

Morin, Lois

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**From:** Jennifer Malloy <jmalloy@capg.ca>  
**Sent:** July-07-19 1:58 PM  
**To:** Morin, Lois; Don MacVicar  
**Subject:** Report of the CAPG Nominations Committee  
**Attachments:** CAPG\_2019\_Nominations Committee report.pdf

Dear Nominee,

Please find attached a copy of the report of the CAPG Nominations Committee. You will see that the Nominations Committee has reviewed all of the nominees and has recommended that your name go forward as a nominee for the 2019-2021 term.

The procedure for voting at the AGM is clearly set out in the attached but I wanted to point out the following:

1. Nominees will have 3 minutes to deliver a speech to the delegates;
2. Each member board/commission/organization has one vote;
3. Voting cards will be given to the person carrying the vote;
4. Printed ballots will be distributed to those eligible to vote;
5. Ballots will be counted by an independent volunteer;
6. The results will be announced by declaring who will be the nominee for the official slate for election.
7. Ballots will be destroyed at the end of the Annual General Meeting.

If you have any questions please do not hesitate to contact me.

Jennifer

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## Report of the Nominations Committee

July 5, 2019

### COMMITTEE MEMBERSHIP

- Chair, Jonathan Franklin, former Vice President of CAPG, and former Chair of the Saint John Board of Police Commissioners
- Mary Collins, member of the Saanich Police Board, a former CAPG Board member from British Columbia, and
- David Walker, member of the Bridgewater Board of Police Commissioners and former Treasurer of CAPG.

### Election of Directors / Nomination Procedure

The purpose of a nominations committee is to get a slate of directors ready for the members to vote on at the annual meeting. It must follow the provisions of the Canada Not for Profit Corporations Act (CNCA) as well as the by-laws in this regard. The principle underlying the CNCA, which is one of the reasons the Act is clear that the members elect the directors, is a principle of member democracy. This means that the corporate law expects that the members have the right to choose who will run the organization.

Under the CNCA subsection 128 (3) states, "Members shall, by ordinary resolution at each annual meeting at which an election of directors is required, elect directors to hold office for a term expiring within the prescribed period."

### **Nominations Procedure:**

1. Issue & circulate official Call for Nominations at least 90 days before AGM
2. Strike Nominations Committee
3. Review Nominations received to ensure they are compliant with by-laws and are completed correctly with supporting signatures
4. Conduct due diligence around candidates to ensure they are eligible and qualified as candidates
5. Meet to review and recommend a slate for election by members/or a slate that will require nominees to be elected by ballot
6. Notify candidates of the results of their nomination

7. Publish official slate of nominees to members in advance of AGM
8. Present Nominations Committee report with the slate to members for election at the AGM
9. Consult legal counsel if there are any questions or doubts about process.

The call for nominations was sent on April 2, 2019 with a closing date of June 28, 2019. A second call for nominations was sent on June 4, 2019.

## **NOMINATIONS RECEIVED**

The Nominations Committee reviewed the nine nominations received and determined that each nominee is eligible, have completed their required documentation and have the support of their board/commission. The Committee is pleased with the enthusiastic response to our call for nominations.

As a result, the Committee recommends the following nominees for 2019-2021:

John Rizzuti, British Columbia

Joel Murray, Saskatchewan

Marcel Roy, Saskatchewan

Bob Hall, Ontario

Don MacVicar, Ontario

Mary Anne Silverthorn, Ontario

L.A (Sandy) Smallwood, Ontario

Michael Vagnini, Ontario

Wayne Talbot, Nova Scotia

There are five outstanding matters that must be dealt with at the Annual General Meeting on Friday, August 9, 2019 in Calgary, Alberta.

1. **Ontario** – Ontario is allocated three seats on the Board of Directors for the 2019-2021 term and five nominations were received. Under the CAPG by-laws, when the number of nominations is greater than the number of vacancies, it is up to the association's membership to fill the vacancies by election.
2. **Saskatchewan** – Saskatchewan has a vacancy for one seat on the Board of Directors for the 2019-2021 term. Two nominations were received. Under the CAPG by-laws, when the number of nominations is greater than the number of vacancies, it is up to the association's membership to fill the vacancies by election.
3. **Manitoba** – Although Manitoba is allocated two seats on the Board of Directors, the Nominations Committee did not receive a nomination for the 2019-2021 vacancy. The remaining vacancy must now be filled at the AGM.
4. **First Nations** – Although First Nations representatives are allocated two seats on the Board of

Directors, the Nominations Committee did not receive a nomination for the 2019-2021 vacancy. The remaining vacancy must now be filled at the AGM.

5. **British Columbia** – Although British Columbia is allocated two seats on the Board of Directors, the Nominations Committee did not receive a nomination for the 2019-2021 vacancy. The remaining vacancy must now be filled at the AGM.

Therefore, the Nominations Committee recommends that at the Annual General Meeting, members present:

1. Approve the slate of Directors proposed by the Nominations Committee;
2. Elect three Directors to represent Ontario from the five candidates nominated;
3. Elect one Director to represent Saskatchewan from the two candidates nominated;
4. Elect a Director from Manitoba to fill the vacancy;
5. Elect a Director from British Columbia to fill the vacancy;
6. Elect a Director from First Nations to fill the vacancy.

#### **Voting Process at the Annual General Meeting**

When there are more nominees than seats it will require voting by ballot by the members present and registered to vote.

- Notice will be given to nominees that their nomination stands as they are eligible and qualified and the Nominations Committee approves their names going forward
- Nominees will also be notified in advance that they will be required to run for election by ballot
- Nominees will be notified that they will be allowed to give a 3 minutes speech to the floor at the AGM
- Ballots will be printed and distributed to the members eligible to vote at the AGM
- Ballots will be counted by an independent observer/volunteer
- Results of the voting will be announced and the names will be then added to the final slate of Directors of election

When there are no nominees for vacant seats it will require nominations from the floor.

- Notice will be sent to CAPG members that three seats (British Columbia, Manitoba & First Nations) remain vacant for the 2019-2021 term and therefore nominations will be taken from the floor

- A form will be circulated with the notice for nominees to complete and bring to the Annual General Meeting
- Nominees from the floor will present their signed form that shows they have the support of their board to be a nominee
- Nominees will need a proposer and seconder
- If there is more than one nomination from the floor then the nominees will be allowed 3 minutes to speak to the delegates prior to voting
- Voting will take place by a show of voting cards from the members present eligible to vote
- Results of the vote counts will be announced
- A final complete slate of nominees will be then put forward for election by the members present

The overarching principle guiding the Nominations Committee was to ensure procedures for the election of directors is compliant with both the CAPG by-laws and Canada Not for Profit Corporations Act (CNCA) but also that it is fair, open and transparent to our members.

Respectfully submitted,

**Original signed by**

Jonathan Franklin, Chair

On behalf of the Nominations Committee