

Candidate Information & Voting Instructions



2024 Board of Directors Election

 **DUCA**
Do more. Be more. Achieve more.

2024 Board of Directors Election

DUCA's Board of Directors is made up of nine like-minded people who are committed to the credit union's success. They are elected by DUCA Members, which means that they are your voice in how DUCA is governed. Their role falls primarily to overall long-term strategy, ensuring that we're always doing what's right for our Members, employees and communities.

We are pleased to present five candidates who have been nominated by the Membership to run for a position on DUCA's Board of Directors. Members can cast their vote online, by mail or at any DUCA branch.

DUCA has four board positions to fill this coming year.

Assessing the Candidates

Driven by a responsibility to both its Members and various regulating bodies, DUCA continues to focus on enhancing its board and governance processes by recommending specific candidates to the Membership based on filling the Board's skill gaps in the areas of business/strategic decision making, marketing, audit, lending and finance. Candidates are also assessed on the basis of alignment to DUCA's values, demonstrated leadership and commitment to a team-based approach. The board therefore recommends **Lee Bennett, Steve Dobronyi, Tom Vandeloo, and Michelle Wassenaar**. You are encouraged to support these candidates in filling the board positions.

Additional Voting Information

All ballots must be received by the Chair of Election no later than March 27, 2024. Only Members in good standing, aged 16 years or older before January 1, 2024 are eligible to vote. If in the event you send in both a paper ballot and an electronic vote, the vote received first will be the one counted. Counting of ballots is done by an approved, independent third party unrelated to the credit union.

How to Vote

DUCA Financial Services Credit Union is owned by its Members. As a Member, you have an important role in choosing the Board of Directors. By casting your vote you are exercising your right as a Member. It's one of the benefits of Membership at DUCA.

Voting Online

The online voting process allows a voter to go to any computer with Internet access to cast their vote. The entire process takes less than 5 minutes! You can access the elections link from www.duca.com. The login page will ask for your ballot number and the unique PIN you should receive in the mail around mid-February. Once the correct information has been entered, you will be taken to the elections page where you can review biographies and vote for your preferred candidates. Before the final vote is cast, you will be shown a review page. From this page you can go back and edit your selection, or submit your final vote.

Voting by Mail

If you choose to vote using the paper ballot, please read the instructions carefully before completing your ballot. You can vote for up to four candidates. If you vote for more than four candidates, your ballot will be disqualified. You will receive your PIN and ballot before February 26, 2024. If you require a replacement ballot, they are available at any DUCA branch. All Members with a Membership Share will be allotted one ballot for voting purposes.

Voting In-Branch

Ballots and ballot boxes are available at all DUCA branches. In order to complete a ballot in-branch you will need to have your ballot number and unique voting PIN. Completed ballots should be placed in the provided ballot box in a sealed envelope.

Important Dates

February 26, 2024

Voting opens online and in-branch

March 27, 2024

All ballots must be received by the Chair of Election no later than 11:59 p.m.

Online voting closes at 11:59 p.m.

April 29, 2024

Successful candidates are announced at DUCA's Annual General Meeting.



2024 Board of Directors Candidates

Lee Bennett—Recommended by the Board

Lee Bennett is a member of DUCA and a senior financial executive with twelve years of board leadership, served on a number of corporate boards and has an extensive background in banking, capital markets and asset management. Throughout her thirty-five-year career, she has been recognized as a strategic and innovative leader focused on delivering exceptional client experiences. She has led two large brokerage firms, a financial planning business and an investment fintech business through double-digit growth and large technology and digital transformations. Lee is a collaborative executive, who considers multiple points of views and balances priorities of stakeholders before executing. She holds a bachelor's degree from Western University, the Institute of Corporate Directors from Rotman

Business School and the ESG designation from Competent Board. She believes strongly in giving back to the community and presently serves on the board of March of Dimes Canada as Vice Chair, an organization focused on empowering people with disabilities.

As a board director, she would bring in-depth experience and knowledge in strategy, board and financial industry acumen, business to consumer expertise and strong governance and risk management. Her dedication to transparency, accountability and ethical decision-making aligns with DUCA's principles and will be an asset in guiding DUCA towards continued growth and excellence.

Steve Dobronyi—Recommended by the Board

Steve Dobronyi is an Independent Director, Chief Executive Officer and business leader with over 40 years of experience in financial services. Steve has an ICD.D designation from the Rotman School of Management and a deep understanding of best practices in corporate governance. He recognizes the importance of a Board's culture and believes in an open and collaborative team environment. Steve has been a Director with DUCA since 2019. He's currently the Vice-Chair of the Board and the Chair of the Governance Committee.

Outside of DUCA, Steve is the Chair of Accerta, a member of the Board of Directors at Securian Canada, the Chair of Endeavour Consulting for Non-Profits and a member of the Canadian

Institute of Actuaries Professionalism and Credential Monitoring Board. Steve is a retired Chief Executive Officer and a former Chief Financial Officer with expertise in governance, strategy, people and finance. He's an Associate of the Canadian Institute of Actuaries and a graduate of Western University. Steve and his family live in Toronto and bank at the local DUCA branch in the neighbourhood. He's attracted to the culture of the company - its co-operative roots, its focus on people, its B-Corp certification and its mission of "profits with a purpose".

If re-elected, he will operate in the best interest of the organization and help Members do more, be more and achieve more with their finances and their lives.

Zeshan Khan

Zeshan Khan is a seasoned organizational leader and board director with a proven track record of delivering results. Zeshan is the Associate Director of Global Compliance at Gilead Sciences, a leading global pharmaceutical company. Prior to working in-house in the pharmaceutical sector, he worked in governance, risk, audit and strategy roles at KPMG LLP and PwC LLP building, operating, and advising companies of varying sizes and sectors.

Zeshan has extensive board governance experience, having served on boards of several for profit and not for profit organizations, including current board membership and member of the audit and risk management committee of the Toronto Parking Authority ('Green P'), which has annual revenues of approximately \$160M and income of \$76M. Zeshan has been

an active board volunteer since 2017 and is passionate about financial empowerment for all Canadians. Zeshan is interested to serve on DUCA's board because he resonates with the notion of putting people before profits, achieving growth and governance while doing what is right for its members. By leveraging his diversity in both skill set and experience, Zeshan believes he can bring a unique and fresh perspective to help DUCA in its journey to achieve its strategic goals.

Zeshan holds a Master's in Management and Accounting from the University of Toronto, Rotman School of Management, and a Master's in Business, Entrepreneurship and Technology from the University of Waterloo. Zeshan is married and is a new father to his ten-month-old son.

Tom Vandeloo—Recommended by the Board

Tom Vandeloo is a trusted advisor to business executives across Canada. Tom is currently a Director at DUCA, having first been elected in 2014. He currently serves as Chair of the Board having taken on that role in 2016, and is a member of all of the Board's committees. He is also a Director at Central1, chairing the HR Committee and serving on the Audit Committee.

Formerly a Partner at PricewaterhouseCoopers and KPMG, Tom has worked with more than one hundred companies in nearly every sector of the Canadian economy over his career. He has over thirty years of consulting experience in business integration & separation, cost optimization, business performance improvement, procurement & strategic sourcing, and supply

chain services. He now works as a Volunteer Consultant with Management Advisory Services, providing pro bono consulting services in the areas of governance, strategic planning, and facilitation to non-profit organizations in the GTA.

Tom holds an ICD.D designation from the Institute of Corporate Directors and a B.Math in Computer Science from the University of Waterloo.

Tom will continue to bring his growing connection to the credit union system and his broad business experience to DUCA's Board of Directors and will serve in whatever capacity is best for the credit union and its Members.

Michelle Wassenaar—Recommended by the Board

Michelle Wassenaar is seeking re-election to the DUCA Board of Directors which she joined in 2018. Michelle is passionate about DUCA's mission to help Members achieve more with their money. Michelle agrees with DUCA's goal to foster financial inclusion for all its Members and supports maintaining DUCA's direct personal financial advice while delivering a cutting-edge digital experience.

Michelle understands and appreciates DUCA's focus on innovation since she is an intellectual property lawyer, patent and trademark agent. She founded her law firm, Method Law, in 2012 and provides legal services to multinationals, Canadian companies, start-ups and individuals in litigation and administrative tribunal matters, obtaining patent and trademark registrations, and drafting related agreements. Michelle possesses strong analytical abilities, negotiating skills and expert legal knowledge. Currently, Michelle is on DUCA's

Risk, Governance, and HR/Compensation committees, and previously chaired the Nominations committee and Board Credit committee. She has a law degree, MSc, and BSc all from the University of Toronto, an ICD.D director designation, and is continually learning so that she delivers exemplary oversight and guidance to DUCA.

Michelle diligently serves DUCA's Members and cherishes her role as a trusted director and advisor to DUCA. She thoroughly respects and enjoys working with her fellow board members and DUCA employees, and lauds their strong ethics, professionalism, and collaborative natures.

Please re-elect Michelle Wassenaar to support DUCA's worthy purpose of supporting you to do more, be more, and achieve more with your money and your lives.