

Make it Easy:

We listen, seeking to understand and find every opportunity to make your experiences with us helpful and easy.

connectfirst Credit Union's Board of Directors

The board of directors is responsible for the governance of connectFirst, as well as establishing policy and direction in accordance with associated Bylaws and the Alberta Credit Union Act.

Every board member has a fiduciary responsibility to act honestly and in good faith in the best interests of connectFirst and to exercise the due care, diligence, and skill that a prudent person would exercise in similar circumstances.

Key Accountabilities

Complies with duties and responsibilities as set out in the applicable provincial and federal legislation;

Adheres to all board policies regarding conduct, conflicts of interest, related party transactions, political activities, attendance etc.;

Ensures they are well informed on relevant organizational issues, comprehends materials prior to meetings, and analyzes information to vote knowledgeably and in the best interests of the organization;

Brings own experience, wisdom, point of view, judgement and influence to bear constructively on issues and to Board decisions;

Interacts with fellow board members and management in a respectful and constructive manner while listening to and exercising tolerance for others' perspectives;

Makes reasonable inquiries about the information provided by management to ensure they have acquired adequate information necessary for decision making;

Abides by and supports all decisions and positions taken by the board in a positive manner; and,

Supports member communications process, including participating in photo shoots for corporate activities, board member photos, board elections etc.

In addition to regular duties, board members also serve on one or more of the following standing committees of the Board:

- Audit & Finance Committee
- Governance Committee
- Human Resources Committee
- Nominations Committee
- Risk Committee

From time to time, the board may also establish ad hoc committees with specific scope and duration.

Being a Board Member

Make the commitment to strong, responsible and ethical governance of your credit union.

The following information outlines the mandatory requirements for all board members, as well as the skills, experience and qualities connectFirst seeks in its board members. This information will assist you when deciding to submit your application as a candidate.

Eligibility Criteria

To qualify as a candidate for connectFirst's board, you must meet the requirements as set out in the [Alberta Credit Union Act](#), our [Bylaws](#), and [Conflict of Interest Policy](#) including:

- 18-years of age or older;
- A member of the credit union for a minimum of one year as at October 31, 2021;
- A Canadian citizen or a person who has been lawfully admitted into Canada for permanent residence;
- Must be a resident of Alberta;
- Able to be bonded with a fidelity bond.

Additionally, there is an expectation that candidates are actively engaged in doing business with the credit union through their day to day banking.

A person may not be a board member if:

- They are employed in a position, not within the Connect First Credit Union Ltd., that could be construed as a potential conflict of interest situation, as determined by the board;
- They are a board member or employee of a business selling competitive products or services to Connect First Credit Union Ltd.;
- They have been in the past 3 years, in violation of the Connect First Credit Union Ltd. policies, the Director's Code of Conduct or Bylaws, as determined by the board;
- They are an Immediate Relative of a board member or employee as defined in Bylaw 1.1(j), e.g., spouse, common-law partner; child, parent, grandparent, brother, sister etc. of a Connect First Credit Union Ltd. board member or employee;
- They have been an employee of Connect First Credit Union Ltd. or its legacy credit unions in the past ten (10) years as of the closing date of the Call for Board Candidates;
- They are in litigation with Connect First Credit Union Ltd.; or
- They have loans in arrears with ConnectFirst Credit Union Ltd.

***Specific examples of potential conflict are provided within Appendix B of the Conflict of Interest Policy.**

Time Commitment

Preparation, attendance and active participation in regular board and committee meetings, strategic planning sessions and other special meetings or board development sessions is an expectation and responsibility of board members.

Through the Board Attendance Policy there is an expectation that board members will attend all board and committee meetings in person, unless attendance using other channels is determined by the board. Due to COVID-19, all board and committee meetings are currently conducted virtually, through the Zoom platform. To ensure compliance with the connectFirst Bylaws, board members must attend a minimum of 75% of all regularly scheduled board and committee meetings.

Accountability for meeting board responsibilities is taken seriously and a record of board member attendance is disclosed annually to members and other stakeholders at our Annual General Meeting (AGM) and in our Governance Report.

On average, a board member will require between 20 - 30 hours/month to be effective in their board responsibilities.

Board & Committee Meetings

Board and committee meetings are scheduled back to back and typically take place over two workdays during the first week of the second month after each fiscal quarter end. Directors are expected to set aside two full days to meet these obligations. [Appendix B: Sample Board Calendar](#)

Meeting materials are provided to board members one week prior to the meeting; and board members need to devote enough preparation time in advance of the meeting to ensure productive discussions, informed decision-making and quality board governance.

Planning Sessions

Annually, the board and members of management participate in an annual planning session. Advance preparation for this meeting can be significant.

Stakeholder Engagement

Board members are expected to attend the AGM and any special member meetings that are held during the year.

Credit Union and Co-operative Events

Board members have opportunities to attend a variety of events hosted by the Alberta Credit Union System and Canadian Credit Union Association, as well as the broader cooperative sector.

Learning

Following election, new board members are provided with a comprehensive orientation to the board and credit union operations. Board members are required to complete the Credit Union Director Achievement (CUDA) program - Level A - offered through CUSOURCE Credit Union Knowledge Network, within their first year as an elected board member.

connectFirst has a formal Director Orientation, Education and Development Policy that supports learning and individual development plans. It is expected that board members will achieve the minimum level within all identified core competencies within an agreed timeline.

We are committed to assessing individual and collective effectiveness of the board through an annual board assessment process.

COVID-19

During COVID-19 the connectFirst board has had to find new ways to ensure it is fulfilling its fiduciary obligations and stewarding the organization appropriately. All scheduled board and committee meetings have been maintained through remote, virtual platforms and at times ad hoc meetings have been called. Board candidates are expected to be flexible to meet these changing governance processes and attendance requirements.

As we contemplate a return to in person attendance at future board meetings, board members will be required to follow the same COVID-19 protocols that are in place for employees. This could include masking, social distancing and/or proof of vaccination.

Compensation

The Board Remuneration Policy outlines the compensation board members receive for their services. Transparent disclosure of board member remuneration is included in the Annual Report, including specific amounts paid, and listed by board member.

Board members are compensated through a Flat-Fee Annual Retainer that includes attendance/participation in all board and committee meetings, credit union system meetings, community events, the credit union's annual general meeting, and other duties related to their roles, such as business, special and ad hoc meetings. A small allowance to supplement costs with respect to internet access is included.

Board members are also compensated for travel time and mileage outside of the flat-fee retainer.

Call for Candidates & Elections Process

In 2022, there will be five (5) positions available on the connectFirst board, four (4) are held for 3-year terms and one (1) is held for a 1-year term. Of the 5 candidates elected, the individual who holds the least number of votes will assume the 1-year term.

Seats on Board of Directors	Seats Available in 2022 Election	Term
12	5	Four 3-year; one 1-year

Questions? Please email boardcandidates@connectfirstcu.com. Candidates are expected to attend a virtual zoom information session held on Thursday, November 25th, 2021 from 5:30 p.m. - 6:30 p.m.

The Nominations Committee is made up of board members whose terms do not expire in the current election year. The Nominations Committee's mandate is to identify qualified candidates for election, overseeing a fair and transparent elections process.

Personal Attributes

Every board member must adhere to the highest ethical standards, display solid business judgement, have strong interpersonal skills and demonstrate a passion for the credit union system, cooperative values and community involvement.

Individuals must also be self-directed, collaborative board members who demonstrate highly developed interpersonal skills, and an ability to work collegially while maintaining independence of perspective. Board members must be prepared to commit the required time and energy to serve as a director for the credit union including a commitment to maintain up-to-date knowledge of industry standards and global trends impacting the financial services industry.

Required Skills/Expertise

connectFirst is committed to ensuring the board of directors collectively have the knowledge and competencies necessary to fulfill their fiduciary responsibilities through informed decision-making. connectFirst also believes that the knowledge, experience and skill of each board member are important elements in the success and viability of the credit union.

There is a general expectation that all candidates are computer literate, able to navigate within a virtual meeting environment and have a good understanding of board governance, the types of decisions made by boards and their fiduciary duties.

The qualifications for a connectFirst board member consist of two integrated elements.

1) Core Competencies:

connectFirst has established 7 core competencies which are applicable to all board members and has determined that candidates should have a strong competency in each of the 7 core areas, or the ability and time to acquire strong competency within a specified period following their election on the board. Information on these competencies is provided in Appendix A.

The board recognizes that not all board members, when elected, will be experts in all core competencies required of them. It is expected that all board members will commit to learning and development to fulfill their role and will achieve the minimum requirements for the 7 core competencies within established time frames.

2) Specialty Skills:

In addition to general experience and competency requirements outlined above, connectFirst has established specific specialty skills and abilities that are relevant to our organization. These skills and abilities are attached within Appendix A. It is generally anticipated that not all board members will achieve or possess these specialty skills, but it is acknowledged that having a mix of these skills brings value and an enhanced dynamic to the board.

Core Competencies	Specialty Skills
<ul style="list-style-type: none">• Strategic Planning• Financial Literacy• Risk Oversight (<i>2022 Area of Focus</i>)• Governance & Ethics• Audit & Compliance Oversight• Legal/Regulatory• CEO Performance Oversight	<ul style="list-style-type: none">• Technology/Data Governance• Financial Expertise• Enterprise Risk• HR• Digital (<i>2022 Area of Focus</i>)• Sustainability/ESG• Innovation (<i>2022 Area of Focus</i>)• Entrepreneurial Leadership• Business Transformation

***Descriptors of Core Competencies & Specialty Skills are available in [Appendix A](#).**

Recruitment Areas of Focus - 2022

connectFirst Credit Union conducts an annual skills and competency assessment of its Board of Directors in order to determine priority areas for candidate skills and experience.

For 2022, the board is specifically looking for individuals who bring identified core competencies and specialty skills, expertise and background to the governance of the credit union. Recognizing not all board members will have all desired core competencies and specialty skills when appointed, we are seeking candidates who demonstrate a commitment and aptitude to acquire a level of competency necessary to make them effective board members.

Based on the annual assessment, and in addition to possessing the core competencies listed above, in the 2022 candidate recruitment process the board has identified an opportunity to seek board candidates that possess strengths and expertise in the following areas:

Core Competency: Risk Oversight

Risk management involves identifying, measuring and managing significant risks and events that may impact an organization's objectives. It encompasses policies, procedures and controls and how risks are managed.

You are familiar with the nature and types of risks, which are faced broadly by financial institutions and be able to demonstrate an understanding of the fundamental business risks inherent to connectFirst.

You have prior experience as a member of a credit or risk committee and knowledge/experience of risk frameworks.

Based on your experience and education you question and engage in discussions around risks at the enterprise level and contribute effectively to discussions/ decisions to manage and address identified risks.

Specialty Skill: Digital

Ideal candidates will have a background in the strategic use of digital technologies acquired through a senior technology leadership role and bring experience in one or more of the following:

- Leading a major digital technology initiative in a large organization.
- Building a Technology business.

You bring an understanding of the 'new digital' world and its deployment in the financial services industry, i.e. digital banking.

You have an informed perspective on the impact of digital innovation on the delivery of goods and services, changing customer expectations and methods of interaction with members, suppliers and business partners - both the opportunities and challenges this presents for the credit union.

Specialty Skill: Innovation

Ideal candidates will have a background at a senior leadership level with respect to driving innovation in a large organization and bring experience in one or more of the following:

- Leading a major innovation initiative in a large organization;
- Driving business growth through innovation, e.g. new product development/new revenue sources
- Methods and processes that support innovation, e.g. prototyping, agile development methods, minimal viable transformation, rapid failure, kill cycles etc.

You bring an understanding of the importance of nurturing an innovation culture across the organization and provide thought leadership to the board regarding their role in oversight, stewardship and support of innovation.

You provide an informed perspective on the effectiveness of the organization's innovation strategy and its alignment with business direction, goals and priorities.

***The full list of core competencies & targeted specialty skills with detailed descriptors for each are contained in [Appendix A](#).**

Candidates will be required to submit a formal Candidate Application, attest to their eligibility and demonstrate how their competencies and skills align with what the Board is seeking in 2022.

Candidates are also expected to attend an information session to familiarize themselves more with connectFirst and our board, so they can make an informed choice about whether running for election is right for them.

Board Diversity, Equity and Inclusion

connectFirst has identified diversity, equity and inclusion as essential elements in attracting high-calibre board members and maintaining a high-functioning board and business. In accordance with connectFirst's Diversity, Equity, and Inclusion Policy, and recognizing that competence is paramount, the board is particularly seeking expressions of interest from well-qualified candidates from a wide range of backgrounds and viewpoints. This includes but is not limited to gender, gender identity, gender expression, race, ethnicity, age, sexual orientation, socioeconomic status and geographic location.

The goal of the board is to promote and foster an inclusive environment where directors feel welcomed, supported, listened to and able to contribute their personal best. This includes a commitment to inclusive behaviours fair treatment based on one's needs, valuing uniqueness and cultivating a sense of belonging, enabling an adequate voice for all board members in decision making.

The board has committed to bringing its Diversity, Equity and Inclusion Policy to life through action planning and is at the beginning of its journey in creating a roadmap of future activities that it would intend to share publicly with members as well as keep them informed on progress.

For more information refer to the Board Equity, Inclusion and Diversity Policy available on the connectFirst website.

Review our [Board Diversity, Equity & Inclusion Policy](#).

Endorsement

connectFirst believes in the value of endorsement as a governance practice which supports board effectiveness, board relevancy and board renewal. It has a Board Endorsement Policy whose purpose is to

- (i) clarify the expectations and standards by which candidates will be selected for possible inclusion in the Credit Union's recommended slate of candidates during the elections process; and
- (ii) promote transparency and ensure consistency in the process followed to determine whether a candidate should be endorsed.

ConnectFirst believes that governance practices such as endorsement provide members with assurance that a candidate's values, interests, experience and qualifications are those that would enhance the boards' current composition.

The [Board Endorsement Policy](#) is published on the connectFirst website.

The Nominations Committee is responsible for conducting an interview with all candidates to gather consistent data and to objectively assess (using a scoring matrix) how candidates meet, or do not meet, the core competencies and /or the 2022 published recruitment areas of focus. This will inform their decisions regarding endorsement. They will strive to endorse the most qualified candidates based on the published needs of the board. An external consultant is engaged to support the integrity and objectivity of this process.

The Nominations Committee may endorse a maximum number of candidates. This is up to twice the number of vacancies on the board. For example, in 2022 there are five (5) vacancies. The Nominations Committee could endorse up to a maximum of ten (10) candidates. The actual number of candidates endorsed may be less depending on the candidate's qualifications relative to the published skill sets.

connectFirst welcomes and values applications to become a board member from all members who meet the eligibility criteria set out in the Credit Union Act, connectFirst bylaws and board policies, and the skills and competencies published to the membership annually.

Submitting Your Application

In 2022, members will be electing five (5) directors to the board. After carefully reviewing this Candidate Guide, and deciding to put your application forward for endorsement as a board candidate, please complete the online application at: <https://www.connectfirstcu.com/DirectorElections>.

Application Deadline

November 19, 2021 at 12:00 p.m. MST

Elections Results

Director Election results will be announced at our AGM on Wednesday, March 9, 2022.

Important Dates

Oct. 12 - Nov. 19, 2021	Call for Board Candidates
Nov. 19, 2021	Call for Board Candidates will close at 12:00 p.m. MST
Nov. 25, 2021	Virtual Information Session 5:00 p.m. - 6:30 p.m. MST
Dec. 1 - 3, 2021	Candidate Interviews
Dec. 7-9, 2021	Candidates notified of endorsement.
Jan. 13, 2022	Candidate Conference Call
Jan. 14, 2022	Candidates Announced to Membership
Jan. 24 - Feb. 28, 2022	Online Voting for Members
Mar. 9, 2022	AGM, Election Results announced Table Officers Election immediately following AGM <i>(All Board members must attend)</i>
Mar. 2022	New Board Member System Onboarding, Form Signing
Apr. 2022	New Board Member Orientation

Thank you for your interest in the 2022 Director Elections! We look forward to your voting participation in this vital democratic process.

~ connectFirst Credit Union, Board of Directors



Core Competencies

Competency	Experience/Education	Competency Descriptor	Minimum Competency Level
<p>Strategic Planning</p>	<p>Experience participating in or leading an organization in planning for its future</p> <p>Completion of related CUDA, CUES or ICD courses.</p>	<p>Directors are expected to contribute to strategic planning by understanding the strategic planning process and strategy formulation. This includes having a good knowledge of the credit union’s business and operating environment and being prepared for planning deliberations.</p> <p>To achieve this competency, directors should demonstrate an appropriate level of knowledge and understanding of the strategic planning process and contribute to the development of the strategic direction, core values and the strategic goals and objectives for the credit union.</p>	<ul style="list-style-type: none"> • Demonstrates good knowledge of the competitive environment in which the company operates. • Understands the vision, mission and core values of the credit union. • Can articulate the credit union’s strategies and plans. • Familiar with key components of strategy development and execution. • Applies knowledge of corporate goals, strategies and objectives to evaluate reports and recommendations presented by management. • Provides sound input into the credit union’s strategic direction and plans. • Assesses goals, objectives, risks and opportunities relative to strategic direction.
<p>Financial Literacy</p>	<p>Prior experience as a member of an Audit and Finance Committee</p> <p>Experience reviewing financial reports, financial statements and operational plans & budgets</p> <p>Completion of related CUDA, CUES or ICD courses.</p>	<p>Directors are required to understand how financial reports and statements are developed and the types of analysis required to effectively monitor results and variances. Additionally, they should have a basic knowledge of accounting standards and assumptions and legislative requirements in order to effectively oversee the financial performance of the credit union.</p> <p>To achieve this competency, directors should demonstrate an appropriate level of financial knowledge and understanding, ability to interpret financial reports and statements, and monitor corrective action to ensure financial goals and regulatory requirements are met.</p>	<ul style="list-style-type: none"> • Can interpret core financial statements, e.g. balance sheet and income statement • Demonstrates knowledge of statutory and regulatory requirements, e.g. IFRS. • Understands foundational financial analysis concepts and tools. • Can explain the nature and purpose of all financial reports prepared by management, and the purpose and uses of key financial ratios, financial trends, performance benchmarks and system/group comparison reports. • Identifies variances between actual financial performance and established financial budget and targets and understands the nature and extent of recommendations to address material variances. • Understands the concept of materiality with respect to financial statement information and variances.



Competency	Experience/Education	Competency Descriptor	Minimum Competency Level
<p>Risk Oversight 2022 Area of Focus</p>	<p>Prior experience as a member of a credit or risk committee</p> <p>Knowledge/experience of risk frameworks</p> <p>Completion of related CUDA, CUES or ICD courses.</p>	<p>The Board is responsible for the oversight of the credit union’s risk management practices, including Enterprise Risk Management. Risk management involves identifying, measuring and managing significant risks and events that may impact an organization’s objectives. It encompasses policies, procedures and controls and how risks are managed.</p> <p>To achieve this competency, directors should demonstrate an appropriate level of knowledge and understanding of the risk management framework for identifying, measuring and managing the significant risks and events that may impact the credit union’s objectives.</p>	<ul style="list-style-type: none"> • Familiar with the nature and types of risks, which are faced broadly by financial institutions. • Demonstrates a solid understanding of the fundamental business risks inherent to connectFirst –e.g. credit, technology, liquidity and interestrate etc • Good knowledge of connectFirst enterprise risk management framework and policies, procedures and controls used to manage significant risks • Understands the Board’s risk assessment tools, criteria for measuring risk and risk management reports • Can identify and understands the nature and extent of any material risks to the credit union, the degree of exposure, how they are being monitored/mitigated • Able to question and engage in discussions around risks at the enterprise level • Contributes effectively to discussions/ decisions to manage and address identified risks.
<p>Governance & Ethics</p>	<p>Knowledge and experience in governance acquired by participating on other Boards either as a Board member or as an employee reporting to the Board</p> <p>Prior experience as a member of a governance committee</p> <p>Completion of related CUDA, CUES or ICD courses.</p>	<p>Directors are expected to provide prudent, independent and objective oversight to the plans, goals, policies and processes which govern and guide the way the credit union is directed and managed.</p> <p>Directors are expected to perform their responsibilities without any bias of self-interest and with due regard to the best interests of the credit union.</p> <p>To achieve this competency, directors should demonstrate an appropriate level of knowledge and understanding of the critical elements of good governance and ethics</p>	<ul style="list-style-type: none"> • Demonstrates knowledge of key governance principles, liabilities, policies, issues and trends. • Is aware of the roles and responsibilities of the board of directors and the Board within the larger governance framework (legal, regulatory, industry and business context). • Demonstrates, through their participation, independence of thought, accountability and transparency. • Understands and can articulate their fiduciary obligations • Demonstrates ethics (code of conduct) and personal integrity in acting in the best interests of the credit union. • Knows the roles of and interrelationships between the Board; Board and regulators; Board and senior management. • Contributes fully to the board and governance by: <ul style="list-style-type: none"> ○ asking appropriate questions, ○ identifying material variances or deficiencies, ○ being prepared for meetings, ○ supporting board decisions.



Competency	Experience/Education	Competency Descriptor	Minimum Competency Level
<p>Audit and Compliance Oversight</p>	<p>Experience or knowledge of auditing practices, organizational controls and compliance measures</p> <p>Prior experience as a member of an Audit or Risk committee</p> <p>Completion of related CUDA, CUES or ICD courses.</p>	<p>Directors need to understand the risks facing the credit union, the ways in which management addresses and mitigates those risks and ensure that the financial statements accurately reflect the activities of the credit union. These functions are assessed through the activities which are carried out by a combination of internal and external auditors which involves systematically reviewing key risks and ensuring that any identified weaknesses or deviations from policy and legislative requirements are rectified by management.</p> <p>To achieve this competency, directors should demonstrate an appropriate level of knowledge and understanding of monitoring and auditing processes required to ensure compliance with the credit union’s policies, standards of sound business practices and regulatory requirements</p>	<ul style="list-style-type: none"> • Good knowledge of internal controls and procedures for financial reporting. • Basic knowledge of auditing techniques, generally accepted accounting standards and principles • Familiar with external audit cycle and legislative requirements. • Interprets and draws conclusions from the reports of the external auditor, internal auditor and regulators. • Asks appropriate questions about credit union policies, practices and reports. • Able to understand and interpret financial information, to ask appropriate questions and to challenge management. • Analyzes results and reports and contributes to discussion on material variances or weakness relating to audit and compliance.
<p>Legal/Regulatory</p>	<p>Prior experience as a member of a Governance committee</p> <p>Completion of related CUDA, CUES or ICD courses.</p>	<p>The credit union operates in a regulated environment, is governed by the Credit Union Act, Credit Union Bylaws and regulated by CUDGC and other legislation. The Act sets out the special nature of the credit union governance structure, business powers and lending and investment restrictions and limitations.</p> <p>To achieve this competency, directors should demonstrate an appropriate level of knowledge and understanding of the regulatory environment, policy development and the policies required to meet legal, regulatory and governance requirements.</p>	<ul style="list-style-type: none"> • Demonstrates appropriate knowledge of the Credit Union Act, CU Regulations and other relevant legislation. • Understands the legislative and regulatory environment in which the credit union operates • Knows how to gain reasonable assurance from management with respect to connectFirst controls and compliance with legal, regulatory and liability requirements • Familiar with the Standards of Sound Business Practice (Governance Standards) • Maintains good knowledge of the credit union’s by-laws and related policies. • Initiates/contributes to discussions on policy enhancements to deal with gaps in compliance and/or emerging regulation • Good understanding of the special nature of the credit union governance structure, business powers and lending and investment restrictions and limitations. • Understands the overall Board policy framework i.e., the areas in which policies are required and why.



Competency	Experience/Education	Competency Descriptor	Minimum Competency Level
<p>CEO Performance Oversight</p>	<p>Prior experience as a member of an HR Committee</p> <p>Prior experience setting and evaluating performance goals for others</p> <p>Prior experience coaching and developing others</p> <p>Completion of related CUDA, CUES or ICD courses.</p>	<p>The Board supervises the affairs of the credit union through its oversight responsibilities and appoints a CEO to manage the day to day operations. The Board is required to conduct an assessment of the performance of the CEO. An objective evaluation and assessment of the CEO is important to ensure that responsibilities are effectively undertaken and that any deficiencies are appropriately and quickly identified and addressed.</p> <p>To achieve this competency, directors should demonstrate an appropriate level of knowledge and understanding of the tools and methodologies for monitoring and assessing the performance and development of the CEO to determine strengths, deficiencies and areas for improvement.</p>	<ul style="list-style-type: none"> • Contributes to the development of the relationship between the Board and the CEO. • Understands broadly concepts/models relating to performance assessment and evaluation techniques • Applies the performance and measurement system to the year-end assessment of the CEO, utilizing objective data and independent perspective • Contributes to the ongoing assessment of the CEO's performance. • Identifies opportunities for skills/performance improvement in the CEO. • Contributes to the setting of CEO performance goals to ensure they are aligned with the strategic direction and key business objectives



Specialty Skills/Experience

Competency	Professional Experience	Relevance to the Board	Value derived/expected contribution
<p>Technology/Data Governance</p>	<p>Background in the enterprise use of technology acquired through a senior leadership role, e.g. CTO or similar.</p> <p>Experience in one or more of the following:</p> <ul style="list-style-type: none"> • Oversight of enterprise technology platforms; • Senior leadership of business continuity, disaster recovery, cyber security initiatives or responses <p>Or</p> <p>Experience with data warehousing, business intelligence systems, knowledge management tools and how to get meaningful information out of the volumes of data that are available.</p>	<p>As information and its supporting technology become increasingly important to the success of an organization, governance of the organization’s use and management of its information and information resources, systems and technology is becoming an increasingly critical and necessary component of board activities</p> <p>Good IT governance is an effective means to reduce risk, mitigate the impact of IT-related disasters, lower the cost of capital and create enduring member value.</p>	<ul style="list-style-type: none"> • Demonstrates knowledge of how to measure and monitor IT effectiveness and the value IT is delivering for the business. • Contributes deeply to discussions regarding the effectiveness of IT Risk governance, i.e. the security of data and information, the integrity of hardware and systems and the implementation of key IT projects. • Demonstrates understanding of cybersecurity risk, the compliance issues. Is able to challenge the effectiveness of cybersecurity mitigation strategies and response plans. • Drills into IT partner risk to understand the effectiveness of oversight of material third-party suppliers or outsource partners. • Ability to contribute deeply to discussions regarding the robustness of the credit union’s business continuity/disaster recovery plans. • Brings an appropriately critical mindset regarding IT investments and clarifies their alignment to connectFirst strategic goals. • Familiar with the emergence of sophisticated business-intelligence and knowledge-management tools and how they can create competitive opportunities for those organizations able to leverage the resulting business insights.



Competency	Professional Experience	Relevance to the Board	Value derived/expected contribution
<p>Financial Expertise</p>	<p>A background in overseeing the financial operations of a complex organization, knowledge of audit practices or an accounting background, e.g. experience as CFO, senior finance leader or equivalent relevant role.</p> <p>A relevant university degree or higher or professional designation relating to Accounting or Finance, e.g. CPA/CMA.</p>	<p>The board has ultimate responsibility for overseeing the financial affairs of the credit union. In performing its oversight role the board must be able to see the big picture while at the same time recognize when a small financial discrepancy can become a major liability.</p> <p>Professional expertise in this area will support the depth and breadth of oversight required to ensure the credit union's financial health, long term financial stability and effective stewardship of the organization's assets.</p>	<ul style="list-style-type: none"> • Understands how to develop an overall financial strategy for an organization and metrics tied to that strategy. • Can offer expert insights into the credit union's financial planning and risk management strategies by analyzing and probing into liabilities and investments. • Provide insights related to proposed investment strategies, considering cash and liquidity risks, evaluating the credit unions capital structure • Provide insight into the effectiveness of the internal control systems, impairment testing, feasibility of financial forecasting • Ability to assess and ask meaningful questions regarding the overall financial health of the credit union and recognize signs of financial distress • Can provide additional perspective on the interrelationship of financial ratios and strategies to address any material variances in financial reporting/performance
<p>Enterprise Risk</p>	<p>Experience as Chief Risk Officer, senior Risk leader or equivalent relevant role.</p> <p>Experience/knowledge relating to key organizational risks in a wide range of areas including legal, regulatory compliance, financial and competitive risk.</p> <p>Exposure to and understanding of risk management frameworks and systems.</p> <p>Experience in regulated industries is an asset</p>	<p>Directors are responsible for risk oversight, including overseeing management's systems and processes for identifying, evaluating, prioritizing, mitigating, and monitoring risks.</p> <p>Every organization is exposed to multiple risks. Developing a full understanding of all the risks facing the organization and breadth of capability on the board is critical to ensuring business sustainability</p>	<ul style="list-style-type: none"> • Provide expert insight into the robustness of the credit union's ERM process and effectiveness of its risk management approaches, including risk tolerance and risk appetite. • Provide additional perspective on the interrelatedness of the various enterprise risks and any pre-existing conditions or vulnerabilities that could have a compounding impact (both in the short and long term) on the credit union • Digs deeper beyond quantitative risk assessments to constructively challenge the facts and assumptions management has used in identifying and evaluating risk. • Familiar with insurance and liability as well as compliance standards for the industry, including financial, property, operational, or personnel reporting, regulations, and standards. • Provides expert perspective into the effectiveness of the management of risks that threaten long term competitive success and survival, e.g. risks to connectFirst market position, critical resources and ability to innovate and grow • Can provide expert input into emerging risks and recognizes potential threats and opportunities



Competency	Professional Experience	Relevance to the Board	Value derived/expected contribution
<p>HR</p>	<p>Senior leadership experience (e.g. Chief People Officer) or expertise providing professional consulting services with respect to human resources including:</p> <ul style="list-style-type: none"> • Succession planning, executive compensation and compensation plan design • creating talent management strategies • Fostering organizational culture and employee engagement 	<p>The board has a responsibility to the employee stakeholder group to ensure an appropriate environment exists for employees and sound HR policies and practices are set and implemented.</p> <p>Oversight extends to ensuring there is a long term people strategy that creates a differentiated and sustained people advantage, is focused on the workforce of tomorrow and delivers leadership bench strength.</p>	<p>Ability to interpret Human Resources policy and programs and ask probing questions regarding their effect on business results, organizational culture and alignment with values, strategy, etc.</p> <p>Demonstrates strong knowledge of executive compensation practices and recruitment; trends and risks.</p> <p>Provides insight into the effectiveness of the credit union’s talent management, succession planning and leadership development approaches.</p> <p>Provides expertise relating to the selection and evaluation of the performance of the CEO.</p> <p>Understands the importance of culture and provides thought leadership to the board regarding their role in oversight, stewardship and support of organizational culture</p> <p>Keeps up to date with emerging people practices, e.g. flexible workplace/workforce, future of work, opportunities relating to diversity, equity and inclusion.</p>



Strategy related Specialty Skills

Competency	Professional Experience	Relevance to Board	Value derived/expected contribution
<p>Digital 2022 Area of Focus</p>	<p>Background in the strategic use of digital technologies acquired through a senior leadership role, e.g. CTO or similar.</p> <p>Experience in one or more of the following:</p> <ul style="list-style-type: none"> Leading a major digital technology initiative in a large organization. Building a Technology business. 	<p>New capabilities being brought about by the move to mobility and the cloud, IoT, AI, machine learning, robotics, social media, quantum computing are creating new challenges, opportunities, and risks arising from these emerging digital technologies.</p> <p>The board’s role in ensuring the long term sustainability of the credit union means they need to understand the implications these profound changes will have on the organization.</p>	<ul style="list-style-type: none"> Understands how digital technologies can create incremental value, and potentially entirely new digital revenue streams for an organization. Understanding of the ‘new digital’ world and its deployment in the financial services industry, i.e. digital banking. Ability to discern the digital experiences the credit union’s members and employees expect, with what the organization is doing to deliver those experiences. Ability to “think digitally”, providing oversight from a non- traditional perspective, i.e. shifting from a focus on capital investments in physical structures and products to one in which initiatives that are virtual and experimental. Understands the disruptive forces in the financial services marketplace created through digital innovation, its impact on the delivery of goods and services, changing customer expectations and methods of interaction with members, suppliers and business partners.
<p>Sustainability/ESG</p>	<p>Prior experience/background in leading community engagement initiatives and measuring their business value and social impact</p> <p>Experience with or knowledge of sustainable development goals</p>	<p>Environmental, Social and Governance (ESG) considerations are playing an increasingly important role across Canadian companies at both the board table and at an operational level. The impetus is growing for organizations to address ESG issues and opportunities.</p> <p>Additionally, increasingly stakeholders expect greater visibility of a broad range of non financial metrics to better understand diverse social and environmental risks.</p>	<ul style="list-style-type: none"> Demonstrates a high degree of sustainability literacy, especially on the most material environmental, social and governance (ESG) trends, risks and opportunities for an organization Understands how environmental and social change is impacting businesses, supply chains, members, employees and the communities they operate in Can integrate this understanding and knowledge with business objectives to provide expert insight into alignment with organizational strategy and how to create competitive advantage Knowledge of the growing expectations on boards for ESG disclosure and communications Provides thought leadership on how to integrate ESG into board processes and policies, e.g. board recruitment process, board diversity policy.



Competency	Professional Experience	Relevance to the Board	Value derived/expected contribution
<p>Innovation 2022 Area of Focus</p>	<p>Senior leadership experience (e.g. Chief Innovation Officer) or expertise providing professional consulting services with respect to driving innovation in a large organization.</p> <p>A background in marketing, research and development, product development, or strategy</p> <p>Experience in one or more of the following:</p> <ul style="list-style-type: none"> • Leading a major innovation initiative in a large organization; • Driving business growth through innovation, e.g. new product development/new revenue sources 	<p>With the exponential pace of change and to fulfill the Board’s obligation to ensure the long-term well-being of their companies, Boards need a deeper understanding of emerging potential business disrupters that may impact core operations. This includes knowledge of innovative new business models, new product categories or service offerings and what opportunities and threats they provide to the credit union</p> <p>Expertise in developing a compelling innovation strategy, governing innovation risk and oversight of appropriate investment in future focused innovation that differentiates connectFirst, and anticipates changes in the competitive environment will directly support connectFirst strategy.</p>	<ul style="list-style-type: none"> • Understands the credit unions innovation risk appetite and how to set Innovation goals to positively impact the company’s long-term financial performance. • Experience in methods and processes that support innovation, e.g. prototyping, agile development methods, minimal viable transformation, rapid failure, kill cycles etc. • Provides expert insight into the effectiveness of the organization’s innovation strategy, innovation portfolio and roadmap and its alignment with business direction, goals and priorities. • Provides insight into and appropriately challenges management on how planned innovations differentiate the company in the marketplace and provide unique value to members • Understanding of what is expected from innovation and what might be reasonable time frames and methods for review • Understands the importance of nurturing an innovation culture across the organization and provides thought leadership to the board regarding their role in oversight, stewardship and support of innovation



Competency	Professional Experience	Relevance to the Board	Value derived/expected contribution
<p>Entrepreneurial Leadership</p>	<p>Background in building and growing one or more successful business(es)</p> <p>Experience in new emerging industries and associated technology advancements which impact their business model, e.g. renewable or bio energy, agribusiness.</p>	<p>Entrepreneurship is important as it has the ability to improve standards of living and create wealth, not only for the entrepreneurs but also for related businesses.</p> <p>Entrepreneurs also help drive through new and improved products and enable new markets to be developed.</p> <p>Strengthening the board with this professional experience directly aligns with connectFirst Vision and Member Pledge.</p>	<ul style="list-style-type: none"> • Demonstrates deep business acumen and provides insight into marketing and sales approaches and business growth strategies • Understands how to organize capital, talent and other resources to translate entrepreneurial ideas into commercially viable propositions • Understands the risks and opportunities related to managing a new business venture • Knowledge of how to build and leverage business relationships, how to develop a compelling value proposition and brand strategy
<p>Business Transformation</p>	<p>Senior leadership experience in planning, developing and executing business transformation strategies and initiatives.</p> <p>Or</p> <p>Expertise providing professional consulting services with respect to driving large scale organizational change, e.g. new technology adoption, business process transformation, strategic change and cultural adoption.</p>	<p>Business Transformation is a key component underpinning the successful delivery of connectFirst Member Experience. Focusing on redesigning core business processes can achieve dramatic improvements in productivity, cycle times and quality. It can reduce costs, eliminate unproductive activities, accelerate information flows and eliminate errors and rework caused by multiple hand offs.</p> <p>Strengthening the board with this professional experience aligns with connectFirst Vision and Member Pledge.</p>	<ul style="list-style-type: none"> • Understands what is involved in analyzing complex processes and operating environments, architecting holistic improvements (covering process, technology and organization), quantifying operational and financial benefits. • Expert knowledge of a variety of transformation tools, e.g. Lean, Six Sigma and Agile. • and how to use them to deliver better member experience, quality, efficiency and compliance • Understands how to establish and ensure appropriate governance for business transformation initiatives and critical program/project controls and procedures. • Provides insight into planned Business Transformation strategy, opportunity portfolio, and priorities.

APPENDIX B

BOARD CALENDAR NOVEMBER 2021 – DECEMBER 2022

	FIRST QUARTER		SECOND QUARTER			THIRD QUARTER			FOURTH QUARTER			FIRST QUARTER		
	NOV 2021	DEC 2021	JAN 2022	FEB 2022	MAR 2022	APR 2022	MAY 2021	JUNE 2022	JULY 2022	AUG 2022	SEPT 2022	OCT 2022	NOV 2022	DEC 2022
BOARD		DEC 14 9:00 – 4:00			MAR 8 9:00 – 4:00			JUN 7 9:00 – 4:00 JUN 20-22 PLANNING MEETING <i>Ghost River</i>		AUG 30 9:00 – 4:00		OCT 25 9:00 – 4:00 BUSINESS PLAN & BUDGET		DEC 13 9:00 – 4:00
AUDIT & FINANCE		DEC 13 9:00 – 12:00 FULL BOARD			MAR 7 9:00 – 12:00			JUN 6 9:00 – 12:00		AUG 29 9:00 – 12:00				DEC 12 9:00 – 12:00 FULL BOARD
GOVERNANCE		DEC 7 9:00 – 12:00			MAR 7 9:00 – 12:00	APR 27 9:00 – 12:00 JOINT WITH 2021 NOMINATIONS		JUN 6 9:00 – 12:00		AUG 29 9:00 – 12:00				DEC 5 9:00 – 12:00
RISK		DEC 7 1:00 – 3:00			MAR 7 1:00 – 3:00			JUN 6 1:00 – 3:00		AUG 29 1:00 – 3:00				DEC 5 1:00 – 3:00
HUMAN RESOURCES	NOV 25 1:00 – 3:00 FULL BOARD	DEC 7 1:00 – 3:00 DEC 13 1:00 – 3:00 IN-CAMERA FULL BOARD			MAR 7 1:00 – 3:00			JUN 6 1:00 – 3:00 CEO 6-MO. PA & HRC MEETING		AUG 29 1:00 – 3:00			NOV 24 1:00 – 3:00 FULL BOARD	DEC 5 1:00 – 3:00 DEC 12 1:00 – 3:00 IN-CAMERA FULL BOARD
NOMINATIONS	NOV 24 9:00 – 12:00	DEC 1 8:30 – 10:00 DEC 7 3:00 – 5:00	TBD			APR 27 9:00 – 12:00 JOINT WITH 2022 GOVERNANCE				AUG 29 3:00 – 5:00	TBD	TBD	NOV 24 3:15 – 5:15	DEC 5 3:00 – 5:00
EDUCATION & DEVELOPMENT SESSIONS		DEC 13 3:30 – 4:30 (TBD)	JAN 25 10:00 – 3:00 (TBD)		MAR 7 3:30 – 4:30 (TBD)	APR 5 10:00 – 3:00 (TBD)		JUN 6 3:30 – 4:30 (TBD)		AUG 29 3:30 – 4:30 (TBD)	SEPT 19 9:00 – 12:00 REGULATORY 1:00 – 3:00			DEC 12 3:30 – 4:30 (TBD)
OTHER MEETINGS					MAR 9 8:00PM TABLE OFFICER ELECTIONS MAR 23 Time TBD RE-ORG /ORIENTATION									
CFCU EVENTS		DEC 13 TBD			MAR 7 TBD MAR 9 TBD CFCU AGM			JUN 6 TBD		AUG 29 TBD				DEC 12 TBD
CONFERENCES						April TBD AB CENTRAL AGM TBD	MAY TBD NATIONAL CONFERENCE TBD		JULY TBD WOCCU TBD		SEPT TBD LCUC CONFERENCE TBD			

Legend	Board or Committee Meeting	Board Development Session	Voluntary Education Session	Board/ELT Dinner	CFCU Offsite Meeting	External Conference
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