

**October 4, 2022**

**TO: RDAR Class A Members**

**RE: RDAR Director’s Nomination**

This memo outlines the Director nomination process and timeline that RDAR will follow for the election of Directors before the Annual Members’ Meeting on January 10, 2023.

### Background

RDAR’s Board of Directors must be comprised of a minimum of nine (9) and a maximum of eleven (11) Directors. [RDAR By-Laws, section 44].

At the 2021 Members’ Meeting, ten (10) Directors were elected to serve for staggered terms, allocated according to the number of ballots received in favour of election. At the 2022 Members’ meeting, an amendment to By-Law clause 51 was accepted and requires the first election of new Directors, to be held in January 2023. Three (3) positions are open for election: Two (2) Member-nominated directors; and one (1) Board-nominated director. Continuing Directors are:

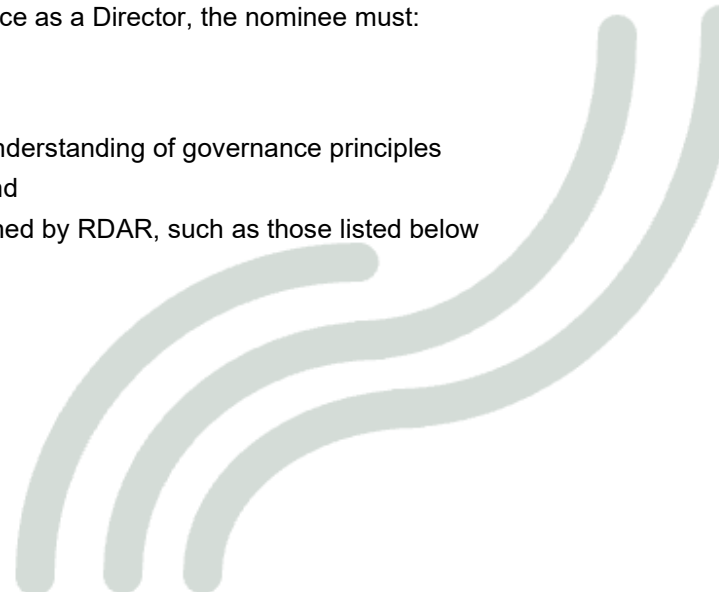
	<b>Director</b>	<b>Profession and Alberta Location</b>	<b>2021 Nominator</b>	<b>Term expiry</b>
1	D’Arcy Hilgartner	Producer, Central	Alberta Pulse Growers Commission	2025
2	Dr. Fred Lozeman	Producer, S. West	Alberta Beef Producers	
3	JP Brouwer	Dairy Farmer, Central	Alberta Milk	
4	Dr. Stanford Blade	Dean, U of Alberta	Board	
5	Brian Brewin	Producer, South	Alberta Potato Growers	2024
6	Melissa Downing	Livestock Producer, E. Central	Board	
7	Steven Kenyon	Producer, W. Central	ARECA	

### Call for Nominations

**RDAR invites Class A Members who do not currently have a continuing director to submit a nomination to fill the two vacancies, which are for three-year terms, ending 2026.**

Under the By-Laws, to be eligible to be nominated to hold office as a Director, the nominee must:

- be an individual 18 years of age or older
- must not be incapable or bankrupt
- have experience as a director and a demonstrated understanding of governance principles
- not be an employee of the Government of Alberta; and
- meet such other eligibility criteria as may be established by RDAR, such as those listed below



To round out the skills of the current Board, RDAR requests that Members look for nominees who have:

- financial credentials and expertise
- risk management expertise, including IT and cybersecurity
- governance experience and expertise
- media / communications expertise
- supply-chain / value chain management
- trade and marketing expertise

Additionally, an ideal nominee will also demonstrate, at minimum:

- dedication and commitment to RDAR and its mandate
- willingness to accept broad fiduciary responsibilities and assume a duty of care
- to be of good character and integrity, valuing discretion, and respecting confidentiality
- to have a strategic mindset, demonstrating systems understanding of the agriculture and agri-food sector
- to be knowledgeable about RDAR, its mandate, culture, operations, and strategies
- understanding, acceptance, and adherence to the roles and responsibilities of a Director within RDAR's policy governance model
- the ability to lead and influence others to pursue RDAR's goals
- to be straightforward and impartial, with the ability to respectfully ask hard questions on behalf of all of the stakeholders that the Board serves
- have a willingness to learn from colleagues and on the Board and Committees, as well as from RDAR Staff, Advisors, and experts
- the ability to show respect in all dealings with the CEO and RDAR Staff
- willingness and ability to participate in every meeting, making the necessary time commitment to perform the duties of a Director effectively, including meeting preparation and attendance of Board, Committee, and Member meetings

In addition to the minimum criteria described above, the Nominations Committee may also consider the following factors in evaluating candidates for election as Directors:

- outstanding professional and personal reputation and accomplishments in their field
- capacity to be an effective communicator and connector
- possess significant experience relevant to the Board and RDAR;
- prior deep-knowledge, industry experience, and a keen interest in research and translating knowledge to action
- Board experience with complex multiple stakeholders and non-government organizations
- experience in strategy development and policy setting
- capacity to analyze positions and exercise sound business judgment
- ability and willingness to contribute special competencies to Board activities

The Nominations Committee recognizes the value of cultivating a Board with diverse backgrounds, experience, skills, perspectives, and opinions. A diverse board enables more balanced, wide-ranging discussion in the boardroom, which enhances the decision-making processes and the quality of decisions. Having diverse representation and a variety of viewpoints is essential. As such, the Nominations Committee actively seeks director candidates from a wide variety of backgrounds without discrimination of any kind. In furtherance of this non-discrimination policy, the Nominations Committee will ensure that the slate of candidates includes consideration of Diversity, Equity, and Inclusion.

Due to the nature of a province-wide Board, all candidates must be prepared to travel to meetings, and maintain an ongoing connection to the Board and administration through email, texts, virtual media platforms and other technology. Directors must be able to commit approximately 400 hours annually and participate in meetings that may be two (2) hours or up to two (2) days long.

Class A Members are encouraged to share this memo with their Nominee.

## Nomination Activity & Timeline

	<b>Activity</b>	<b>Due on or Before</b>
<b>1</b>	Contact Class A Members informing them about the Director nomination process, application and election timelines	October 4
<b>2</b>	<b>Nominations Submission Deadline (Submission requirements in Schedule A)</b>	<b>October 28</b>
<b>3</b>	Nominations Committee Review and Evaluate Nominees against criteria and requirements.	November 1
<b>4</b>	Schedule and hold interviews with screened Member-Nominated nominees	November 15
<b>5</b>	Recommendations for Board nominees to Board	November 23
<b>6</b>	Board Reviews the recommendations from Nominations Committee and approves Candidates	November 30
<b>8</b>	Candidates Forum (one hour, time TBD)	December 13
<b>9</b>	Voting Commences (online, per By-Laws Schedule C)	December 14
<b>10</b>	Voting Closes	December 20
<b>11</b>	In case of a tie, second vote opens	January 3, 2023
<b>12</b>	Second vote closes	January 8, 2023
<b>13</b>	Members' Meeting – New Directors Announced	January 10, 2023
<b>14</b>	New Board – First meeting to select Chair / Vice Chair	Within 24 hours of Members' Meeting

We look forward to receiving your Nomination and thank you for your continued support of RDAR and its mandate. if you have any questions, please contact [nominations@rdar.ca](mailto:nominations@rdar.ca).