



Swan Valley



OUR VALUES

Integrity

Excellence

Respect

Community

BOARD OF DIRECTORS

2023 Director Nomination Package

Swan Valley Co-op



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2023 Director Nomination Package

Swan Valley Co-op

Box 1420, 811 Main St. E., Swan River, MB R0L 1Z0

P: 204-734-3431 F: 204-734-5093

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Why Should You Become a Swan Valley Co-op Board Member?

- Are you passionate about the Swan Valley Co-op?
- Are you looking for a way to give back to your community and make a meaningful contribution?
- Are you someone who values teamwork?
- Do you want to learn more about the co-operative model?
- Do you want to be part of a progressive team?
- Do you value the connection Co-op has to the local community?

If you answered yes to these questions, WE NEED YOU on our Team!



Guiding Statements

Mission Statement

We make a difference in our members lives, through our commitment to excellence in customer experience.

Our Values

INTEGRITY • Be honest, trustworthy and responsible

EXCELLENCE • In customer experience, through knowledge and personal growth, lead and inspire by example

RESPECT • Treat others as you want to be treated

COMMUNITY • Be proud of our community, give back and have fun doing it

Our Vision

To be the retailer of choice in the communities we serve.

Our Aspiration

Our customers feel at home because our team lives the Co-op brand. We create a culture of ongoing learning and development to build success. Using our financial strength, we foster growth in a sustainable manner. We are a community focused co-op making sound investments into stewardship practices that make a difference in our members lives.

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Application Checklist

Please use the checklist below to ensure your application is complete.

Enclosed Documents for You to Complete

- Director Nomination Form
- Declaration of Nomination

All documentation must be completed and delivered to the Swan Valley Co-op Administration Office at 811 Main St E., Swan River, no later than **April 14, 2023** at 12:00 PM.

Any questions may be directed to members of the Nominating Committee:

Don Hagman
204-734-8650

Gary Bartel
204-281-3022

Lorne Shevernoha
204-734-0400

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2023 Call for Nominations

Members are owners and have the right to participate in our democratic process at Swan Valley Co-op.

This Co-op is a growing local business that employs over 140 team members in Swan Valley and The Pas to serve over 5,000 active members, and many other customers throughout the region. In 2021, the Co-op returned \$1.7 million in profit to member owners, while focusing on sustainable growth, and providing local members with the services they want and need.

If you are a Co-op member, or know a Co-op member, who meets the requirements and has the interest, experience, and passion to support a growing organization that is locally invested and community-minded, this is the time for action.

We have opened a Call for Nominations to the Swan Valley Co-op Board of Directors until April 14, 2023 at 12:00 PM, when all nomination forms must be submitted to the Administration Office at 811 Main St. E, in Swan River.

There are **three director positions** up for election this year. Each position will be elected to serve a three-year term on the Board of Directors for Swan Valley Co-op.

Any Director elections will be held by advance voting prior to the AGM, scheduled for May 17, 2023.

All members of the Co-op are invited to attend the meeting to meet the Board, hear the annual reports and learn about the Co-op's fiscal year operations and investments in the community.

Enclosed in this package is information pertinent to any member considering joining the Board of Directors.

Thank you to all members for your interest and support of Swan Valley Co-op, we welcome your participation at the Annual General Meeting.

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2023 Board of Directors

Larry Terhorst – President
18 years of service

Jessica Lacasse – Vice-President
4 years of service

Lorne Shevernoha – Secretary
8 years of service

Don Hagman – Director
17 years of service

Gary Bartel - Director
2 years of service

John Sandborn - Director
29 years of service

Kevin Kirkpatrick – Director
3 years of service

Lorna Munro - Director
11 years of service

Jacquie Mydynski-Arp – Director
1 year of service

Up for re-election this year are Lorna Munro & Kevin Kirkpatrick. John Sandborn will be stepping off the board.

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Board of Directors Criteria

Section 4 in the bylaws govern the criteria and process for electing Swan Valley Co-op's Directors

4. Directors

4.02 Personal Qualifications

No person shall become a director if that person:

- (a) is not an individual;
- (b) is less than 18 years of age;
- (c) is of unsound mind and has been so found by a court in Canada or elsewhere;
- (d) is bankrupt;
- (e) is an employee of the Cooperative, partner of an employee or immediate family member of an employee residing in the same household; or a commission operator under contract with the Cooperative;
- (f) has an account with the co-operative that is more than 60 days in arrears.

4.03 Further Qualifications

No person shall be a director unless that person or an entity of which that person is an officer, director, or member:

- (a) was a member of the co-operative at the end of the last financial year of the co-operative;
- (b) purchased goods or services, or a combination of both, from the co-operative during the last financial year of the co-operative, worth the collective amount of at least \$2000.00; and
- (c) supports the affairs of the co-operative and complies with the by-laws.

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Regular Board and Committee Meetings

Board Meetings

Board meetings take place every 6 weeks and are held in the boardroom at the Administration Offices of Swan Valley Co-op in Swan River. There are 2 – 3 special board meetings held per year to address strategic planning and governance practices.

Annual General Meeting

Our Annual General Meeting is usually scheduled in May each year.

Committees

Swan Valley Co-op has 5 committees that some board members will participate on.

- Executive Committee
- Governance Committee
- Sustainability Committee
- Property Committee
- Nominations Committee

Meetings for these committees are held as called by the committee chair.

Federated Co-operatives Limited (FCL) AGM

Held in Saskatoon in March.

FCL Delegates Meetings

Swan Valley Co-op has designated delegates that attend bi-annual Federated Co-op meetings in Saskatoon in November and March.

FCL District Meeting

District #5 held in June.

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Roles and Responsibilities of Directors

To plan and oversee the business of the co-operative in accordance with the applicable legislation, regulations, bylaws and policies so that it meets the needs of its members and effectively moves the co-operative towards achieving the strategic goals and objectives developed jointly by the board and management:

- Provide strategic direction and monitor for results
 - Establish and review guiding statements
 - Develop long term business strategies
 - Monitor achievement of objectives
- Ensure effective board operations
 - Define board roles and responsibilities
 - Set board policies
 - Organize and appoint officers and committees
 - Engage in learning and performance assessment
- Conduct monitoring and oversight
 - Review and approve budgets, major plans and programs and organizational policies
 - Analyze and assess risk
- Ensure organizational performance
 - Appoint General Manager, monitor progress and establish a succession plan
- Foster effective communications and relationships
 - Maintain ongoing, open and direct communication with members
 - Foster and maintain effective relationships with other co-operatives and community stakeholders
 - Promote awareness of the co-operative model and the Co-operative Retailing System

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Code of Conduct for Directors

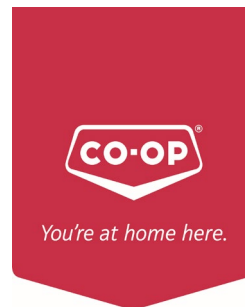
Directors are elected by the members of Swan Valley Co-op to represent their interests. Laws of the province of incorporation and the bylaws or rules of the co-operative define the manner in which the co-operative will conduct its affairs.

Legally, directors are expected to:

- Comply with all provincial government legislation and regulations, as well as the co-operative's bylaws, policies, procedures, etc.;
- Understand the co-operative model and principles;
- Effectively represent the interests of the members and report back to them; and
- Abide by good governance practices.

This Code of Conduct reflects the co-operative's expectations and intentions with respect to the behaviour of its directors. All directors are expected to:

- Demonstrate commitment by purchasing the goods and services provided by the co-operative to the fullest extent possible.
- Make impartial decisions that are in the interests of the co-operative as a whole, rather than for one's private interests.
- Avoid all conflicts of interest, real or perceived, that could damage the co-operative.
- Respect and abide by board decisions on all issues.
- Maintain confidentiality with regard to boardroom discussions and privileged information (including verbal information), documents and reports.
- Recognize and respect lines of authority and responsibility delegated to the General Manager (GM).
- Develop and maintain a relationship of trust and respect between the GM and the board.
- Be aware of and understand the co-operative's mission, vision, values and strategic priorities.
- Continue to develop their competencies as directors by participating in learning activities.
- Represent the co-operative and Federated Co-operative Limited (FCL) in their community by demonstrating the core values of integrity, excellence and responsibility.
- Support FCL and the Co-operative Retailing System (CRS) by actively participating and supporting the efforts of the federation.



Director Nomination Form

Candidate Name		Co-op Number	
Mailing Address			
Contact numbers	<i>Home</i>	<i>Cell</i>	
Biography <ul style="list-style-type: none"> • Share your relevant work history, previous board or committee work or experience in a related field • List your areas of expertise or interests including financial knowledge, leadership abilities and strategic decision-making skills • Highlight any certifications, awards or recognition you've received • Explain why you are interested in joining the board, and what you feel you can contribute • Please provide any other information you think would be helpful in assessing your candidacy <p>This info will be used to create your candidate profile for nomination and election purposes.</p>			

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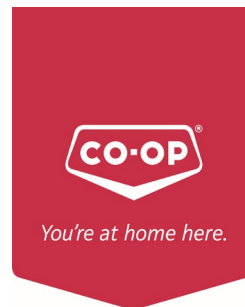
Acceptance of Nomination

I accept the nomination and agree to let my name stand for election. I also understand the attached criteria which I must meet in order to be eligible to seek election for the position of Director, and which I must meet/maintain in order to hold this position for the duration of my term of office.

I certify that all answers are true, correct and complete to the best of my knowledge.

Signature

Date



Declaration of Nomination - A minimum of 5 members are required

We hereby nominate (*Mr. / Mrs. / Ms.*) _____ (*please print the candidate's name*)

Co-op Member Number _____, for the position of Director for Swan Valley Co-op.

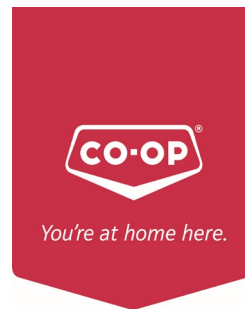
Nominator Name		Co-op Number	
Mailing Address			
Contact numbers	<i>Home</i>	<i>Cell</i>	
Signature			
Nominator Name		Co-op Number	
Mailing Address			
Contact numbers	<i>Home</i>	<i>Cell</i>	
Signature			
Nominator Name		Co-op Number	
Mailing Address			
Contact numbers	<i>Home</i>	<i>Cell</i>	
Signature			



Declaration of Nomination Continued - A minimum of 5 members are required

Nominator Name		Co-op Number	
Mailing Address			
Contact numbers	<i>Home</i>	<i>Cell</i>	
Signature			
 			
Nominator Name		Co-op Number	
Mailing Address			
Contact numbers	<i>Home</i>	<i>Cell</i>	
Signature			
 			
Nominator Name		Co-op Number	
Mailing Address			
Contact numbers	<i>Home</i>	<i>Cell</i>	
Signature			
 			
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Signature			

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Administration and Acknowledgement of Co-op Nomination Committee

As of the date below, the Candidate is a member in good standing at Swan Valley Co-op.

Signature of Nominations Committee Chair

Date

Deadline to submit the nomination form is April 14, 2023 at 12:00 PM.

All forms must be submitted to the Swan Valley Co-op Administration Office at 811 Main St. E., Swan River.