

## **WINE APPELLATION AUTHORITY ELECTION PROCEDURES (DIRECTORS)**

Three Directors are normally elected to the Board of the Ontario Wine Appellation Authority each year. The term of office runs from the Annual General Meeting at which the member is elected to the AGM three years later. Directors may serve multiple terms.

Each year, one director is elected for each class of member winery (3 in total) as follows, and any other vacancies are filled.

Large class wineries (selling 750,000 litres or more of VQA wines)

- 1 Director, for a term of 3 years

Medium class wineries (selling 100,000 to 750,000 litres of VQA wines)

- 1 Director, for a term of 3 years

Small class wineries (selling or intending to sell up to 100,000 litres of VQA wines)

- 1 Director, for a term of 3 years

### **Nomination process**

The nomination process occurs in the 6 weeks leading up to the Annual Meeting beginning with the distribution of election information and nomination forms to all members.

Winery members may nominate any person associated with any winery member that falls within their winery size classification. Candidates may not nominate themselves. All nominations must be submitted in writing to the Executive Director of the Appellation Authority at least 2 weeks before the Annual General Meeting and **all nominations must be received at the Authority's offices no later than 4 pm, 2 calendar weeks before the election (July 7, 2022)**. Nominated individuals must acknowledge, before the election takes place, in writing to the Executive Director, that they agree to serve if elected and that they understand the obligations associated with serving on the Board. A short bio should be provided for each candidate in advance of the election.

There must be at least one Board member representing each of the primary wine appellations, including Niagara Peninsula, Prince Edward County and Lake Erie North Shore. In the instance where a vote results in one of the regions not being represented, the candidate with the most votes from that region shall be declared elected in the appropriate size class.

Where a winery member holds more than 25% of the equity shares of any other winery member or members, directly or through a common holding company, only one representative from such related winery members may be a Director at any given time. Nominations will not be accepted for a candidate from a winery that has been convicted of an offence under the VQA Act within the previous 5 years or is the subject of outstanding charges laid under the VQA Act.

### **Election process**

The election of Directors is held at the end of proceedings at the Annual General Meeting with Winery members, ex-officio members, and Appellation Authority staff present. Other observers may be permitted. A secret ballot is held and counted by Appellation Authority staff or an appropriate third

party. Candidates present at the meeting may introduce themselves with a presentation not more than 1 minute in length.

In the event of a tie, the two leading candidates will remain in the election and the vote re-taken. A further tie between two candidates will be settled by a coin toss administered by the Executive Director.

### **Role and Expectations of the Director**

The Ontario Wine Appellation Authority is a corporation that has been delegated authority to administer legislation on behalf of the Province of Ontario. Its role is to establish and enforce a wine appellation system for Ontario. It is not a member-service organization and it does not represent the commercial interests of wineries.

Directors have a duty to act in the best interests of the corporation and in this case, as leaders of a regulatory authority, to act in the best interests of consumers and the public in general. If elected, you will be expected to:

- Uphold the purpose of the VQA legislation, and the mission and goals of the Appellation Authority
- Understand and avoid conflicts of interest
- Maintain your independence and objectivity
- Maintain autonomy from the day-to-day administration of the regulations under the *VQA Act* (Directors are not permitted to be involved in individual wine approval or compliance activities)
- Conduct yourself with a sense of fairness, ethics and personal integrity
- Devote sufficient time to attend Board and Committee meetings (approximately 6-8 per year), review materials in advance, attend the majority of meetings held and fully participate in discussions
- Maintain confidentiality where required
- Support the decisions of the Board, once made

Although you may be elected or appointed by virtue of your affiliation with a winery or organization, you are not meant to represent a particular interest or organization at the Board table. Directors must be careful to recognize and manage personal, commercial and industry commitments which may conflict with their duties to the Appellation Authority and the broader public interest. All Directors are required to sign and follow a code of conduct and undergo governance training.



**NOMINATION FORM  
ELECTION TO THE BOARD OF DIRECTORS**

**Positions to be filled:**  
**2 from Large Class Wineries**  
**1 from a Medium Class Winery**  
**1 from a Small Class Winery**

*(Nominator must be from another winery of same class)*

I nominate \_\_\_\_\_  
(name)

of OWAA winery member \_\_\_\_\_  
(winery name)

to run for office as a Director representing \_\_\_\_\_ class wineries

for the term of office commencing July 21, 2022 and ending at the AGM 2025 (one position each for small, medium, large) or for the term of office commencing July 21, 2022 and ending at the AGM 2023 (one position for large).

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Print Name: \_\_\_\_\_

Winery: \_\_\_\_\_  
(must be an Appellation Authority member and of the same size class of winery as nominee)

I agree to serve as a Director if elected \_\_\_\_\_  
(Signature of Candidate)

*Please email this completed form to the attention of Laurie Macdonald at the Ontario Wine Appellation Authority (email [laurie.macdonald@vqaontario.ca](mailto:laurie.macdonald@vqaontario.ca)) no later than July 7, 2022. Please also include a short bio of the candidate for distribution.*



**Board of Directors Incumbents and Terms**  
Prior to July 2022 Annual General Meeting

**Officers**

**Brian Schmidt (medium winery - term expires July 2023)**

Vineland Estates

*President and Chair, Wine Appellation Authority*

**Dan Sullivan (small winery - term expires July 2023)**

Rosehall Run Vineyards

*Vice-Chair, Wine Appellation Authority*

**Derek Cartlidge (medium winery - term expires July 2022) FOR ELECTION**

Colio Estate Wines

*Treasurer, Wine Appellation Authority*

**Louise Engel (small winery - term expires July 2022) FOR ELECTION**

Featherstone Estate Winery

*Secretary, Wine Appellation Authority*

**Directors**

**Greg Berti (large winery – term expires July 2024)**

Andrew Peller Ltd.

**Amelie Boury (medium winery - term expires July 2024)**

Chateau des Charmes

**Ken Douglas (Past-Chair – terms ends when current Chair ceases to hold office)**

Thirteenth Street Winery

**Tony Elenis (Ontario Restaurant, Hotel and Motel Association appointment)**

**Paul Kassebaum (large winery - term expires July 2023) FOR ELECTION**

Arterra Wines

**Nadia Senchuk (small winery – term expires July 2024)**

Leaning Post Wines

**Mary Shenstone (Government of Ontario appointment)**

**Paul Speck (large winery - term expires July 2022) FOR ELECTION**

Henry of Pelham Family Estate Winery

**Kevin Watson (Grape Growers of Ontario appointment)**