



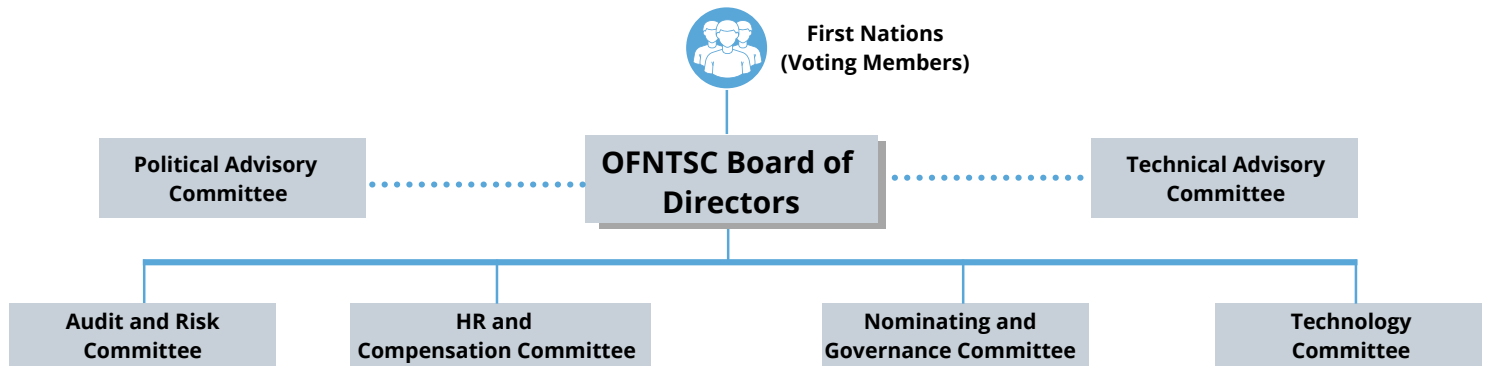
The Ontario First Nations Technical Services Corporation (OFNTSC) and their governance structure were created in 1995 when technical services were devolved from Canada to Tribal Councils and OFNTSC. Since then, OFNTSC has been providing professional technical and advisory services to First Nations' communities and fostering their technical self-reliance.

Now, in response to feedback from their primary funder, Indigenous Services Canada, OFNTSC is implementing governance reforms to better position the corporation to serve the technical and engineering needs of their clients (First Nations and Tribal Councils in Ontario).

PROPOSED GOVERNANCE REFORMS

- Move from a representative to competency-based Board
- Reduce size of the Board to the ideal number of directors (i.e. 7 to 11)
- Establish a director nomination process based on competencies, skills and diversities
- Institute a Political Representatives Advisory Committee to improve linkages with First Nations political representatives
- Ensure governance incorporates First Nations values and knowledge systems
- Institute a Technical Advisory Committee to ensure OFNTSC innovates and meets the needs of First Nations
- Establish term limits of 9 years (12 for Board Chair)
- Introduce modern board committees to enhance governance oversight and OFNTSC's effectiveness
- Implement greater separation between the Board and OFNTSC's Executive Management
- Improve linkages with First Nations political representatives through a political advisory committee
- Establish communications protocol with Chiefs in Assembly

PROPOSED BOARD AND COMMITTEE STRUCTURE



PROPOSED BOARD DIVERSITY CRITERIA

- At least 60% of directors are citizens of a First Nation in Ontario
- At least 30% of the directors are female
- A range of ages is achieved
- Target 33% of directors from North and 33% from South of Ontario
- At least one director from/with an Unaffiliated First Nation
- At least one director with financial oversight expertise

PROPOSED BOARD COMPETENCIES

- Expertise in water and wastewater
- Training and experience as a corporate director
- Expertise in First Nation Infrastructure maintenance/Construction
- Expertise working with First Nations political leaders
- Experience overseeing strategic First Nations Initiatives
- Expertise in Environmental science/management
- Expertise working with First Nations Communities
- Financial oversight expertise
- Other relevant Experience
- Executive level experience in research and developing technology
- Knowledge of legal and fiduciary duties of directors

PROPOSED TIMELINE FOR IMPLEMENTATION

