CALL FOR NOMINATIONS

2027/28 VRCA Board of Directors

The Vancouver Regional Construction Association

With over 1,000 member organizations, the Vancouver Regional Construction Association ("VRCA") is British Columbia's largest and most inclusive regional construction association. VRCA facilitates collaboration among General and Trade Contractors, Manufacturers, Suppliers, and Professional Services providers to drive innovation, growth, and excellence in BC's built environment. We connect, educate, and advocate for members across all disciplines, ensuring a vibrant and sustainable industry.

Proudly representing the true breadth and depth of the Lower Mainland's construction industry, VRCA is comprised of union and open-shop businesses of all political affiliations, in BC's industrial, commercial, institutional, infrastructure, and high-rise residential construction industry.

The VRCA is its members. It does not exist outside of membership, which magnifies the critical importance and value of a diverse and independently representative Board of Directors. Service on the VRCA Board means leadership in one of Canada's largest and most influential construction entities. Our Association is grateful for the interest and commitment of its members seeking election to the 2027/28 Board of Directors.

A Four-Division Association

The following four divisions are the foundation of the VRCA:

General Contractors Division

Trade Contractors Division

Manufacturers and Suppliers Division

Professional Services Division

Elected from the members of the Board of Directors, each Division has a Division Council comprised of a Chair plus a minimum of one Vice Chair. At the first Board of Directors meeting following the Annual General Meeting, each Division Chair and 1st Vice Chair are elected by the Board and by the directors who are

members of the respective Divisions. Each Division may then elect a 2nd Vice Chair at a meeting of its members.

VRCA Board Governance, Structure, and Terms

The VRCA Board is a volunteer, governance Board, and not a paid, working, or operational board. With the expiration of some directors' three-year terms, four (4) new Directors will be duly elected to the Board, each for a three-year term, at the VRCA Annual General Meeting to be held **February 9, 2027.**

Fair and equitable representation of all four divisions on the VRCA Board of Directors includes 14 volunteer directors, maintaining a minimum of two directors from each Division and a maximum of six directors from any Division, as follows:

1. **General Contractors Division:** minimum two directors; maximum six directors
2. **Trade Contractors Division:** minimum two directors; maximum six directors
3. **Manufacturers and Suppliers Division:** minimum two directors; maximum six directors
4. **Professional Services Division:** minimum two directors; maximum six directors
5. **Directors at Large:** maximum four directors
6. **Past Chair of the VRCA|YCL Committee:** one director
7. **Board Executive**:
    - Past Chair
    - Chair
    - Vice Chair
    - Secretary Treasurer

The Board of Directors maintains a relatively good distribution of members across remaining term durations of one-, two-, and three-year terms, to ensure continuity in director's succession. The 2027/28 Board term-distribution will be as follows, with a potential variation based on the appointment of one current director to the Executive Board role of Secretary Treasurer.

Director	Years Remaining in Term		
	1	2	3
Current Director	●		
Current Director	●		
Current Director	●		
VRCA|YCL Past Chair	●		
Current Director		●	
Current Director		●	
Current Director		●	
Current Director		●	
Current Director		●	
Current Director (Vice Chair)			●
New Director			●

New Director			●
New Director			●
New Director			●

Eligibility

To be eligible to serve as a Director on the Board, you must work for a VRCA Member in Good Standing, with voting rights, in one of the following four divisions:

- General Contractors
- Trade Contractors
- Manufacturers and Suppliers
- Professional Services (Professional Premium only, to satisfy the requirement of full voting rights)

2027/28 VRCA Board of Directors	Division	Term Expiry Year
Executive: Past Chair	GC	Feb 2028
Executive: Chair	TC	Feb 2029
Executive: Vice Chair	GC	Feb 2030
Executive: Secretary/Treasurer – movement from returning Directors		Feb 2031
VRCA|YCL Past Chair: one-year appointment	GC	Feb 2028
Returning Director	GC	Feb 2028
Returning Director	PS	Feb 2028
Returning Director	TC	Feb 2029
Returning Director	TC	Feb 2029
Returning Director	MS	Feb 2029
Returning Director	MS	Feb 2029
New Director		Feb 2029
New Director		Feb 2029
New Director		Feb 2029
New Director		Feb 2029

Director Competencies

VRCA evolves in line with the industry it supports and represents. The Board of Directors comprises industry leaders, recognized by their peers as progressive and experienced, who can envision how the industry will continue to evolve and how VRCA shall respond to best support its members.

Directors play a vital role in ensuring the success and effectiveness of the organization. VRCA's Director Competency Matrix is a tool that allows the association to communicate the core and desired knowledge, skills, and experience it requires of its Board of Directors, ensuring that the current and future bench strength of the Board of Directors is in line with the Association's needs. All Board of Directors nominees are required to confirm the extent of their knowledge, skills, and experience in line with the following criteria.

Core Board Knowledge, Skills, and Experience

- Board governance
- CEO/enterprise leadership
- Financial experience
- Industry/sector experience

Desired Board Knowledge, Skills, and Experience

- Accounting/audit
- Advocacy/communications
- Business development
- Construction innovation/Industry knowledge
- Diversity and inclusion
- Fundraising
- Government relations
- Human Resources/performance management/compensation
- Information technology/e-commerce/privacy regulations
- Legal/regulatory, including insurance
- Member relations
- Operational and organizational development
- Project management
- Risk and control
- Sales and marketing/communication
- Stakeholder relations/Member of partner organizations (ULI, UDI, ACEC, etc)
- Strategic planning

Director Integrity, Responsibilities, and Commitment

Competition Act

The Vancouver Regional Construction Association assigns the highest priority to full compliance with both the letter and the spirit of the Competition Act, and it is vital that all meetings be conducted in a manner consistent with that policy. During Association meetings and programs, the VRCA shall not condone or permit any discussions, official or unofficial, of price fixing, boycotts, refusals to deal, blacklisting, market allocation,

supply restrictions, or other anti-competitive activity. If at any time during a meeting the Association staff or any member present believes that a sensitive topic under the Act is being discussed, or is about to be discussed, they shall so advise the Chair of the meeting and ask that further discussions cease. Attendees at all meetings shall likewise not hesitate to voice any concerns they may have in this regard. Any discussion or commercial dealings with one's competitors may create the appearance of a Competition Act violation, even though none may exist. Therefore, such discussions should be always avoided before, during, and after all meetings.

In exercising the powers and performing the functions of a director, a director must:

- Act honestly and in good faith and in the best interests of the Association, and
- Exercise the care, diligence, and skill of a reasonably prudent person.

While complying with the above requirements, a director must contribute to board effectiveness and fulfill legal and regulatory responsibilities as follows:

Board Effectiveness

- Participate actively in the business of the Board and provide visionary leadership and direction to the organization, while ensuring it fulfills its obligations to its stakeholders and its legal and regulatory requirements.
- Oversee the management of the affairs and business of the organization.
- Ensure compliance with relevant acts, regulations, articles, bylaws, constitution, and Board policies.
- Stay informed on matters relevant to governing the organization.

Board Meetings

- Make an honest effort to attend all Board meetings and to notify the Chair of your inability to attend any Board meeting, prior to the meeting.
- Read Board Packages prior to Board meetings and be prepared to discuss agenda items and participate in potential votes.
- If it becomes apparent that you are likely to miss several Board meetings and are therefore unable to fulfill your obligations as a director, then you and the Chair shall consider whether it is prudent for you to continue as a director on the Board.
- If unable to attend a Board meeting, within one week inform yourself of the proceedings, decisions, and proposed actions decided upon at the missed meeting.

Board Discussions

- Follow the guidelines or rules for governance and conduct as agreed upon by the Board.
- Participate actively and constructively in the discussions of the Board.
- Express any contrary opinions or views you hold on to matters under discussion or consideration by the Board. Once the Board has decided and/or acted on a matter, it is not constructive to the

Board to inappropriately attempt to raise or discuss the matter at other times.

Board Communications

- Do not represent the interest of special groups or individuals over the interests of the organization.
- Do not speak or act as an individual on behalf of the board unless authorized to do so.
- Do not become involved in the management and operations of the organization other than through Board policy.

Legal and Regulatory Requirements

- Directors must know their legal rights and duties as well as protect themselves from exposure to legal liabilities. In common law, the level of skill expected of a director is "what may reasonably be expected of a person of his knowledge and experience".
- Case law has emphasized that directors, as fiduciaries, owe a duty of utmost good faith to their society. Directors are obliged to account for the funds received by the association, as well as to safeguard the Association's properties.
- While there are numerous federal and provincial statutes that impose duties on directors and officers of non-profit organizations, generally, there are three categories:
    - Employees and the workplace – the Employment Standards Act
    - Taxation – the Income Tax Act
    - Environment – the Canadian Environmental Protection Act or Waste Management Act

Commitment of Time and Resources

A member of the Board of Directors will be expected to attend all four Board meetings each year, with the possibility of additional special meetings as required, in addition to the Annual General Meeting. Board meetings are generally scheduled for a duration of 2.5 hours, with the potential of additional required time.

A minimum of two Division meetings annually, for each of the four divisions, will be attended by Board members on the Division Councils, with the expectation that all Board members make every effort to attend their Division's meetings and to promote and encourage attendance by member organizations.

The potential for additional Committee participation will be expected of Board members in current Committees as well as potentially added Committees, based on Association needs and objectives. Current committees include:

- Finance & Audit Committee
- Governance & Nominations Committee
- Building Committee
- Education Committee

Directors will make every effort to participate in Association events, will positively promote Association membership, and will assist others in understanding the requirements and expectations of Board service.

Directors are asked to sponsor VRCA events both through time and sponsorship funds when possible. VRCA hosts over 20 events a year and the visibility of the Board is vital to our success.

Nomination Form: 2027/28 VRCA Board of Directors

Thank you for your interest in participating in the nominations process for the 2027/28 VRCA Board of Directors.

- Please complete Sections 1, 2, 3, 4 and 5
- Submit the completed Nomination Form to president@vrca.ca no later than December 15, 2026.

All nominations received will be forwarded to the Governance & Nominations Committee ahead of the Annual General Meeting to be held on February 9, 2027.

Section 1 – Nominee

Name	
Position/Title	
Employer/Company name	
Email Address	
Contact Phone Number	
Years with Current Employer/Company	
Previous Employer/Company **(if current employment is less than 3 years)**	

Division of Employer/Company (please check one):

☐ General Contractor	☐ Trade Contractor	☐ Manufacturer/Supplier	☐ ProfessionalServices

I agree that my name may be put forward for consideration for the 2027/28 VRCA Board of Directors.

Signature	
Date	

Section 2 – Biography

Please tell us why you are interested in becoming a VRCA Board of Director, particularly highlighting the strengths and experience you will bring to the Board (250 words maximum).

Section 3 – Knowledge, Skills, and Experience

VRCA's Director Competency Matrix is a tool that allows the association to communicate both the core and desired knowledge, skills, and experience it requires of its Board, ensuring that the current and future strength of the Board is in line with Association needs.

Please assess and confirm your competencies in line with the criteria below, using the following scale:

- **1 – No experience**
- **2 – Little experience**
- **3 – Some experience**
- **4 – Considerable experience**

Criteria	Assessment Rating (1, 2, 3, or 4)
Core Board knowledge, skills, and experience:	
Board governance	
CEO/enterprise leadership	
Financial experience	
Industry/sector experience	
Desired Board knowledge, skills, and experience:	
Accounting/audit	
Advocacy/communications	
Business development	
Construction innovation	
Diversity and inclusion	
Fundraising	
Government relations	
Human Resources/performance management/compensation	
Information technology/e-commerce/privacy regulations	
Legal/regulatory incl. insurance	
Member relations	
Operational and organizational development	
Project management	
Risk and control	
Sales and marketing/communication	
Stakeholder relations	
Strategic planning	

Section 4 – Participation

Please confirm your participation at VRCA meetings and events, as well as at those of other industry associations, for the period of October 1, 2023, to November 1, 2024:

Description	Attended? Yes/No
VRCA meetings	
General Contractors Division	
Trade Contractors Division	
Manufacturers & Suppliers Division	
Professional Services Division	
VRCA|YCL Committee	
VRCA events	
Virtual Advocacy/Industry information sessions	
Holiday Luncheon	
Awards of Excellence	
VRCA Annual General Meeting	
Construction Leadership Forum	
LEAP Women in Construction	
VRCA golf tournaments	
VRCA|YCL Network events	
Building Builders Mentorship Breakfast	
Other (please specify)	
Other industry associations' meetings and events (please specify association and event title)	

Section 5 – Endorsements

My nomination is endorsed by the following five (5) individuals, all of whom represent VRCA members in good standing:

1. VRCA Member Company	
Reference name, title, and contact information	
2. VRCA Member Company	
Reference name, title, and contact information	
3. VRCA Member Company	
Reference name, title, and contact information	
4. VRCA Member Company	
Reference name, title, and contact information	
5. VRCA Member Company	
Reference name, title, and contact information	