

<b>From</b>	<b>Supervisory Board</b>
<b>To</b>	<b>Members of Oikocredit</b>
<b>Date</b>	<b>April 9, 2020</b>
<b>Topic</b>	<b>Recommendation of Joseph Patterson for nomination to the Supervisory Board</b>

### **1. The Supervisory Board Nomination Process**

As of August 2019, the Supervisory Board (the “SB”) adopted the Dutch Structure Regime requiring that members of the SB be appointed by the General Meeting upon nomination by the SB. In SB Nomination Procedures adopted following the 2019 General Meeting, the SB People Committee (the “SBPC”) was tasked with coordinating and carrying out SB nomination procedures and submitting its report and recommendations to the SB.

At the June 2020 General Meeting, Ms. Annette Austin and Ms. Asa Silfverberg will complete their second terms and will leave the SB. In accordance with the recommendation of the SB and the vote of Members at the 2019 General Meeting, their departure will result in the reduction of the size of the SB from 11 to 9 members. Mr. Joseph Patterson will complete his first term, resulting in one vacancy on the SB.

In a Vacancy Announcement dated November 29, 2019, the SBPC announced the single vacancy on the Oikocredit SB and invited Oikocredit Members, the Members council, the Managing Board and the Works Council to recommend candidates for the 2020 nomination of one member to the SB. Incumbent SB member Joseph Patterson expressed his interest in serving a second term on the SB and was recommended by the United Church of Canada and Oikocredit Canada. No other candidates were recommended by stakeholders and no other persons applied for SB membership.

Detailed information regarding Mr. Patterson’s professional career is included in the attached CV. The CV includes the following information required by Article 28.6 of the Articles of Association of Oikocredit: his age, profession, the positions he has held in the past that are relevant to his duties on the SB, and the names of the legal entities for which he currently acts as a member of the supervisory board or board of commissioners.

In November 2019, Mr. Patterson’s SB colleagues were asked to evaluate his performance as an SB member. SB members noted Mr. Patterson’s commitment to Oikocredit, his inclusive approach to SB meetings and good communication skills, his sound knowledge of financial and business matters, and his development of a strong and collaborative working relationship with the Managing Board, including the Managing Director.

In January, 2020, Oikocredit’s Compliance Officer conducted a compliance screening which revealed no risk in relation to Mr. Patterson’s candidacy. In addition, General Counsel Jetske van Breugel provided a conflict of interest analysis in which she concluded that any potential conflicts could be managed by Oikocredit’s Conflict of Interest Policy.

Two members of the SBPC interviewed Mr. Patterson on February 12 and confirmed that he meets the criteria mentioned in the Articles of Association as well as the general, specific and personal profile competencies mentioned in the Vacancy Announcement. Those competencies include senior management experience, strategic experience in a business discipline, audit and risk experience, in-depth financial analysis experience, leadership experience, and dedication to social and economic development. In addition, the SBPC noted Mr. Patterson’s strong belief in Oikocredit, his belief in the

opportunity for Oikocredit to remain relevant in a world that is changing rapidly through technology and digitalization, and his awareness of the challenges the organization faces in an increasingly difficult market.

On February 7, the Managing Board and Works Council were notified of Mr. Patterson’s eligibility for nomination to the SB. The SBPC invited the Managing Board and Works Council to raise any concerns they might have in relation to Joseph’s candidacy and to share any information they might feel relevant to his candidacy. No information was shared by the Managing Board or Works Council.

On February 7, the SBPC also notified Ueli Burkhalter and Hans van Nie, the two Member representatives appointed by the Members Council, of Mr. Patterson’s candidacy. The Member representatives received all of Mr. Patterson’s application documents as well as a report on the outcomes of compliance screenings. On February 18, Mr. Burkhalter and Mr. van Nie participated in a BlueJeans conference call with SBPC members in which they were given the opportunity to offer their advice and recommendations regarding both Mr. Patterson’s candidacy and the SB nomination procedures. Both Member representatives expressed appreciation for Joseph’s communications skills and his support for the Members’ Council and recommended appointment of Mr. Patterson to the SB.

## 2. Recommendation and Nomination

In light of the favorable evaluation of Mr. Patterson’s colleagues on the SB, the results of Mr. Patterson’s screenings and SBPC interviews, and the positive feedback provided by Members representatives, the SBPC recommended the nomination of Joseph Patterson to the SB. At its meeting on March 4, 2020, the full SB unanimously accepted the recommendation and voted to nominate Mr. Patterson for appointment to the SB.

## 3. Appointment

At the General Meeting in June, Members will be asked if they have any objection to the nominated candidate in a vote and, in the case of an objection, will be required to state the grounds for the objection. Only the following grounds specified in Article 28.8 of the Articles of Association may form the basis for an objection:

- The procedures established by Articles 28.4, 28.5 and 28.6 for appointment to the SB have not been followed (including notification of a vacancy on the SB, notification of the name of the person nominated, notification of information regarding the candidate and the reasons for nomination),
- The expectation that the nominee is unable to fulfill his duties as member of the SB, or
- The expectation that the SB will not be properly composed if the nominee is appointed.

If no objection is made by the General Meeting or the Works Council, or if a vote is held but there is no majority in favor of the objection, Mr. Patterson will be appointed to the SB.

## 4. Next steps

If Mr. Patterson is appointed to the SB, the SB will be composed of 9 members with the following terms:

NAME	COUNTRY OF ORIGIN/ RESIDENCE	TERM EXPIRY DATE
Gaëlle Bonnieux	France	June 2022, term I
Tsitsi Choruma	Zimbabwe	June 2022, term I
Myrtille Danse	Netherlands/Costa Rica	June 2022, term I
Nitin Gupta	India	June 2022, term I
Cheryl Jackson	USA/Switzerland	June 2022, term I
Eltjo Kok	The Netherlands	June 2021, term I
Maya Mungra	Surinam/Netherlands	June 2022, term I
Joseph Patterson	Jamaica/Canada	June 2023, term II
Ruth Waweru	Kenya	June 2021, term II

Six of the nine SB members were elected in 2019 and have identical terms. The SB Governance Committee is currently considering procedures for staggering the terms of those elected in 2019 to ensure stability and continuity on the SB as well as smooth appointment processes. The procedures considered will be presented at the General Meeting in June.

The SB hopes to see you at the General Meeting in June.

## **Annexes**

CV, Joseph Patterson

Recommendations, United Church of Canada, Oikocredit Canada



## Joseph L. Patterson

**Interests:** Family, Sustainable Development, Business, Banking, Finance, Economics and Political Science.

**Education:**

- Certified Professional Accountant (CPA)
- Certified General Accountant (CGA)
- Bachelor of Accounting Science (BAccS)

### OBJECTIVE

To make a positive difference in the work of socio-economic development by leveraging my experience in accounting, finance and business to help create a world where everyone can live a life of dignity in liberty.

### EXPERIENCE

**Supervisory Board Chair-** Oikocredit International, (2019 – Present)  
*A social impact investor and cooperative based in the Netherlands. First elected to serve as a Supervisory Board member in June 2017.*

**President & CEO-** PCG Jamaica Limited (2017 – Present)  
*Provides growth financing, management and consulting services with emphasis on community-based micro and small businesses.*

**Founder & President-** YES Jamaica (2016 – Present)  
*A non-profit charity that provides capacity building and financing to young entrepreneurs to help reduce youth unemployment.*

**Financial Controller-** WACC Global UK & Canada (2015 – Present)  
*A global ecumenical association; members in over 120 countries; Advocates communicate rights in and for sustainable development.*

**Founder & President-** UIC Jamaica (2014 – Present)  
*A political party committed to protecting the rights of everyone to their life, liberty & property in a nonpartisan constitutional republic.*

**Global CEO-** PCG International Inc. Canada (2013 – Present)  
*Provides growth financing and management consulting across multiple industries, including construction and glazing.*

**Commercial Finance Manager-** ADT Canada Inc. (2008 – 2011)  
*Developed a team and systems that optimized decision making, controls and service delivery efficiencies for greater profitability.*

**Director of Finance-** Government of Nunavut (2005-2007)  
*Achieved full audit compliance in record time and received Honorable mention in Legislative Assembly for the Public Accounts.*

**Treasurer & VP Finance-** Toronto School Board (2001-2005)  
*Co-chaired the transformation team that successfully remodeled the school system, restored its finances and increased enrollment.*



October 29, 2019

Oikocredit Nominations

**TO WHOM IT MAY CONCERN:**

The United Church of Canada is pleased to endorse the nomination of Mr. Joseph Patterson for a second term on the Oikocredit International Supervisory Board.

The United Church believes Mr. Patterson's skill set will continue to be valuable to the Board as it sets the direction and policies for the organization over the next years. Those skills will be enhanced by Mr. Patterson's past term of experience on the Board which will add greater context to the fulfilment of his role.

Mr. Patterson's professional and personal qualifications provide him with a broad perspective of the challenges and opportunities in the financial sector today. His experience in working across diversity and with people from many different backgrounds on a one to one basis as well as in a supervisory role should serve him well in working with the wide diversity represented on the Oikocredit International Supervisory Board and within the membership.

Mr. Patterson's excellent verbal and written communication skills will be continue to be an asset to Oikocredit.

As the United Church of Canada, we value the opportunity to have a Canadian representative at the Oikocredit International Supervisory Board table bringing a voice from North America that is grounded in the Canadian experience and context.

Mr. Patterson's work and life experience provide an excellent grounding for his commitment to Oikocredit's vision and mission, shared by The United Church of Canada, of "a global, just society in which resources are shared sustainably and all people are empowered with the choices they need to create a life of dignity." We look forward to our continued collaboration in this effort.

Sincerely,

*Pat Elson*

Pat Elson  
Team Leader  
People in Partnership Cluster  
Church in Mission Unit | United Church of Canada  
pelson@united-church.ca

cc Mr. Joseph Patterson



Oikocredit Canada  
is a member of Oikocredit  
Ecumenical Development  
Cooperative Society U.A.

Oikocredit Canada  
© Centre for Social Innovation  
192 Spadina Ave. Suite 300  
Toronto, ON M5T 2C2

905 808-2160  
www.oikocredit.ca

Abhishek Bhasin  
President

Brigid McQuaid  
Administrative Assistant

**To:** People Committee, Oikocredit Ecumenical Development Cooperative Society (Oikocredit International)

**Re:** Nomination of Joseph Patterson to the Supervisory Board

I am pleased to endorse Joseph Patterson's candidature for re-election to the Supervisory Board (SB) on behalf of Oikocredit Canada, the support association for Oikocredit International in Canada.

As a Chair, Joseph has strongly led the Supervisory Board in overseeing the Management Board (MB) and setting the vision for Oikocredit as we move forward in this time of change within and outside. Furthermore, Joseph is connected on the ground with the members. He participated in Oikocredit Canada's strategic annual meeting in-person and his presence motivated and rallied the Board as we embark on our plans for 2020 and beyond.

There is still a lot to be done to achieve Oikocredit's vision of a world where everyone has an opportunity to lead a dignified life. We need to be innovative while meeting our compliance requirements and mitigating undue risks. Joseph's multi-sectoral experience combined with his business acumen will serve the SB, the MB and the entire network well as we work on executing our strategic plan while keeping true to our cooperative values.

Sincerely,

A handwritten signature in black ink, appearing to read "Abhishek Bhasin", with a long, sweeping underline that extends to the right.

Abhishek Bhasin

President and Chair – Board of Directors

Oikocredit Canada

+1. 647.208.9205