

Call For Nominations/Applications For The Ontario Karate Federation Board of Directors

Dear Members of the Ontario Karate Federation (OKF),

The Nominations Committee of the Ontario Karate Federation is accepting applications and nominations to serve on the OKF Board of Directors.

At the September 12, 2020 Annual General Meeting, there will be two positions on the Board of Directors that can be filled. Specifically, the positions are Vice President and Membership Director.

At this Annual General Meeting both positions of Vice President and Membership Director will be elected for a three-year term.

Interested applicants or nominees should review the OKF Bylaws as well as the Nominations Policy to determine if they are qualified to apply or be nominated. Moreover, you should review the duties and responsibilities of the Board to ensure you can commit to these standards and practices. Interested candidates or nominees should complete the application package, which can be found by clicking on the link below.

The application package consists of an Application; a Criminal Record Check Consent Form; and a Criminal Record Check.

Please note that the Criminal Record Check (Vulnerable Sector Check) is mandatory as per the OKF Nominations Policy. Section 4.1 of the OKF Bylaws, state:

“The nominee shall not have been found guilty of a crime involving violence, sex, fraud, a hate crime or any other offense that the Nominations Committee deems to potentially bring the OKF into disrepute;”

Applicants and nominees shall visit the following link of the RCMP to review the protocols and means of obtaining a criminal record (actual criminal record check can be done through your local Police Service):

<http://www.rcmp-grc.gc.ca/en/types-criminal-background-checks>

All criminal background checks (Vulnerable Sector Check) shall be completed by each candidate by the closing date. However, any candidate who has not received back their criminal background check results from the RCMP, but who applied prior to the closing date, may submit the receipt evidencing that they applied before the closing date. The Nominations Committee can accept the receipt on the condition that the results of the criminal background check are submitted to the committee prior to the Annual Meeting where the election shall be held. In the spirit of flexibility, and in the extremely unlikely event that a candidate submitted to a criminal background check with the RCMP, submits a receipt and does not have the results by the time of the election, that person may still seek the

position on the condition that they submit the results once they are received. If that person is elected, they will conditionally hold the position until the results are received and submitted to the Nominations Committee. Until that time, that individual may attend meetings of the Board, but cannot vote on any matters. If the results of the criminal background check reveal a criminal conviction that precludes the individual from holding office, that person shall be removed and the individual with the second highest votes for the position shall take their place.

The window for submission of complete applications shall open on August 8, 2020 and close on August 18, 2020 at 12:00pm (noon). Applications received after noon EDT on August 18, 2020 shall not be considered under any circumstance, so please submit your application by the closing date to be considered.

The complete package shall be submitted to nominations@onkarate.ca. If you have any questions regarding the Board of Directors, the nominations or the application process, please direct your questions to nominations@onkarate.ca.

Thank you for your interest.

Respectfully,

The OKF Nominations Committee



NOMINATIONS POLICY AND TERMS OF REFERENCE FOR NOMINATIONS COMMITTEE

PURPOSE OF POLICY

The Ontario Karate Federation (hereinafter “OKF”) recognizes the importance of Board succession planning to ensure optimal continuity and that the Board is composed of people with proper and relevant expertise and skills to govern and strengthen the OKF effectively. The OKF is committed to its Members and athletes and, accordingly, has a keen interest in ensuring that qualified individuals are nominated and/or elected to govern the OKF. In that spirit, the OKF Board of Directors has adopted and approved this Policy as of the date affixed hereunder.

NOMINATING COMMITTEE MANDATE

The general mandate of the Nominating Committee (the Committee) of the Board of Directors (the Board) of OKF is to generate a strong pool of candidates and advise the Board of those candidates best qualified to meet the needs OKF.

As well, the Nominating Committee shall receive applications from eligible Members of OKF and evaluate the applications to ensure that they comply with the Bylaws and the applicable Policies of the OKF.

An applicant who desires to run for the OKF Board of Directors shall be evaluated equally as a nominee who is identified by the Nominations Committee. A nominee identified by the Nominations Committee is in no way an endorsement of that nominee over an applicant and shall have the same rights and duties under the Bylaws of the OKF, the relevant Policies and the process from nomination to election.

The Committee shall have the oversight, responsibility, authority and specific duties as described below. These duties shall be accomplished in a professional and timely manner with a keen awareness of their Duty of Care and good governance.

NOMINATING COMMITTEE COMPOSITION

The Board of Directors shall appoint no less than three individuals who will comprise the Nominating Committee. The individuals appointed shall be independent of the individual interests of the Board Members and shall have a duty to act in the best interests of the OKF. The purpose of the Nominations Committee is to validate whether each candidate for office is eligible to run according to the Bylaws and Policies of the OKF.

The Committee shall be comprised of up to five members with at least three (3) directors and one (1) external experienced individual as determined by the Board. Out of those directors, none shall be up for election for which nominations are called nor have a vested interest in the outcome of the election.

The members of the Committee shall have no vested interests in the election of Board members and shall be independent and free from any actual or perceived conflict of interest.

For clarity, a personal relationship alone is not grounds of a vested or conflict of interest as it is reasonable to assume that Board Members build relationships with one another during their term on the Board due to the close nature of their working relationship.

The composition of the Committee should serve to advance OKF's commitment to the principle of diversity and should reflect the diverse nature of the OKF. If any members of the nomination committee are up for elections, the Board shall temporarily remove that member and the Board shall identify and appoint a substitute to take that member's place until the conclusion of the election. After the election is concluded, the Board may, at its sole discretion, allow the removed Committee Member to return to the Nominations Committee.

Members of the Committee shall be appointed by the Board. Each member, who need not be a voting member of OKF nor a director, shall serve until his or her successor is appointed, unless he or she shall resign or be removed by the Board or otherwise cease to be a director of OKF. The Board shall fill any vacancy if the membership of the Committee is less than 4 members.

The Chair of the Committee may be designated by the Board or, if it does not do so, the members of the Committee may elect a Chair by vote of a majority of the full Committee membership provided that the Chair shall be at all times a director of the OKF.

RESPONSIBILITIES

The Committee is responsible to the Board through its Executive Committee.

SPECIFIC DUTIES

The Committee shall:

- work with the Board to determine the competencies and skills the Board considers necessary for the Board, as a whole, to possess;
- Receive applications or nominations of OKF Members who desire to run for the OKF Board of Directors;
- Evaluate the applications or nominations to ensure the applicant/nominee is qualified to run for the Board of Directors in accordance with the Bylaws, Policies and this Policy of the OKF;
- formulate criteria for candidates after considering the competencies of each existing director;
- work with the Board to develop a search plan which meets the criteria established by the Board and addresses: (i) scope of the search (internal/external, provincial/national), (ii) methods of soliciting nominations; (iii) target dates for completing each stage of the

search process and the schedule of reporting; (iv) the number of candidates to be recommended; (v) the key qualifications and competencies necessary for the position and budget considerations and then execute the plan;

- canvass current Board members for suggestions for candidates;
- identify a potential pool of candidates for Board membership from diverse professional and personal backgrounds who combine a broad spectrum of experience and expertise with a reputation for integrity;
- consider, when suggesting new nominees, whether or not each new nominee can devote sufficient time and resources to his or her duties as a member of the Board;
- make recommendations to the Board with respect to director nominees for election;
- establish the procedure for approaching prospective candidates;
- approach nominees to ascertain their willingness to serve as a member of the Board; and
- ensure there is a succession plan for the positions of President, Treasurer and Vice-President(s) of the OKF;

COMMUNICATION, EXPENSES AND AUTHORITY TO ENGAGE ADVISORS

The Committee shall have access to such officers and employees of OKF and to such information respecting OKF, as it considers to be necessary or advisable in order to perform its duties and responsibilities. The Committee, through its Chair, may directly contact any employee in OKF as it deems necessary, and any employee may bring before the Committee, on a confidential basis, any matter involving the matters that the Committee's terms of reference may cover.

The Committee has the authority to engage independent counsel and other advisors as it determines necessary to carry out its duties. To the extent possible, these independent advisors should be volunteers who will provide the advice at no expense to OKF. Where the Committee is unable to engage volunteers, and must engage paid advisors to provide specific advice, the Committee must seek the approval of the Executive Director prior to engaging these advisors at OKF's expense. OKF shall be responsible for all expenses of the Committee that are deemed necessary or appropriate by the Committee in carrying out its duties.

POSITIONS FOR ELECTION

As per the OKF Bylaws, elections for the Board of Directors shall be staggered. As such, the Board of Directors has determined that the following election cycle shall occur after the initial Annual Meeting:

2018: President, Vice President, Secretary, Treasurer, Athlete's Representative, Membership Director.

2019: President and Athlete's Representative

2020: Vice President and Membership Director

2021: Secretary and Treasurer

Accordingly, the staggering of terms will be set in the first Annual Meeting where the President and Athlete's Representative positions will be up for a one-year term; the Vice-President and Membership Director positions will be up for a two-year term; and the Secretary and Treasurer positions will be up for a three-year term. After the 2021 election, the above election cycle shall be maintained for future years and each term will be up for three-year terms, as per the Bylaws.

APPLICANTS

As a preliminary matter, and pursuant to the Bylaws of the OKF, only Members may apply or be nominated to seek a position on the Board of Directors. Accordingly, anyone who is not a Member of the OKF or is a Probationary Member, may not apply nor be nominated to seek a position on the OKF Board of Directors.

As per Section 4.1 of the OKF Bylaws, an Applicant is qualified to apply for and be nominated for election to the Board of Directors if they:

1. Are at least 18 years old;
2. Are a Member in good standing of the OKF;
3. Have not been declared incapable by a Court in Canada or in another country;
4. Are an individual and not a corporation;
5. Not in bankrupt status.

In addition, the Bylaws state that the applicant or nominee shall meet the requirements or criteria in the Nominations Policy as established by the Board of Directors.

Accordingly, the Board of Directors has established the additional requirements/criteria in order to qualify as a nominee for the Board of Directors:

1. The nominee shall not have been found culpable of any Major Infraction of Karate Canada or the OKF;
2. The nominee shall not have been found culpable of two or more Minor Infractions of Karate Canada or the OKF;
3. The nominee shall not have been found guilty of a crime involving violence, sex, fraud, a hate crime or any other offense that the Nominations Committee deems to potentially bring the OKF into disrepute;
4. Shall be fluent in the English language in order to effectively communicate with the Board and the Members of OKF without the need for a translator;
5. Shall not be an athlete actively engaged in competition for points going toward National ranking.

CALL FOR NOMINATIONS

The Nominations Committee shall send a notice for call of nominations to all Members of OKF and shall post the same on the OKF website. It shall include in the notice as to when the call for nominations begins and ends. However, this call shall be done in a manner that gives the Board of Directors plenty of time to notify the Members of the AGM and include the nominees for the Board of Directors.

The notice for call for nominations shall include all materials for the applicant/nominee to complete and submit to the Nominations Committee for review and qualification.

OPERATION, MEETINGS, ELECTIONS AND RECORD KEEPING

Meetings of the Committee shall be conducted as follows:

- the Committee shall meet at least once annually at such times and at such locations as the Chair of the Committee shall determine;
- the Chair of the Committee shall preside as chair at each Committee meeting and lead Committee discussion on meeting agenda items;
- the quorum for meetings shall be a majority of the members of the Committee, present in person or by telephone or by other telecommunication device that permits all persons participating in the meeting to hear each other;
- if the Chair of the Committee is not present at any meeting of the Committee, one of the other members of the Committee who is present at the meeting shall be chosen by the Committee to preside at the meeting;
- the Chair of the Committee shall, in consultation with management, establish the agenda for the meetings and instruct management to ensure that properly prepared agenda materials are circulated to the Committee with sufficient time for study prior to the meeting;
- every question at a Committee meeting shall be decided by a majority of the votes cast; in the event of a tie vote on any matter, such matter shall be presented to the Board for its consideration and determination;
- the President and the Executive Director shall be available to advise the Committee, shall receive notice of all meetings of the Committee and may attend meetings at the invitation of the Chair of the Committee. Other management representatives may be invited to attend as necessary;

- a Committee member, or any other person selected by the Committee, shall be appointed at each meeting to act as secretary for the purpose of recording the minutes of each meeting.
- the Committee will provide its nomination list within the legal timelines prescribed by OKF bylaws;
- all candidates approached along with their information shall be kept confidential unless they appear on the nomination list in which case their name and information are communicated to the members as part of the election process;

CONFIDENTIALITY

Protecting applicant confidentiality is one of the Committee's most important responsibilities throughout the search process. Confidentiality of the names of applicants and information developed about them and their employing institutions is necessary to attract high quality finalists, to avoid putting their current positions in jeopardy, and to protect the OKF's integrity. The confidentiality of the Committee proceedings, communications with candidates and the identity of all applicants (even in-house candidates) is protected to the full extent permitted by law. The information is permitted (with the consent of the candidates) to be shared with the other Board members provided such Board members agree to be bound by these confidentiality provisions.

Accordingly, the Nominations Committee shall sign the Confidentiality Agreement of the OKF and be bound by its terms.

The Committee is required to conduct its meetings and deliberations consistent with this commitment, unless as specified otherwise under law. Other OKF employees outside of the Committee are also expected to honor these confidentiality guidelines and the role of the Committee. Any breaches of confidentiality should be reported immediately to the Committee Chair.

Notwithstanding the above, once the Nominations Committee has evaluated all applicants and nominees and has confirmed their eligibility to run, the Nominations Committee shall publish the names of the applicants and nominees as well as their platform for the voting Members to review and consider in their deliberations as to whom to cast their vote(s). The Nominations Committee shall decide which information to include on the condition that all decisions to include information shall apply equally for all eligible applicants or nominees. By way of example, and for illustration purposes, if the Nominations Committee decides that the platform of the applicants or nominees should be included, the Nominations Committee shall include the information for all.

REVIEW OF TERMS OF REFERENCE

The Committee shall review and reassess the adequacy of this mandate at least annually, and otherwise as it deems appropriate and recommend changes to the Board. Such review shall

include the evaluation of the performance of the Committee against criteria defined in the Committee and Board mandates.



**APPLICATION FOR
ONTARIO KARATE FEDERATION BOARD OF DIRECTORS
2020 ANNUAL GENERAL MEETING**

CLOSING DATE IS August 18, 2020 at 12:00 pm

Please indicate which position you are applying for:

Vice President____ **Membership Director** ____

Name:_____

Address:_____

Phone Number:_____ Mobile Number:_____

E-mail Address:_____

Occupation:_____

I am at least 18 years old.

Yes____ No____

I am a Member in good standing with the OKF

Yes____ No____

I am a Probationary Member with the OKF.

Yes____ No____

I have been declared incapable by a Court in Canada or in another country.

Yes____ No____

I am an individual

Yes____ No____

I am a corporation.

Yes____ No____

Are you in bankrupt status?

Yes____ No____

Have you been found culpable of a Major Infraction with Karate Canada or the OKF?

Yes____ No____

Have you been found culpable of two or more Minor Infractions with Karate Canada or the OKF?

Yes____ No____

Have you been found guilty of a crime involving violence, sex, fraud, a hate crime or any other offense that would bring the OKF into disrepute?

Yes____ No____

Are you fluent in the English language and able to effectively communicate with the Board and the Members of the OKF without the need of a translator?

Yes____ No____

Are you an athlete actively engaged in competition for points going towards National ranking?

Yes____ No____

Please describe your qualifications to serve on the Ontario Karate Federation Board of Directors, specifically with respect to the position you are applying for:

Please explain your platform and how you will best serve the Members of the Ontario Karate Federation:

If you wish, please provide any other information you would like the Nominations Committee, and/or the voting Members to consider if you qualify to be nominated to run for the Board of Directors:

Please complete the below Qualification Matrix by indicating your level of knowledge, skills and experience for each of the following categories:

3 Advanced – Highly competent and has expert experience in this area. Can guide others to apply the skill or knowledge.	2 Good – Significant experience and knowledge in this area. Understands the how, why and when but may need further exposure to ensure improvement and full/advanced competency.	1 Fair – Exposed to this skill and may require some training, development or exposure to perform this skill routinely.	0 None/Limited – Insufficient knowledge, experience and exposure to this skill to bring this perspective forward.
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Skill	Definition	3 Advanced	2 Good	1 Fair	0 None
FINANCIAL ACUMEN	Maintains and applies a broad understanding of financial management principals to ensure decisions are fiscally sound and responsible. OR Financial Expertise as an accredited financial professional (e.g. CPA, etc.)				
NON-PROFIT EXPERIENCE AND FUNDRAISING	Understands the Canada Not-for-profit Corporations Act and has experience with the Act and/or has served on a Board subject to the Act. Also understands and has experience in developing strategic fundraising plans and executing those plans successfully.				
RISK MANAGEMENT	Demonstrated ability to think critically about operational and governance issues to ensure the effective management of potential opportunities and adverse events.				
CONFLICT MANAGEMENT	Experience in the use of a variety of approaches to manage and resolve concerns, disagreements and conflict. Facilitates the development of creative solutions to conflict.				
PROJECT MANAGEMENT	Experience in designing, implementing and managing projects and directing the related resources, personnel and activities to successful completion.				
INFORMATION TECHNOLOGY	Understanding the complexities of technology hardware and software applications with recognition of its role in facilitating strategic and operational objectives while managing associated risks.				
BOARD	Experience in not-for-profit boards that includes oversight of strategy, risk management, financial management, human resources, internal controls, reporting and communications.				

BOARD GOVERNANCE	Demonstrated experience of governance principles, regulatory and legislative requirements and practices.				
GOVERNMENT RELATIONS	Understanding of how to work effectively with government and elected officials.				
ETHICS	Experience with ethical frameworks to enhance and guide ethical decision making and practice that applies to athletic and organizational ethics.				
COMMUNICATIONS	Experience in the provision of oversight for Member relations efforts and development of policies that encourage a meaningful interaction between the Board and its Members.				
STRATEGIC PLANNING	Demonstrated ability to think critically about systemic issues, setting priorities and working toward common goals, establishing agreement around outcomes/results, and assessing and adjusting to changing environments.				

Please provide the signatures of five (5) Participants in Good Standing with the OKF. (NOTE: Probationary Participants shall not count towards the requisite number of signatures.)

Name Telephone Signature

Name Telephone Signature

Name Telephone Signature

Name Telephone Signature

Name Telephone Signature

Attestation and Signature

I, the undersigned applicant/nominee, hereby certify that the information I have provided in this application is true and accurate to the best of my knowledge. I further certify that the signatures provided are authentic. I acknowledge that if any information that I have provided is false or intentionally misleading, the Nominations Committee may reject my application and I will be precluded from seeking the position for which I am applying.

As well, I understand that in addition to this application, I must also submit a Criminal Background Consent form as well as a Criminal Record Check from the RCMP (can be done through local Police Service) in order for my application to be complete. Should I fail to provide any of these items to the Nominations Committee by the closing date, my application shall be deemed incomplete and the Nominations Committee shall reject my application as incomplete.

Finally, I hereby irrevocably consent to the Nominations Committee's verification of the information provided.

Printed Name

Signature

Date

Criminal Background Check Consent Form

Applicants for the Board of Directors of the Ontario Karate Federation are required to pass a criminal background check (Vulnerable Sector Check) as a condition for running for a position on the OKF Board of Directors. The undersigned irrevocably acknowledges that the Bylaws of the OKF, specifically, section 4.1, state that there are eligibility requirements to seek a position on the OKF Board of Directors. As well, section 4.1 of the OKF Bylaws refers to the additional requirements under the Nominations Policy. The Nominations Policy states, in part, the following:

“The nominee shall not have been found guilty of a crime involving violence, sex, fraud, a hate crime or any other offense that the Nominations Committee deems to potentially bring the OKF into disrepute;”

Having fully read the Bylaws and the Nominations Policy of the OKF, the undersigned consents to the terms that follow.

- 1) As a condition of eligibility to seek a position on the OKF Board of Directors, I understand that I need to submit to and pass a criminal background check;
- 2) That the OKF has designated the Royal Canadian Mounted Police (RCMP) protocols with respect to criminal background checks (can be done through your local Police Service), which are posted on the RCMP website at the following address: <http://www.rcmp-grc.gc.ca/en/types-criminal-background-checks>
- 3) That it is the responsibility of the undersigned to obtain a criminal background check using the above protocols and submit the results to the OKF;
- 4) That the undersigned is responsible for the payment of fees associated with obtaining a criminal background check and the OKF shall not be responsible for reimbursing any of the fees associated with my obtaining of a criminal background check and there is no expectation of reimbursement by either me nor the OKF;
- 5) That the OKF, upon receipt of the criminal record I submit, shall be bound to keep this information confidential pursuant to their Privacy Policy;
- 6) That the undersigned has read the Privacy Policy of the OKF;
- 7) That the OKF shall only collect and use this information for the express purpose of evaluating my eligibility vis-à-vis the Bylaws and Nominations Policy of the OKF;
- 8) That upon my receipt of my criminal background check, I shall not alter, in any way, the contents of the criminal background check and will send a true and accurate copy to the designated person at the OKF.

Accordingly, the undersigned freely signs this consent form with the understanding that this document, as well as the criminal background check, are prerequisites of my application to seek the position on the OKF Board of Directors and a material part of the analysis of my application by the OKF Nominations Committee.

Printed Name

Signature

Date