



## **Director Candidate Eligibility Requirements**

Members of the Nominating Committee have received regular questions from Shareholders asking about the skills and experience that are required of potential Board members and how the Nominating Committee evaluates Director candidates in respect of the Board criteria requirements.

An effective Board has the ability to evaluate complex matters from a multitude of perspectives, to arrive at the best solutions for the organization which it oversees. To accomplish this, diversity and balance must exist across the experience, talents, demographics and perspectives represented by the Director membership. A Board should have a varied complement of skill sets, experience and expertise in the Directors to best perform the functions required of it.

The [Board Criteria Descriptions](#) have been provided to the Nominating Committee (and Shareholders alike) by the Governance and People Committee to reflect the varied attributes and expertise required of a well-rounded Board. Understanding that there are unique aspects of the Stampede as an organization, additional expertise requirements are also captured in this criteria that take into consideration the agriculture, business development, master planning, and community leadership requirements of the Stampede Board.

For 2020, the Board has conducted a comprehensive self-evaluation process to identify attributes, experience and expertise required by the Board in the near term and has delivered, through the Governance and People Committee, the current Board requirements to the Nominating Committee.

The Nominating Committee is tasked with identifying candidates with demonstrated experience and true leadership abilities across the identified criteria. Diversity at the leadership level, including the Directors, has been identified by the Board of Directors as a priority for the organization. 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.

To arrive at its candidate recommendations, the Nominating Committee will evaluate all potential candidates against the Board criteria, giving consideration for the diversity of perspective and expertise candidates bring by way of their backgrounds and experience. As mandated, the Nominating Committee will then select and recommend those candidates who best meeting the needs of the Board.

The Nominating Committee recognizes that Shareholder familiarity with candidates may impact voting decisions. For explicit clarity, the Nominating Committee does not recommend candidates based on how long they have been with the Stampede, nor how familiar they might be to Shareholders. Again, the Nominating Committee's mandate is to identify and recommend the best potential leaders for the organization. Shareholders interested in pursuing the responsibility of becoming a Director candidate are encouraged to contact me and discuss their eligibility and other considerations for Director. The Nominating Committee greatly values the leadership potential within the Shareholder base of the organization and I welcome discussion with all potential leaders.

As a reminder, the Nominating Committee considers and evaluates candidates for elected Director positions only. Additional information regarding the incumbent candidates and the process of their placement on the ballot for your consideration is available on the Shareholder Resources Website.

As always, I welcome any questions you may have regarding any of the information provided above.

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