



# Board of Directors



2025 - 2027  
Nominations  
Package

# Contents

## THIS PACKAGE CONTAINS:

- 1 Board of Directors Powers & Responsibilities (*for reference*)
- 2 Nomination Form (*to fill out*)
- 3 Skills & Diversity Matrix (*to fill out*)
- 4 Attachment 1: Consent to Act as Director (*for reference*)

## PLEASE SUBMIT THE FOLLOWING TO BILD EDMONTON METRO PRIOR TO JANUARY 30, 2025:

- ✓ **Completed Nomination Form** – signed by nominator and nominee
- ✓ **Completed Skills & Diversity Matrix** – signed by nominator and nominee
- ✓ **Recent resume and short biography** outlining how your skills and experience meet the Association’s requirements and needs as well as your interest and capacity to serve.

## SUBMIT TO:

Please submit **completed forms**, an **up-to-date resume**, and **short biography** to Kalen Anderson at [kalen.anderson@bildedmonton.com](mailto:kalen.anderson@bildedmonton.com).

All nominations will be submitted to the Board’s Nominations Committee for review and possible endorsement.

## 2025-2027 Term positions available

For the 2025-2027 two-year term there are four positions open to be filled for the Board of Directors through election at the AGM in accordance with the Association By-Laws.

- 1** Builder-Renovator
- 2** Builder-Renovator
- 3** Developer / Core Developer
- 4** Developer / Core Developer

# Board of Directors

## Powers & Responsibilities

The Board of Directors represents the Members of the Association, applies the By-Laws, sets governance and operations policy for the Association, and carries out work on behalf of the Association.

The Board of Directors is comprised pursuant to the By-Laws and the powers of the Board of Directors are enunciated in the By-Laws.

The Board of Directors will determine who shall attend BILD Alberta and CHBA-National Board of Directors meetings as the official representative of BILD Edmonton Metro.

All Directors will complete a Board Assessment annually, which will be reviewed by the Executive Committee and CEO; results will be presented to the Board of Directors.

In representing the members of the BILD Edmonton Metro and acting as their “trustee”, Directors have three basic duties:

1. **The duty of diligence:** this is the duty to act reasonably, prudently, in good faith and with a view to the best interests of the Association and its members;
2. **The duty of loyalty:** this is the duty to place the interests of the Association first, and to not use one’s position as a Director to further private interests;
3. **The duty of obedience:** this is the duty to act within the scope of the governing policies of the organization and within the scope of other laws, rules and regulations that apply to the organization.

- Understand the Association’s mission, vision and purpose;
- Assist in identifying the priority needs of the members and the resources required to achieve them;
- Ensure the Association is in compliance with its legal obligations;
- Understand and scrutinize all financial matters;
- Attend and participate in Board meetings, committee meetings and the AGM;
- Prepare for and participate in the discussion and deliberations of the Board;
- Keep Board discussions confidential;
- Be aware and abstain from any conflict of interest;
- Promote membership in the Association.

Each Director needs to be aware of their fiduciary responsibility to the Board and will be asked to acknowledge this responsibility by signing a **“Consent to Act as Director” form** upon joining the organization in this role (*attachment 1*).

# Nomination Form

**Nominee:** \_\_\_\_\_

**Nominator:** \_\_\_\_\_

Company: \_\_\_\_\_

Company: \_\_\_\_\_

Phone: \_\_\_\_\_

Phone: \_\_\_\_\_

Email: \_\_\_\_\_

Email: \_\_\_\_\_

## MEMBERSHIP DESCRIPTOR

Please indicate your membership status relative to the open positions.  
*Note: this aligns with fees paid according to membership category*

Builder-Renovator Level 1 (150+ permits)	
Builder-Renovator Level 2 (75-149 permits)	
Builder-Renovator Level 3 (20-74 permits)	
Builder-Renovator Level 4 (01-19 permits)	
Developer Level 1	
Developer Level 2	
Developer Level 3	

## CANDIDATE RESUME AND BIOGRAPHY

Please include an up-to-date resume as well as a short biography of your current role and interest in serving the association as a Board member.

## NOMINEE ACCEPTANCE

I, \_\_\_\_\_, accept the nomination to the

BILD Edmonton Metro Board of Directors for the 2024 – 2026 term.

\_\_\_\_\_  
 Nominator Signature

\_\_\_\_\_  
 Nominee Signature

I, the nominee, acknowledge all information provided in the nomination package will be released to the membership in the AGM package as part of the election process and my biography will be published on the website and in newsletters leading up to the election.

# Skills and Diversity Matrix

In addition to meeting Bylaw requirements relative to membership categories, it is important to ensure a range of skills and experience on the BILD Board of Directors. The following four competencies are indicated in BILD Edmonton Metro’s Governance policies:

- **Leadership:** Demonstrated leadership skills and experience.
- **Expertise:** Relevant knowledge and experience in areas such as finance, governance, strategy, law, planning, engineering, or accounting.
- **Alignment:** A strong alignment with BILD EM’s mission, vision, and values.

Please complete the table below following this legend:

Primary Skillset (Expert)	1
Secondary Skillset (Advanced)	2
Limited or No Skillset / Experience	3

## LEADERSHIP COMPETENCIES

Strategy development, priority setting and implementation	
Major change and transformation oversight	
Accounting and financial management oversight	
Senior leadership / decision maker	
Media spokesperson	
Prior Board, Committee or Working Group experience (with CHBA/UDI/BILD)	

## EXPERTISE COMPETENCIES

Accounting / finance	
Marketing / communications	
Building science / technical	
Real estate development	
Legal	
Planning regulation	
Trades and supply management	
Political awareness and understanding	

## ALIGNMENT

Commitment to, and knowledge about, BILD Edmonton Metro’s mandate	
Understanding of governance and fiduciary duties	
Industry engagement and participation	
Attendance, active participation and ability to commit to scheduling requirements	
Relationship with stakeholders	
Confidentiality and collegiality	

\_\_\_\_\_  
Nominator Signature

\_\_\_\_\_  
Nominee Signature

# Attachment 1

## Consent to Act as Director

**CONSENT TO ACT AS DIRECTOR  
BILD EDMONTON METRO ASSOCIATION (the “Society”)  
Effective as of the 15th day of May, 2024**

I acknowledge that I have been advised that, as a director of the Society, I will be held personally liable, jointly and severally, with the other directors of the Society, if any, if I vote for or consent to any resolution authorizing any of the following actions by the Society:

1. The provision of financial assistance to specified persons, such as directors of the Society or of an affiliated corporation, or their associates, in circumstances where the Society is insolvent or unable to meet its liabilities as they become due.
2. The payment of an indemnity to an officer or director of the Society in circumstances where such indemnification is not authorized by the Business Corporations Act (Alberta).

I understand that a director is taken to consent to a resolution unless he requests that his absence or dissent be recorded in the resolution or minutes of the meeting or otherwise proves he did not consent.

I understand that under certain circumstances the Courts have determined that directors of societies can be held liable for matters specified by the Business Corporations Act (Alberta), including directors are jointly and severally liable for up to six (6) months wages payable to employees of the Society.

In addition, where the Society has failed to deduct and remit, or withhold and remit, an amount as required by the Income Tax Act (Canada) for patronage refunds, employee wages and benefits, or non resident withholding taxes, I understand that I may be personally liable to pay the amount required to be withheld or deducted plus interest and penalties.

I understand that where the Society fails to remit certain taxes as required by the Excise Tax Act (Canada) I will be liable to pay such amount and any interest thereon or penalties relating thereto.

I further acknowledge that the courts and certain statutes impose quasi criminal liability for certain breaches of mandatory statutory requirements. Every person who, without reasonable cause, contravenes a provision of the statutes or the regulations, for which no penalty is provided, is guilty of an offence. In addition, any director who:

1. Makes or assists in making a report, return, notice or other document required by the statutes which contains an untrue statement of a material fact or omits to state a material fact; or
2. Knowingly fails to notify the auditor of errors or mis-statements in financial statements or fails to cause corrected statements to be prepared; or
3. Knowingly authorizes, permits or acquiesces in a failure to comply with proxy requirements;

is guilty of an offence and is subject to a fine or imprisonment or both as set forth under the Act.

In addition, I understand that under the Employment Standards Code penalties are imposed for falsification of records and breach of minimum wage laws and laws regarding holidays and holiday pay. Any director who directs, authorizes, assents to, permits, participates in or acquiesces in such offenses committed by the Society is also guilty of an offence.

I further understand that under the Alberta Environmental Protection and Enhancement Act that as an officer or director that I may be subject to both civil and criminal liability. Similarly under the Canadian Environmental Protection Act, I may be liable for civil and criminal liability. Any director who directed, authorized, assented to, acquiesced in or participated in the commission of an offence by the Society is also guilty of an offence and liable to punishment. I also understand that due diligence is not in all cases a defence.

Notwithstanding the foregoing, I consent to be appointed and to act as a director of the Society.

DATED effective as of the date first written above.

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NAME (FIRST, LAST)