



What it means to be an HFHE Board Director

Our Board of Directors provides guidance and leadership on the strategic direction of Habitat for Humanity Edmonton – Society. To be eligible, applicants must live, work or volunteer in the jurisdiction of our Society. The Habitat for Humanity Board of Directors (BOD) is fully insured for liability and is governed by the Bylaws of the Society. Candidates interested in serving on the BOD should be fully conversant with and comfortable with the [HFHE vision and values](#)

Interested in becoming a board member?

Interested candidates are encouraged to access the Board of Directors information and application package attached.

In terms of skills and experience, we are especially looking for qualified candidates who can contribute in the following areas:

- Finance
- Real Estate Development
- Board Governance Experience
- Marketing and Public Relations
- Technology Transformation/Cybersecurity
- Government Relations
- Community/Social Services
- Fundraising

Diversifying the HFHE BOD is a priority in HFHE's nomination process.

The families and communities we serve are diverse in many ways. By better reflecting this diversity in the makeup of our board, we will increase our understanding of how to best serve Habitat families, and our ability to reach these families and the full range of volunteers, partners and resources we need to help them.

We are looking for candidates who have a good skill set and a strong connection to Habitat, but who will also bring an under-represented perspective to the Habitat Edmonton board by virtue of their racial or ethnic background, national origin, age, sexual orientation or identity, education or disability.

Commitment:

All BOD members will be expected to:

- Attend all board meetings including four regularly scheduled board meetings and any special board meetings scheduled as needed.
- Participate on either the Audit and Risk Committee or the Governance and Human Resources Committee of the Board (four in-person/teleconference committee meetings annually).
- Schedule 2 - 4 hours for preparation prior to each meeting, in addition to meeting and travel time.
- Attend other critical events (e.g. Volunteer Appreciation Event, Habitat Day, Home Dedication Ceremonies, Golf Tournament, Interfaith Works, the Habitat Annual Open House)
- Attend the Annual General Meeting, in late April.
- Attend the Strategic Planning event.
- Add value through participation in special projects.
- Assist the organization to expand its resource base by sharing expertise and by providing access to personal or professional contacts who may be interested in contributing to Habitat Edmonton's success.

BOARD NOMINATIONS & ELECTIONS

1. Bylaw Policy Excerpts on the Board of Directors, and Election of Directors.

The following guidelines shall be used for the nomination and election of Directors of the Corporation:

6.1 The Board of Directors

- 6.1.4 No staff of the Society of Operating Committee members may be appointed or elected to the Board until a minimum of one (1) year after leaving their position; and, no Directors of the Board may become staff until one (1) year after leaving their position on the Board.
- 6.1.5 Each Director shall be a Member of the Society and must have demonstrated a willingness to work with the Board as specified in Article 2 of these Bylaws.
- 6.1.5 The total number of Directors shall be no less than nine (9) with a maximum to be determined by the Board, but not to exceed thirteen (13).
- 6.1.7 Directors shall be elected at the Annual General Meeting for a term of two (2) years And may be re-elected for a total of three (3) terms. The positions as Officers of the Board are carried out on a one (1) year term.
- 6.1.8 Membership on the Board is limited to three (3) consecutive terms – except where a Director’s final (6th) year is carried out in the position of Board Chair in which case that term on the Board may be extended for one (1) year to serve in the position of Past Chair. In exceptional circumstances, the Board may extend this term.

6.1.11 Election of Directors

- 6.1.11.1 The Governance and Human Resources Committee shall present to the Board a list of individuals for election as Directors. The proposed individuals for election to the Board shall be presented by the Board at the Annual General Meeting for voting by Members of the Society.
- 6.1.11.2 The Board may nominate and appoint up to four individuals as Directors to fill vacancies in the Board between Annual General Meetings.
 - a) Appointments shall be by a simple majority of Directors present at the meeting. Such newly appointed Directors may serve until the next Annual General Meeting; and,
 - b) When nominating and appointing Directors as specified in Article 6.1.11.2a), the Board Chair, or his designate, may solicit nominations from Members.

2. Nomination Process

- Directors will be vetted by the Nominating Committee to ensure that they have the prerequisite skills, experience and expertise to serve on the Board.
- All other factors being equal, the Nominating Committee will try to foster a Board of Directors which is diverse with respect to gender, ethnicity, and professional experience.
- The HFHE BOD shall maintain a Board Matrix which catalogues Director profiles, tracks the rotation schedule of Directors, identifies vacancies that need to be filled, and indicates required characteristics that should be sought from future candidates to the Board.
- The Nominating Committee shall use the Board Matrix to develop a profile of “required candidates” and for preparing a “Call for Nominations” that will be issued to Affiliate Members and, where appropriate, to the public at large.
- The Nominating Committee shall, after the Call for Nominations is closed, review the nominations and assess those nominations against the profile for required candidates and shall recommend to the Board of Directors a list of eligible and proposed candidates, together with the proposed term of office for the successful candidates, for approval for distribution to the Board Directors.
- Upon approval of the candidates by the Board of Directors, the Nominating Committee shall prepare and distribute to Society Members a list of eligible and recommended candidates, the term of office, and their biographical profile for the successful candidates at least one month prior to the Annual General Meeting.
- At the Annual General Meeting, the Chair of the Governance and Human Resources Committee will nominate the proposed candidates for election to the Society Membership and a vote will ensue.
- Per HFHE Society Bylaws, The Board may nominate and appoint up to four individuals as Directors to fill vacancies in the Board between Annual General Meetings.

Habitat for Humanity Edmonton – Society Board Mandate

The Societies Act and its regulations set out the key legal responsibilities of the Board of Directors of Habitat for Humanity Edmonton – Society (“Habitat for Humanity Edmonton”). The articles of incorporation and bylaws of Habitat for Humanity Edmonton - Society, set out other operating requirements and the processes by which the Board of Directors operates. The Terms of Reference of the Board of Directors and its committees set out the collective duties and responsibilities of the Board of Directors. The Affiliate Covenant entered into with Habitat for Humanity Canada further elaborates on the role of the Board of Directors.

Within this context, this Board Mandate sets out the responsibilities and expected behaviors for a director and serves as a guideline for individual director performance.

Preamble

Habitat for Humanity is fortunate to have many skilled individuals who contribute to the success and positive impact of the organization through the board. In certain instances, board members will have expertise and knowledge which may be helpful to the CEO and the management team. The CEO is encouraged to take full advantage of such skills and call on the entire board or specific board members to assist him/her as necessary.

1. Attendance

A Board member shall properly prepare for all scheduled meetings. Each Director should understand the time requirements to adequately fulfill their responsibilities as a director. The Board will generally meet not less than four times per year. In addition, each director can expect to attend committee meetings. Other time commitments are on an as requested basis.

2. Communication/Confidentiality

There is an ongoing need for communication between the Board and its stakeholders. Each Director is expected to comply with the communication policy approved by the Board of Directors and to maintain the confidentiality of all Board deliberations and all donor, volunteer and homeowner related information.

3. Representation/Unanimity

Even if a Director may, based on their specific background, be in a better position to represent the interests of a specific group or constituency, that Director is still expected to have the best interests of the society foremost in his or her decision-making. Once a decision is reached, the Board of Directors speaks with one voice, subject only to legal exceptions regarding declaration of conflicts of interest and abstentions.

4. Governance Role

A Directors' role is to provide leadership, policy governance and insight, with an emphasis on vision and to prescribe the results expected and the measures of such results. A Director approaches governance by emphasizing strategy, stewardship, oversight and measurement of results versus administrative detail. A Director must attempt to view the future rather than focus only on the past or the present.

5. Individual Director Responsibility

The responsibilities of each Director include:

- (a) Leadership - understanding the difference between governing and managing the corporate enterprise and after clarifying the extent of management's responsibilities, avoiding intrusion in management's responsibilities;
- (b) Contribution - contributing to the definition and accomplishment of the Board's objectives and the achievement of Habitat for Humanity Edmonton's short and long term objectives, the promotion of the mission, method of operation and foundational principles of the society through its work within the community;
- (c) Stewardship - ensuring and safeguarding the resources of Habitat for Humanity Edmonton;
- (d) Internal Communication - as appropriate, communicating privately and constructively with the Chair and/or the CEO between meetings;
- (e) Participation - participating actively in Board meetings and expressing his or her views frankly and fully;
- (f) Relationships - maintaining good interpersonal relationships with other Directors and independence from management, with sensitivity to the complex relationships that exist within the Board, the Directors, management and the stakeholders;
- (g) Knowledge - understanding their legal and fiduciary responsibilities, Habitat for Humanity Edmonton's mission and foundational principles, the risks and challenges involved in achieving its strategies, and the society's organizational structure and its culture;
- (h) Oversight and Management - developing appropriate performance management measures and evaluating progress in executing the annual strategic plan;
- (i) Competence - applying their special skills, expertise, knowledge and external contacts to provide a unique contribution to the Board's overall performance;
- (j) Informed Decision Making - ensuring sufficient and appropriate information is obtained and understood so that as a Director, they are satisfied with the way Habitat for Humanity Edmonton is managed and that all decisions made are informed and appropriate;
- (k) Risk Mitigation - knowing enough about Habitat for Humanity Edmonton's mission, methods of operation, foundational principles and external factors to ensure Habitat for Humanity Edmonton operates in a way which both mitigates risks and maximizes opportunity;
- (l) Integrity and Ethics - demonstrating high standard of personal values and ethics and contributing to the achievement of a high standard of ethics for Habitat for Humanity Edmonton, its employees, donors, volunteers and homeowners;
- (m) Promotion - promoting the interests of Habitat for Humanity Edmonton where appropriate, through referrals, community involvement and public relation activities as a representative of Habitat for Humanity Edmonton.