



Dear Shareholders,

Serving on the Board is a unique opportunity and one of the most important and demanding volunteer roles at the Calgary Stampede. The Board oversees management which ultimately then affects all aspects of the organization and has an impact on employees, volunteers, and all stakeholders of the Stampede.

The leadership experience, expertise and diversity represented by elected Directors of the Board are critical to ensuring the continued longevity and connection to community of this great organization.

To this end, the identification of potential candidates for consideration for nomination for Director at the 2019 Director Election is underway and a Shareholder wide call for consideration by the Nominating & Shareholder Relations Committee (NSRC) is now open. The enclosed information provides detail on the NSRC process for consideration and sets the expectations of process and timeline for candidates being considered including communication to Shareholders.

The number of vacancies for elected Director positions is identified by the Board annually and then delivered to the NSRC. For 2019, confirmation of vacancies will be confirmed by the Board prior to the completion of the NSRC evaluation processes; however, the NSRC is anticipating two vacancies for which the committee will be recommending more candidates than there are vacancies.

The NSRC will make recommendation on elected board position vacancies only. Incumbent directors seeking re-election will stand for re-election by way of review and support from the Board.

If you have any questions about any of the information provided in the enclosed request for consideration package, please do not hesitate to contact either myself, any of the NSRC members listed below, or the [Corporate Secretary](#) of the Calgary Stampede for further information.

Sincerely,

Justin Heskes, NSRC Chair
Calgary Stampede

Justin Heskes, Chair	Justin.heskes@atco.com	403.862.7219
Mark Ambrose	markambrose@shaw.ca	403.804.0932
Byron Hussey	smithbilthats@gmail.com	403.818.6284
Teri McKinnon	Stampede.tkm@gmail.com	403.860.6489
Patti Pon	ppon3007@gmail.com	403.680.7056
Richard Seto	rseto@stampede-downtownattractions.com	403.620.1780
Sabina Shah	shah@burstall.com	403.651.7796
Tracey Zehl	Tracey.zehl@ca.gt.com	403.260.2502

Request for Consideration
by the
Nominating & Shareholders Relations Committee

Shareholders seeking consideration by the Nominating & Shareholders Relations Committee (NSRC) for recommendation for nomination for Director at the Annual General Meeting in 2019 must submit their Request for Consideration during the period noted below.

The Shareholder wide call for Requests for Consideration by NSRC will open August 29th, 2018. Requests will be accepted by NSRC until end of day on September 18th, 2019.

All Requests for Consideration by the NSRC should be delivered by email to LaVonne Walt, Corporate Secretary of the Calgary Stampede at corporatesecretary@calgarystampede.com .

REQUEST FOR CONSIDERATION REQUIREMENTS

INITIAL REQUIREMENTS

1. Completed Request for Consideration by the NSRC (form attached in Figure 1) including all required documents

ADDITIONAL REQUIREMENTS

For those candidates shortlisted for detailed evaluation (as described below) additional information will be requested and required by the NSRC including the following:

1. References – three references from within the Calgary Stampede and three business references from outside the organization
2. Agreement on items related to:
 - a. Disclosure of information for communication of candidates to Shareholders
 - b. Declaration of standing to be completed according to good organization practice and in alignment with the Companies Act

Additional requirements will only be requested of those candidates selected for detailed evaluation and will be requested at time of notification of same.

Figure 1

NOMINATING AND SHAREHOLDER RELATIONS COMMITTEE
REQUEST FOR CONSIDERATION
OF CANDIDATE

I, _____, do hereby consent to allow my name to stand for consideration by the Nominating and Shareholders Relation Committee (NSRC), for recommendation for nomination to run for election at the 2019 Annual General Meeting of Shareholders for the office of Director at the Calgary Exhibition and Stampede.

Attached herewith is my resume detailing my professional experience, educational background, volunteer experience with the Stampede and all specific expertise, attributes and experience that I feel highlight my qualifications for consideration.

In providing the enclosed, I do hereby affirm that:

- I meet the minimum qualifications ("Directors' Qualifications"), as set forth in the By-laws of the Calgary Exhibition & Stampede, defined as a Shareholder who:
 - a) is an Alberta resident;
 - b) at the date of his or her election or appointment, is at least twenty-one (21) years of age; and
 - c) is not a Past President and Past Chairman of the Board of the Company (except that the immediate Past President and Chairman of the Board is eligible for appointment as a Director of the Company for a two (2) year term).

- All information I have provided with this Request for Consideration is accurate and can be shared with the NSRC, the Board and Calgary Stampede employees as required by the NSRC in the evaluation of my application.

Dated this ____ day of _____, 20____.

Signature of Candidate

Attention: Corporate Secretary, LaVonne Walt, at corporatesecretary@calgarystampede.com

Copy to: Chair of NSRC, Justin Heskes

Received: _____

Requirements of a Board Member

The Calgary Stampede Board requires a varied complement of skill sets, experience and expertise in its Board members to best perform the functions required of the Board including overseeing the management of governance, strategic planning, risk management and internal controls, communications and disclosure including financial reporting and human resources.

For 2019, the Board has completed its comprehensive self-evaluation process to identify attributes, experience and expertise required by the Board in the near term.

Key considerations have been captured and provided by the Governance & People Committee to the NSRC through the NSRC Evaluation Criteria (detailed below). The NSRC is tasked with identifying candidates with demonstrated experience and leadership in each of the NSRC Evaluation Criteria noted and seeks a balance of skills sets in recommended candidates.

Directional considerations have additionally been delivered to the NSRC to support its evaluation of candidates. Diversity remains broadly identified by the Board as an important target for enhancement to the composition of the Board. Diversity is considered in the broadest sense and includes diversity of thought, background, experience, expertise and view point. To support the value of diversity, independent thought and a willingness to learn are key traits desired of future board members.

**Nominating & Shareholder Relations Committee
2019 Process & Timelines**

The Calgary Stampede’s NSRC is tasked with identifying, evaluating and recommending to the Governance and People Committee candidates for nomination for Director best meeting the skill sets, expertise and experience required by the Board of Directors of the Calgary Stampede.

Identification of Potential Candidates

For 2019, the NSRC is executing a robust identification and recruitment process that includes engagement with committee executive, current members of the Board, Stampede’s Elected Officers and Shareholders (including an open call to Shareholders) to identify potential current and future candidates for Director from all areas of the Shareholder base.

Criteria for Evaluation

As delivered to NSRC by the Board through the Governance & People Committee, the following criteria of skill and expertise requirements will be considered and evaluated by the NSRC in its evaluation of candidates:

General Attributes	Business Oversight Expertise	Stampede-Specific Expertise
Board Experience Independence Willingness to Learn Board Education Time Commitment	Accounting & Finance Executive HR Leadership Executive Leadership Facilities & Infrastructure Development Governance Legal Marketing Strategy Risk Management Strategic Planning	Agriculture Business Development Master Planning & Execution Community Leadership

Evaluation Process

NSRC will conduct an initial evaluation of Requests for Consideration received based on the above criteria including a review of candidate applications and initial first interviews with candidates. From these evaluations, a shortlist of candidates will be determined by the NSRC.

Candidates shortlisted for detailed evaluation will be invited to participate in a second comprehensive panel interview with members of the NSRC which includes a robust question framework and governance-based case scenarios. Comprehensive reference checks will additionally be conducted by the NSRC for the short-listed candidates (three Stampede references, three business references).

Recommendation

The NSRC will deliver to the Governance & People Committee (GPC) its recommendation of candidates for nomination for Director in late November.

The NSRC will support its recommendation of candidates with both quantitative and qualitative evaluation on the basis of the criteria provided by the Board.

If approved by GPC, the candidates will then be recommended by GPC to the Board in early December.

Communications to Candidates

Those candidates not short-listed by NSRC for detailed evaluation second interviews will be notified of their status by no later than October 26th.

Those candidates shortlisted for detailed evaluation will be notified of their status by October 26th along with a request for additional information as described in the Request for Consideration above.

The NSRC will contact all short-listed candidates (both those being recommended and not) following the Board's approval of the recommended candidates by no later than December 14th, 2018.

Communications to Candidates

All recommended candidates will be promptly communicated to Shareholders following the Board's approval of recommended candidates by no later than December 14th, 2018.

Names of all approved nominated candidates will appear in communications to Shareholders for the 2019 Annual General Meeting of Shareholders.

Timeline

NSRC's 2019 evaluation and recommendation process will advance according to the timeline on the following page.

NSRC Timeline and Important Dates

Committee Executive Discussions

Shareholders- Call for Candidates

Current Members of the Board

Board Elected Officers

Important Timelines 2019

