

Director Nomination by a Member of the CAUT Defence Fund

Background

The principal decision-making body of the Defence Fund is the Board of Directors who “manage ... the activities and affairs of the Corporation”. The Fund’s By-Law refers to “trustees”, but the term “directors” is used now to more accurately reflect their status with the Fund, which is a non-profit corporation.

Directors must:

- act honestly and in good faith with a view to the best interests of the Defence Fund;
- exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances; and
- comply with the *Canada Not-for-Profit Corporations Act*, S.C. 2009, c. 23 and the Defence Fund corporate documents, By-law and Standing Rules and Regulations.

Each Member Union of the Fund is entitled to “one trustee [director] for each five hundred dues-paying persons or portion thereof” (By-law 1, 2.2.iv). The most common method for a director to be elected is by nomination by their Member Union at the Fund’s Annual Meeting in October (By-law 1, 7.1.a).

Nomination

_____ *[name of Member Union]* nominates _____
[name of proposed director], whose email is _____, to be elected for a two-
year term, at the Annual General Meeting of the Defence Fund being held in Montréal on **October
15, 2022**.

DATED this ____ day of _____ 2022.

Name of Member Union: _____

Per: *[signature]* _____

Name: _____

Title: _____

I have the authority to bind the Union.