

## Board Composition, Appointment, Skills and Attributes Policy

### 1 Composition and Appointment

- 1.1 The appointment process for the CBT Board of Directors and composition of the CBT Board are established in the *Columbia Basin Trust Act*.
- The Lieutenant Governor in Council appoints the 12 Directors of CBT, all of whom must reside in the Columbia Basin region.
  - Each of the Regional District of Central Kootenay, Fraser-Fort George Regional District, Columbia Shuswap Regional District, Kootenay Boundary Regional District, East Kootenay Regional District (collectively, the Regional Districts) and Ktunaxa Nation Council may nominate up to four individuals. The Lieutenant Governor in Council then appoints one director from each of the Regional Districts and Ktunaxa Nation Council, for a total of six Directors.
  - The remaining six Directors are also appointed by the Lieutenant Governor in Council.

### 2 Skills and Attributes

- 2.1 The Board of Directors establishes and annually reviews Board Member Attributes (see Appendix 1). The Board Member Attributes describe the capabilities required of all Board members and Board Committee members, as well as those required for specific Board positions.
- 2.2 The Board of Directors establishes and annually reviews the Board of Directors' Competencies and Desired Diversity (see Appendix 2).
- 2.3 The Board Member Attributes and Board of Directors Competencies and Desired Diversity sets out the appropriate combination of skills and personal attributes necessary for the fulfillment of CBT's mission. That combination of skills and attributes helps CBT to effectively engage with Columbia Basin residents, to oversee the return of benefits to Columbia Basin residents and to prudently oversee the management of CBT's investments.
- 2.4 The Board provides input to Regional Districts, the Ktunaxa Nation Council and the Province of BC on candidates for appointment and reappointment to the Board, consistent with the Board Member Attributes and Board of Directors Competencies and Desired Diversity.
- 2.5 The Board members are independent from management.

Some capabilities may require some knowledge transfer from a current Board member to a new Board member.

<b>Role</b>	<b>Capabilities/Attributes</b>
All Board members	Understanding of community development/engagement Knowledge and understanding of CBT and the Basin Experience as a board member Strong reasoning skills Ethics and integrity Able to work toward consensus Capable of wide perspectives Business judgement
Chair and Vice Chair	Governance expertise Understanding of how government operates and ability to work with government Ability to be, and seen to be, a Basin leader Understanding of business management Relationship management expertise Understanding of CBT model and history/Strategic planning expertise Able to speak publicly
Investment Committee Chair	Financial and investment fluency Experience in or with commercial credit Knowledge of the history of CBT's approach to investments
Investment Committee	Financial and investment fluency Understanding of commercial enterprise and commercial credit
Audit Committee Chair	Financial expertise Accounting designation Extensive accounting experience Experience with financial risk management practices
Audit Committee	Financial fluency Familiarity with accounting principles and practices Understanding of financial risk management practice
Delivery of Benefits Committee	Strategic planning experience Policy development experience Community development/engagement expertise Knowledge of the history of CBT's approach to delivery of benefits activities
Water Initiatives Committee	Strategic planning experience Policy development experience Understanding of Columbia River Treaty
Executive Committee	Experience with human resources practices Experience with general risk management

### Board of Directors Competencies and Desired Diversity

<b>Required Competencies</b>	
Investment management	
Business management	
Community development/engagement	
Knowledge of how government operates	
Governance expertise	
Human resources	
Accounting expertise	
<b>Desired Competencies</b>	
Communications	
Labour relations	
Social	
Environment	
Economic development	
Power projects	
Legal expertise	
<b>Diversity</b>	
Age	
Gender	
Ethnicity	
Geography	