

Information for Prospective Board Members

May 9, 2018

** Term to commence June 2018 and end March 31, 2020.*

** All nominees will be contacted to confirm their acceptance of the nominations. Those nominated will be asked to provide a resume for the voting process. Remember, you can nominate yourself!*

** If not already an OIPC member, the new Director-at-Large is required to become a member within one month of being named the new Director-at-Large.*

** Directors-at-Large missing four consecutive Board meetings without just cause will be asked for an indication of continuing commitment to the OIPC.*

A. Before submitting your nomination for Board membership

1. Provide OIPC with a brief CV or Resume or equivalent (required by the bylaws), and an indication of your interest regarding invasive plant issues and what you could contribute to the board by emailing [Belinda Junkin](#), OIPC Executive Director;
2. Review information below relating to qualifications and duties of directors as per the OIPC bylaws;
3. Commit to time outside the monthly call to invasive plant issues – in regard to your organization’s concerns regarding invasive plants and preparation for conference call – maybe up to 2 hours a month – or more if you feel the need;
4. Review the [OIPC bylaws](#).

B. After Joining the Board

1. Call in for the one hour monthly board conference call (toll free);
2. Review the minutes and background documentation prior to each meeting and be prepared to contribute to the conversation on issues when you have an opinion on or knowledge of the issue;
3. Attend the OIPC Annual General Meeting and symposium on invasive plants if possible (at your organization’s expense; normally held in October);
4. Join an OIPC committee if at all possible;
5. Represent your sector of interest and reach out to others in your area for ideas and information exchange;

Director Qualifications and Duties

6.2 Directors’ Qualification: All Directors must be

- (a) an organizational Member's authorized representatives; or,
- (b) an individual Member of the Corporation.

The organizational Member must become a Member within thirty (30) days after acceptance as a Member. Any person who ceases to be an authorized representative or an individual Member of the Corporation also ceases to be a Director. Directors must be 18 years of age or older and must not have an undischarged bankruptcy.

6.3 Directors’ Powers: The Directors may on occasion authorize expenditures, submit contracts or transactions to the membership for approval, take steps to enable fundraising and appoint agents and engage staff. The Directors may exercise all the powers and do all the acts and

things that the Corporation may exercise and do, and which are not by these bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the Corporation in a general meeting, but are subject, nevertheless, to:

- (a) all laws affecting the Corporation;
- (b) these bylaws; and,
- (c) rules, not being inconsistent with these bylaws, which are made from time to time by the Corporation at a general meeting.

6.4 Directors' Duties: Every Director is expected to:

- (a) act honestly and in good faith and in the best interests of the Corporation;
- (b) exercise the care, diligence and skill of a reasonably prudent person;
- (c) uphold the Corporation's Constitution and comply with these bylaws;
- (d) review and approve, as appropriate, the annual financial report, annual budget, the audit report (if any) and the report of the Directors;
- (e) ensure that the annual financial statement, audit report (if any) and report of the Directors are placed before the Members at the annual general meeting;
- (f) make reasonable efforts to attend Directors' meetings as convened; and,
- (g) participate actively in the Corporation's business.

OIPC is an incorporated Not-for-Profit Corporation under the Ontario Corporations Act