

Upstairs Pearson's Pharmacy, Upper Collymore Rock, St. Michael BB11091, Barbados, W.I. Telephone (246) 426-4267 / 426-8061 | Email: info@uecul.org Established October 1976

President Michelle A. Shepherd Secretary Jeremy Hinkson

### Dear Prospective Committee Candidate,

At United Enterprise Credit Union Limited (UECUL), we value the dedication and commitment of our members who choose to participate in our nomination and election process as committee candidates. We also wish to thank you for your interest in seeking nomination for the said committees. You will find the response both challenging but rewarding. In this package, you will find information detailing the qualification criteria for candidates, along with expectations of committee members in their role of governing the Credit Union. You will also find everything that you need to complete the nomination process.

To assist those members interested in pursuing candidacy, the Board annually appoints a "Credentials Committee". The Committee's primary role is to consider the qualifications of candidates to ensure the highest quality Board and Committee composition.

If you decide to proceed with applying for nomination as a candidate, please complete and submit this application package along with all the following required documents:

- Passport size photograph
- ✤ Resume/Curriculum Vitae
- Police Certificate of Character
- Financial Services Commission Fit and Proper Individual Questionnaire.

If you have any questions regarding the enclosed information, you can contact Alex Fergusson or Dorian Walcott at 426-4267 or, via email at <u>info@uecul.org</u>.

Please note that applications must be received no earlier than July 12, 2023 and no later than August 18, 2023.

Yours Co-operatively Jeremy Hinkson

Secretary Board of Directors

# FIT AND PROPER PERSON CRITERIA

# [AS ESTABLISHED BY THE COOPERATIVES SOCIETIES ACT AND REGULATIONS AND THE SOCIETY BY-LAWS]

# Under Section 57 of the Cooperative Societies Act and Regulations CAP 378A an individual is not eligible to be a director or officer of the Society if he:

- a) is less than 18 years of age or, in the case of a junior co-operative, he is less than 10 years of age;
- b) is of unsound mind and has been so found by a court in Barbados;
- c) is not a member of the society or a duly appointed representative of a member society;
- d) is convicted of an offence involving fraud or dishonesty;
- e) is convicted of an offence under this Act;
- f) is the auditor of the society;
- g) is convicted on indictment of an offence in connection with the promotion, formation or management of a body corporate;
- h) makes an arrangement with his creditors;
- i) becomes bankrupt; or
- j) is not in good financial standing with a registered society

# **SECTION 1 – PERSONAL DETAILS**

1. STATE FULL NAME (INCLUDING TITLE):
2. MAIDEN NAME (IF APPLICABLE):
3. HAS NAME BEEN CHANGED OTHER THAN BY MARRIAGE: YES NO
IF <u>YES</u> , PLEASE STATE DATE OF CHANGE AND PREVIOUS NAME:
PREVIOUS NAME:
DATE:
4. REASON FOR CHANGE OF NAME:
Marriage $\Box$ Divorce $\Box$ Personal $\Box$ Religious $\Box$ Political Statement $\Box$
Other:
5. PRIMARY ADDRESS:
6. MAILING ADDRESS (IF DIFFERENT FROM PRIMARY ADDRESS)
7. DATE OF BIRTH (MM/DD/YEAR):
8. PLACE AND COUNTRY OF BIRTH:
9. NATIONALITY:

# **SECTION 2**

### **PROFESSIONAL AND OTHER RELEVANT EXPERIENCE** (DURING THE LAST 10 YEARS):

11. NAME OF EMPLOYER (CURRENT)	
12. EMPLOYER'S ADDRESS	
13. ENTITY REGISTRATION	
NUMBER: (IF ANY)	
14. PRINCIPAL ACTIVITY	
OF ENTITY	
15. POSITION HELD:	
16. START DATE:	END DATE (IF APPLICABLE):
17. REASON FOR LEAVING	
(IF APPLICABLE)	
18. ANY OTHER RELEVANT	
EXPERIENCE OUTSIDE	
10 YEARS	

### **BOARD OF DIRECTORS & OFFICERS APPLICANT EXPERTISE/EXPERIENCE ASSESSMENT**

United Enterprise Credit Union Limited believes a high-quality, high-performance Board and Officers benefit fellow directors, officers, management, staff and members. The Credit Union desires that each Director and Officer brings to the Board a certain level of knowledge and experience, demonstrates certain key attributes and/or commits to improving through education. The following self-assessment will assist the *Credential Committee* in determining the degree of expertise that you bring as a Candidate.

Please indicate your level of expertise/experience in the following table by indicating:

### E - Expert S - Strong G - Good B - Basic N/A – No relevant experience

To assist you in answering please refer to the following definitions:

You possess a degree/certificate/diploma in the skill area and/or have significant work
experience in that field.
You have direct experience, or significant familiarity with the field as part of your
employment or volunteer activities.
You understand the fundamentals and concepts that are encountered in this skill area.
You have some knowledge of the competency
You have no familiarity with the topic or area

	Competency/Area	Rating
I.	Audit and Compliance           -         Performance and regulatory standards; examination & auditing	
II.	procedures         Board & CEO Performance         -       Setting and evaluating criteria and standards of performance of	
III.	the Board, directors and the CEO Credit Union Operations	
111.	<ul> <li>Cooperative business model; key components of operations (people, physical and technical infrastructure), operational risks</li> </ul>	
IV.	<ul> <li>Financial Literacy / expertise</li> <li>Reading and interpreting financial statements and financial performance indicators</li> </ul>	

<b>V.</b>	Leadership	
	- Leadership traits; skills and effective professional and personal	
	attributes	
VI.	Strategic Planning	
	- Strategic planning concepts; process; importance of clear strategic	
	direction; monitoring of strategic plan implementation	
VII.	Information Technology	
	- Hardware; software; networking; banking systems; databases;	
	web-enabled services	
VIII.	Partnering/Mergers and Acquisitions	
	- Merger strategies; issues, benefits and challenges	
IX.	Executive Recruiting & Human Resource Management	
	- Recruitment; hiring criteria and practices; performance evaluation	
X.	Loans	
	- Adherence to loan policy; analytical skills; product knowledge;	
	effective decision making	
XI.	Other competencies; areas of expertise	

- 1. Either in Barbados or elsewhere, have you at any time been charged with or convicted of an offence involving fraud or dishonesty?
- 2. If so, please give details of the charge, and if convicted, the date of conviction and full particulars of the offence (including any offences taken into consideration) and the penalty imposed:
- 3. Whether in Barbados or elsewhere, have you ever been a major shareholder, director, or directly concerned in the management of a bank, financial institution or any business undertaking:
  - a) Which has been served with a petition to wind up? Yes No
    b) Which has been wound up by a Court? Yes No

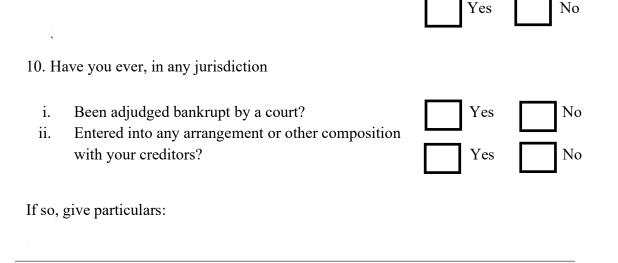
c)	The License of which has been revoked?	Yes	N	0
d)	Which has been placed in receivership?	Yes	No	)
e)	Which has entered into any arrangement or composition with its Creditors?	Yes	No	5
f)	Which has had an administrative order made against it?	Yes	No	)
g)	Which has been sued?	Yes	Nc	)
h)	Which has been subject to censure action by anybody That exercises supervisory or regulatory jurisdiction over it?	Yes	No	
i)	Whose business has been adjudged to have been conducted impudently or fraudulently?	Yes	No	)
j)	Which has failed to meet the solvency requirements prescribed by law or by a licensing authority?	Yes		С
k)	To which financial assistance has been given by a government agency to effect restructuring?	Yes	No.	)
1)	Which has been placed under Temporary Managem Judicial Management; which has been the subject administrative censure or penalty; or formal statu Censure action or which has been the subject of a Vest Order or any other intervention process by the relevant	t of atory sting		
	Regulatory authority?	Yes	No	)
If yes (	(to any of the above), give full particulars:			

4.	If pending, please give full details of the circumstances, and if not pending, how was the matter resolved?
5.	Have you ever been refused entry to any profession or vocation whether in Barbados or elsewhere?
	If so, give particulars:
6.	Have you ever been the subject of investigation/disciplinary procedures, censured, disciplined or publicly criticized by any professional body to which you belong or have belonged whether in Barbados or elsewhere?
	If so, give particulars:
7.	Have you ever been expelled from membership of any Society, dismissed or requested to resign from any office or employment of a Society whether in Barbados or elsewhere?
	If so, give particulars:
<u> </u>	

8. Have you ever been censured, disciplined or publicly criticized by, or made the subject of a Court Order whether in Barbados or elsewhere at the instigation of:

a) Any regulatory authority?	Yes	No
b) Any officially appointed enquiry?	Yes	No
If so, give particulars:		

9. Have you ever been disqualified by a Court or by virtue any statutory enactment from being a director or from acting in the management or conduct of the affairs of any corporation or business undertaking whether in Barbados or elsewhere?



### **BOARD MEETINGS/TIME COMMITMENT**

It is hoped that the information below will assist you in clarifying your obligations should you become an effective officer on UECUL. Any questions regarding the information, or a desire to learn more about United Enterprise Credit Union Ltd can be forwarded to the email <u>info@uecul.org</u>, visiting the website <u>http://www.uecul.org</u> or calling the office at 426-4267.

Item	Minimum Estimated Time
Board Meetings	Board meetings are held a minimum of once monthly. They can last 2 - 3 hours per meeting and take place in the evening. Though there is a monthly meeting, there can be an additional meeting during a month based upon the demands of a situation.
Preparation for Board Meetings	Information will be electronically distributed 3-6 days prior to the scheduled meeting. You are to fully review all information provided which may include an agenda, minutes and any other information provided prior to attending each meeting. A minimum of 1 hour to prepare may be necessary
Extra-ordinary Committee Meetings	These meetings can be held in the day or evening. This however can vary in length and they can last between 30 minutes to an hour.
Preparation for Committee Meetings	Information will be electronically distributed for these meetings at least 2-4 days prior to the meeting
Board Strategic Planning Session	A general session is held every 3 years with all officers and staff to review, analyze and set new goals for the credit union. The Board however may meet as necessary to discuss the strategic plans of the credit union.
Training	This normally is set on Saturdays through various institutions the credit union affiliates with (The League, Barbados Small Business etc.)
Annual General Meeting	Annual Meeting of the membership: generally held in September

### **Board of Directors - Responsibilities and Expectations**

Directors have a great deal of responsibility and accountability. Individually and collectively, they have a duty to be informed, act with care, diligence, and to conduct Credit Union business with honesty, good faith and without conflict of interest.

The Board carries out its duties by meeting at least quarterly and meeting regularly in assigned committees to discuss policies and reports. The Board undertakes training regularly and it is expected that all new Directors participate in the Barbados Co-operative & Credit Union League Limited (BCCULL) training with the aim of obtaining BCCULL certificates. Additionally, members of the Board attend regional meetings as required.

#### **Other Requirements**

- shall complete and sign Oath of Secrecy Form upon being elected a Director
- shall complete bank mandate form
- shall read, become aware of, and comply with the By-Laws and Policies of the credit union upon being elected a Director
- Signing Cheques and/or approving payments to be made
- shall complete Director training required by the Credit Union and BCCULL within the timeframes prescribed by the Credit Union's Policy

#### **Expectations – Board**

- prepare for Board and Committee meetings
- participate in Board and Committee meetings and the annual Strategic Planning Session
- serve on at least one of the Board's committees
- know the history of the credit union

#### **Expectations – Competencies**

- ability to use sound judgement in timely and effective decisions
- demonstrate understanding of sound business practices
- ability to develop appropriate policies and risk parameters
- ability to develop, grow and support the democratic structure
- demonstrate knowledge of the co-op principles
- demonstrate knowledge of the Credit Union system and financial services marketplace
- demonstrate knowledge of how to read and interpret financial statements and budgets
- demonstrate knowledge of policies and by-laws required to meet legal, regulatory, and governance requirements
- demonstrate knowledge of monitoring and auditing processes required for compliance with policy, standards of sound business practices and regulatory requirements
- ability to communicate with clarity, attentiveness, understanding and perception

# SUPERVISORY MEETINGS/TIME COMMITMENT

Item	Minimum Estimated Time
Supervisory Meetings	Supervisory meetings are held a minimum of once monthly on Saturdays. They can last up to 2 - 3 hours per meeting and take place in the morning. Though there is a monthly meeting, there can be an additional meeting during a month based upon the demands of a situation.
Preparation for Supervisory Meetings	Information is requested by the committee either 1 or 2 weeks in advance of the weekend's meeting; this request is be made to the manager of the office via email. A review and check of the previous meeting's minutes is done with the office to ensure the noted irregularities or requests from the last meeting are in place or set in motion. A minimum of 1 hour to prepare may be necessary
Extra-ordinary Committee Meetings	These meetings can be held in the day or evening. This however can vary in length and they can last between 30 minutes to an hour.
Preparation for extra- ordinary Committee Meetings	Information will be electronically distributed for these meetings at least one day prior to the meeting
Strategic Planning Session	A general session is held every 3 years with all officers and staff to review, analyze and set new goals for the credit union. The Board however may meet as necessary to discuss the strategic plans of the credit union.
Training	This normally is set on Saturdays through various institutions the credit union affiliates with (The League, Barbados Small Business etc.)
Annual General Meeting	Annual Meeting of the membership: generally held in September

### Supervisory Committee - Responsibilities and Expectations

The Supervisory Committee has a great deal of responsibility and accountability. Individually and collectively, they have a duty to be informed, act with care, diligence, and to conduct Credit Union business with honesty, good faith and without conflict of interest as they play the role of internal auditors.

The Supervisory Committee carries out its duties by meeting at least once monthly and meeting regularly in assigned committees to discuss policies and reports as required. The Board undertakes training regularly and it is expected that all new Directors participate in the Barbados Co-operative & Credit Union League Limited (BCCULL) training with the aim of obtaining BCCULL certificates. Additionally, members of the Board attend regional meetings as required

#### **Other Requirements**

- shall complete and sign Oath of Secrecy Form upon being elected an officer
- shall read, become aware of, and comply with the By-Laws and Policies of the credit union upon being elected an officer
- shall complete training required by the Credit Union and BCCULL within the timeframes prescribed by the Credit Union's Policy

#### **Expectations – Supervisory**

- the Supervisory Committee reports to the board of directors
- the Supervisory Committee supervises clerical and auditing personnel
- the primary functions of the supervisory committee are to ensure financial statements are accurate and fairly present the financial condition of the credit union; and management practices and procedures safeguard members' assets.

#### **Expectations – Competencies**

- ability to develop appropriate policies and risk parameters
- implement audits and submit a summary report to the board of directors to be presented at the annual meeting
- conduct or order supplementary audits as the committee deems necessary or as ordered by the board of directors
- inspect the securities, cash, and accounts of the credit union
- ensure all officers, committees and employees of the credit union follow policies and regulations
- biennially, conduct a full verification of members' accounts
- review the minutes of the board meetings
- make sure there are adequate internal controls and that they are being followed
- ensure accounting records and financial reports are prepared promptly and accurately reflect the operations and results of the credit union
- ensure policies and procedures are in place to safeguard against error, carelessness, conflict of interest, self-dealing and fraud

### **CREDIT COMMITTEE MEETINGS/TIME COMMITMENT**

Item	Minimum Estimated Time
Credit Committee Meetings	Credit Committee meetings are held a minimum of once weekly/at least four (4) times monthly. They can last up to 2 hours per meeting and take place in the evening. Though there is a monthly meeting, there can be an additional meeting during a month based upon the type of loan or volume associated for a particular week
Preparation for Credit Committee Meetings	Loan applications are uploaded to a drive one day prior to meetings so the committee can review all documents before the meeting set for during the week.
Extra-ordinary Committee Meetings	These meetings can be held in the day or evening. This however can vary in length and they can last between 30 minutes to an hour.
Preparation for extra- ordinary Committee Meetings	Information will be electronically distributed for these meetings at least one day prior to the meeting
Credit Strategic Planning Session	A general session is held every 3 years with all officers and staff to review, analyze and set new goals for the credit union. The Board however may meet as necessary to discuss the strategic plans of the credit union.
Training	This normally is set on Saturdays through various institutions the credit union affiliates with (The League, Barbados Small Business etc.)
Annual General Meeting	Annual Meeting of the membership: generally held in September

### **Credit Committee - Responsibilities and Expectations**

The credit committee plays a vital role in safeguarding the credit union as it relates to loans. Individually and collectively, they have a duty to be informed, act with care, diligence, and to conduct Credit Union business with honesty, good faith and without conflict of interest as they play the role of internal auditors.

The credit committee carries out its duties by meeting at least four times a month, however, this may change as the volume of loans come into the credit union. They are tasked with reviewing the loan policy, remain current on all personal credit obligations with the credit union and provide financial counseling to members in the wise use of credit. The committee undertakes training regularly and it is expected that all new officers participate in the Barbados Co-operative & Credit Union League Limited (BCCULL) training with the aim of obtaining BCCULL certificates. Additionally, members of the Board attend regional meetings as required

#### **Other Requirements**

- shall complete and sign Oath of Secrecy Form upon being elected an officer
- shall read, become aware of, and comply with the By-Laws, and the loan policy of the credit union upon being elected an officer
- shall complete training required by the Credit Union and BCCULL within the timeframes prescribed by the Credit Union's Policy

#### **Expectations – Credit**

- prepare for Credit Committee meetings
- participate in Credit Committee meetings and the annual Strategic Planning Session
- know the history of the credit union

#### **Expectations – Competencies**

- ability to use sound judgement in timely and effective decisions
- demonstrate understanding of sound business practices
- demonstrate knowledge of the co-op principles
- demonstrate knowledge of the Credit Union system and financial services marketplace
- demonstrate knowledge of how to read and interpret financial statements and budgets
- ability to communicate with clarity, attentiveness, understanding and perception
- capable of evaluating a borrower's financial condition and their ability to repay
- capable of evaluating the value of collateral
- familiar with most of the membership
- knowledgeable of laws governing the credit union and the granting of credit
- familiar with the credit union's lending and collection policies and procedures
- able to commit enough time to successfully complete all the job duties and responsibilities
- able to work as part of a team

#### **Committee Meeting Attendance at United Enterprise Credit Union Limited (If applicable)**

My term lasted \_\_\_\_\_ years. During those years, my attendance was \_\_\_\_\_ (number of meetings attended out of the total) or \_\_\_\_% of my committee meetings, and \_\_\_\_ (number of meetings attended out of the total) or \_\_\_\_% of the Extraordinary Committee Meetings.

#### Candidate Statement & Photo

A statement from the candidate will be used to communicate qualifications and reasons for candidacy to the membership of the United Enterprise Credit Union Ltd. The photo is included to indicate the candidate to the members.

For your reference, a sample statement has been included below:

#### Sample Candidate Statement

Jane Doe is currently an employee at EFG Enterprises, where she has been the assistant clerk for the past 6 years. Jane has studied several Credit Union courses including the Board of Directors Orientation, Credit Committee Orientation and AML Training. In her spare time, she has volunteered for the Diabetes Association. She feels her work experience, commitment to continuous learning and community involvement would be advantageous for the United Enterprise Credit Union Ltd.

Please note: A recent photograph of the Candidate (preferably digital) reflecting an image that is a head shot showing head and upper body.

The photo must meet the following specifications:

• Passport Photo at 300 dpi minimum and be taken in colour.

Reasonable costs of this photograph will be reimbursed by the Credit Union.

Candidate Statement (100 Words)

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1.	Has any bank or other financial institution, ever threatened or commenced legal action/court proceedings or declined doing any new business with you or any business undertaking owned, controlled or managed by you as a result of outstanding debts owed by you or the undertaking, or due to your not honoring other facilities afforded you (e.g., guarantee, etc.) by these institutions? If so, give details of the dispute and the manner in which the issue was resolved?
2.	Do you (in your personal capacity or through any entity controlled by you) have outstanding any loans or other forms of guarantees which has fallen in arrears over 90 days during the previous twelve months?
	If so, state repayment status (i.e., current/up-to-date or level of arrears) (Note that information/details requested here relates to each facility outstanding)
3.	Are you currently employed with the Society or a relative or involved in a spousal relationship with a member of the Executive Management, Board of Directors, Credit or Supervisory Committee?
4.	Has any loan or credit facility (or part thereof) extended to you by any financial or lending institution been restructured, renegotiated, provided against or been the subject of a write-off or debt forgiveness for reasons of non-payment by you Yes No

5. Do you (in your personal capacity or through any entity controlled by you) have outstanding any loans or other forms of guarantees which has fallen in arrears over 90 days during the previous twelve months?

If so, state repayment status (i.e., current/up-to-date or level of arrears) (Note that information/details requested here relates to each facility outstanding)

6.	Are you currently employed with the Society or a relative	or in	nvolved	in a	spousal	
	relationship with a member of the Executive Management, Board of Directors, Credit or					
	Supervisory Committee?		Yes		No	

### **SECTION 6**

#### **AFFILIATIONS WITH OTHER BODIES CORPORATE**

1. Have you ever been or are you currently a Director/ Elected Officer of any limited liability company, or society, or other business enterprises engaged in relevant activities, as described in the glossary at the end of this form?

Yes No

If so, state:

i. Name and address of Companies/Societies/Corporations:

ii. Name of Business:

	iii. Date of Commencement of Directorship/Elected Officer:				
	iv. Date of Cessation of Directorship/Elected Officer:				
	v. Reason(s) for cessation of Directorship/Elected Officer:				
2.	Do any of the Companies/Societies/Corporations indicated in (1) above, maintain a business relationship with the Credit Union?				
3.	Do you or do any of the Companies/Societies indicated in (1) above, prospectively plan to undertake business with the Credit Union?				
4.	Are you a Politically Exposed Person (PEP)? Yes No If the answer is yes, please provide details:				

### CERTIFICATION

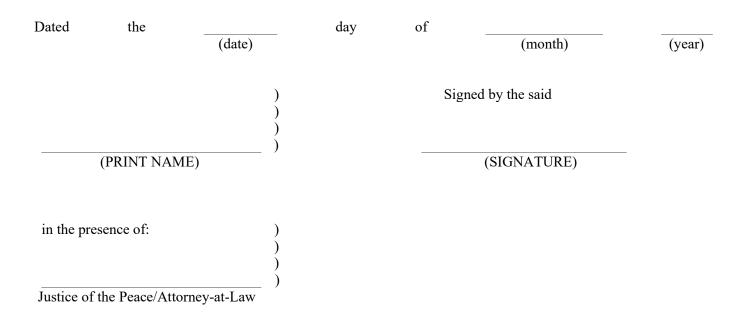
I certify that the information in this application is true and correct and I authorize you to investigate and verify any of the information. I also authorize you to gather whatever employment information you consider necessary and appropriate.

I authorize you to perform a consumer credit report from a reputable credit reporting agency and a criminal background check on me as you consider necessary and appropriate.

I understand that you will retain this application with the understanding that it will be held in the strictest confidence.

I.....declare that the answers to the (PRINT NAME)

above questions are true. I am fully aware that proceeding to act, knowing that I am not fit and proper or submitting false or misleading information or withholding information which if submitted would most likely render me unfit, to serve in the position for which this nomination has been submitted. I further UNDERTAKE, that as long as I continue to be a member of the Board of Directors, Credit or Supervisory Committee with which this questionnaire is being completed, I will notify the United Enterprise Credit Union Ltd of any material changes to or affecting the completeness and/or accuracy of the information herein supplied by me as soon as possible, but in NO event later than fourteen (14) days from the day that the changes come to my attention.



# Nomination Endorsed by

1. Me	ember Name	Member Number	
Me	ember Signature	Date	
2. Me	ember Name	Member Number	
Me	ember Signature	Date	
3. Me	ember Name	Member Number	
Me	ember Signature	Date	

# GLOSSARY

- 1. "Corporation" means: corporate, incorporated in Barbados or elsewhere.
- 2. Society refers to a Credit Union registered under the Cooperative Societies Act.
- 3. "Relevant Activity" means:
  - a) Banking, finance, insurance, money-lending, money management, or other financial activities.
  - b) Dealing in Securities.
  - c) Providing investment or financial advice and management services.
- 4. "Immediately Relative" Relative shall include Father, Mother, Brother, Sister, Daughter.
- 5. Spousal relationship means a relationship of husband and wife and includes a relationship lasting five (5) or more years between an unmarried man and woman as defined under the provisions of the Succession Act Chapter 249 of the Laws of Barbados or the Family Law Act Chapter 214 of the Laws of Barbados.
- 6. A member of the Executive Management includes any member of staff appointed to act in the place of a member of the Executive Management who has been granted leave from the Society.

## SUBMISSION INSTRUCTIONS

Nominees are required to complete the Financial Services Commission's (FSC) Fit and Proper questionnaire. All requested information - i.e., a valid (not expired) Police Certificate of Character, a certified copy of the photo page of a valid passport and a curriculum vitae – must accompany the questionnaire. Completed nomination forms and all required supporting documentation must be returned in a sealed envelope addressed to:

The Credentials Committee United Enterprise Credit Union Limited Upstairs Pearson's Pharmacy Upper Collymore Rock St. Michael

by the deadline stated in the enclosed letter from the Secretary, Board of Directors.