

## Summary of Proposed Amendments to Regulation 441

Aspect	Current Governance Structure	Proposed Governance Structure	Regulation Change
<b>Board Size</b>	<ul style="list-style-type: none"> <li>• Nine board members</li> </ul>	<ul style="list-style-type: none"> <li>• Eight board members</li> <li>• One Commission appointed chair</li> </ul>	Regulation 441
<b>Commission Appointed Chair/Vice Chair</b>	<ul style="list-style-type: none"> <li>• Chair and vice-chair elected from among board members</li> </ul>	<ul style="list-style-type: none"> <li>• Commission appointed external chair</li> <li>• Vice-chair elected from among board members</li> </ul>	Regulation 441 Regulation 400
<b>Board Composition</b>	<ul style="list-style-type: none"> <li>• Nine members:               <ul style="list-style-type: none"> <li>- District 1 - five members</li> <li>- District 2 - two members</li> <li>- District 3 - two members</li> </ul> </li> <li>• One year terms</li> </ul>	<ul style="list-style-type: none"> <li>• Eight members:               <ul style="list-style-type: none"> <li>- District 1 - four directors</li> <li>- District 2 - two directors</li> <li>- District 3 - two directors</li> </ul> </li> <li>• Two year staggered terms</li> <li>• Annual elections with four members up for election each year</li> </ul>	Regulation 441
<b>Board Meeting Quorum Rules</b>	<ul style="list-style-type: none"> <li>• Majority of board members present</li> </ul>	<ul style="list-style-type: none"> <li>• Majority of board members present</li> <li>• Chair must be present at all board meetings</li> </ul>	Regulation 441 Regulation 400
<b>Board Voting Rules</b>	<ul style="list-style-type: none"> <li>• Majority of members present</li> <li>• Chair votes to break ties</li> </ul>	<ul style="list-style-type: none"> <li>• Majority of members present (including chair)</li> <li>• Chair votes to break ties</li> </ul>	No changes required
<b>Lifetime Service Limits</b>	<ul style="list-style-type: none"> <li>• None</li> </ul>	<ul style="list-style-type: none"> <li>• 12 year lifetime service limit</li> <li>• Applied on a go forward basis</li> </ul>	Regulation 441
<b>Mandatory Service Break</b>	<ul style="list-style-type: none"> <li>• None</li> <li>• Unlimited successive one year terms</li> </ul>	<ul style="list-style-type: none"> <li>• Three, two-year terms with a two year break in service after six years</li> <li>• Board members elected in all of the three elections prior to the regulation coming into force would be required to take a two year break in service before becoming eligible for re-election</li> </ul>	Regulation 441
<b>Election Process</b>	<ul style="list-style-type: none"> <li>• District members elect growers to district committees</li> <li>• The district committees vote from within the committee to determine members that are elected to the board</li> </ul>	<ul style="list-style-type: none"> <li>• District members elect anyone from their district directly to the board</li> <li>• District committees would continue</li> <li>• Elections to be conducted through an anonymous process</li> </ul>	Regulation 441
<b>Implementation of Amendments</b>	<ul style="list-style-type: none"> <li>• The first board is to be formed during the fall of 2017</li> <li>• In 2017, the board would include four elected members, who would hold two-year terms, and four Commission appointed members, who would hold one-year terms</li> <li>• In 2018, the terms of the four appointed members would come to an end and their replacements would be elected for two-year terms; the four members elected in 2017 would continue their terms for their second year</li> <li>• At the election in 2018, all board positions, with the exception of the appointed chair, would be transitioned to elected positions</li> <li>• The chair would be appointed by the Commission for an initial term of 2 years, and eligible for reappointment. The term maximum would be 10 years in total.</li> </ul>		