HOWICK
MUTUAL INSURANCE COMPANY

How to Become a Howick Mutual Director

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Thank you for your interest in Howick Mutual Insurance Company. The following information will provide some background on Howick Mutual and what is involved with becoming a Director.

INTRODUCTION

Howick Mutual Insurance, established in 1873, is an independently operated Ontario Mutual Insurance Company located in Wingham, Ontario. We are proud to be an "Ontario Mutual" company, as we are owned by our policyholders who are the most important aspect of our existence.

At Howick Mutual, policyholders enjoy the benefits of a local company, we understand the importance of quality service and community involvement. Our strength and stability for over 150 years is a result of our quality people, our innovative and progressive products and our exceptional customer service.

We approach everything we do with our vision and mission statements in mind.

Our Vision Statement:

"Minding the Past, Protecting the Present, Sustaining the Future."

Our Mission Statement:

"Providing responsible risk management and commitment to our community, the Howick Mutual way."

COMMUNITY INVOLVEMENT

We're not just a business; we are part of the community. Howick Mutual is committed to giving back to local communities and the organizations within them. We are very fortunate to be surrounded by numerous rural communities whose residents have been instrumental in our success through their continued support of Howick Mutual for over 150 years.

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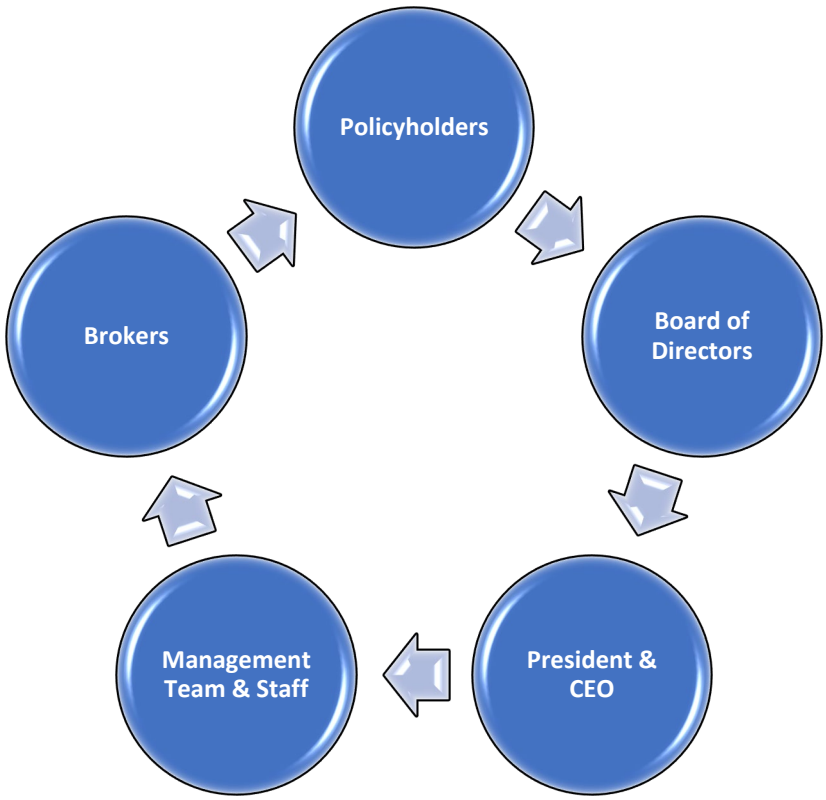
THE BOARD OF DIRECTORS:

Howick Mutual Insurance Board of Directors is comprised of eight Directors elected by the Howick Mutual Policyholders. Director terms run for three years, and the term ends at the Annual General Meeting of the members. Directors retire annually in rotation and may be eligible for re-election, subject to Director Qualifications as outlined below.

ROLE OF THE BOARD OF DIRECTORS:

As an elected group of members by the Policyholders, the primary role of a Director is to provide oversight and develop strategy to allow Howick Mutual to deliver on its Mission and Vision Statements. The Board also oversees the management of the business and affairs of the Corporation to ensure the success of the organization.



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ATTRIBUTES OF A HOWICK MUTUAL DIRECTOR:

The Nomination Committee seeks potential candidates with the following personal competencies:

- Strong leadership and interpersonal skills
- Strategic, visionary thinker
- Effective communication, planning and problem-solving skills
- Strong decision-making skills
- Ability to develop effective working relationships
- Understanding financial reports including budgetary guidelines and project expenditures
- High level of critical and logical thinking, analysis and reasoning skills
- Participating actively at Board Meetings with fellow Directors. These meetings are collegial in nature and tackle important issues that require diligence and insight
- Coming to meetings prepared
- Continuing to develop your understanding of the insurance industry and important governance skills like strategy, risk management, and oversight
- Participating in Board and CEO Performance Evaluations
- Active participant in the community
- Experience and knowledge in the areas of risk management, regulatory compliance and strategic planning will be considered assets as the Board seeks to elevate their collective expertise in these areas

It is important to note that no one brings all these skills to the table. Over the course of your time on the Board, it is expected that you will develop to increase your skill in each of these areas.

As a requirement for professional development, it is expected that Directors complete the OMIA (Ontario Mutual Insurance Association) Director Certification.

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QUALIFICATIONS OF A DIRECTOR:

The following qualifications are directly quoted from the Howick Mutual Insurance Company by-laws and the Director Practices and Policies Manual:

No individual person shall be eligible to become a Director unless such person:

(a) is a resident of the Province of Ontario;
(b) is at least eighteen (18) years of age, but not more than seventy (70) years of age, at the time of election to the Board;
(c) is not of unsound mind;
(d) is not bankrupt;
(e) is and has been a member of the Corporation for the previous thirty (30) days;
(f) is not an agent, paid officer or employee of the Corporation or the Corporation's bankers;
(g) is not a Director, officer or shareholder of an incorporated Insurance Brokerageor Insurance Agency that is associated with the Corporation and which does not offer its shares for sale to the public, or an employee or agent of such Insurance Brokerage or Insurance Agency business associated with the Corporation, but a Director of the Corporation may be a Director of any subsidiary of the Corporation;
(h) is not a Director or officer of another Insurance Company which competes with or sells the same or similar insurance products as the Corporation; and
(i) is not, as defined in the Family Law Act of Ontario, a spouse, child, parent or sibling of any of the persons identified above in subsections (f) through (i) inclusive.

In the event that an existing Director no longer qualifies, such Director shall thereupon cease to be a Director. A Director attaining the age of seventy (70) years during a term of office may serve out such term.

Is not a family member of a current staff or Board member. Family members are defined as: spouse, common-law spouse, children or step-children, mother, father, brother, sister, in-laws, niece or nephew and grandchildren.

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TIME COMMITMENT OF A HOWICK MUTUAL DIRECTOR:

The time obligation may vary. Here is a list of typical Director commitments over the course of the year:

There are seven in-person Board Meetings per year. You can expect to spend about two to three hours preparing for each meeting. Board Meeting material is provided four to five days in advance of the meeting on a secure file system.

Directors participate on one to three Board Committees. Committees meet both in-person and by conference call depending on committee needs. Committee work can be four to eight meeting days per year.

In addition to the Board and Board Committee Meetings, there are also one to two Board Education day(s) and a two to three day, off-site Strategic Planning Meeting per year.

You will be expected to attend the Ontario Mutual Insurance Association Convention held in Toronto in March of every year and other insurance industry meetings/conventions (one or two additional events). Depending on the event, this may include an overnight stay and possibly a two-to-three-day commitment.

You may also take part in a few special events throughout the year such as social events (ex. Christmas party), and volunteer events but this can vary year to year.

For Board Meetings and official Board events, you will be eligible for a per diem. Travel and accommodation expenses will also be covered by Howick Mutual as per company policies.

WHAT TO EXPECT NEXT:

If you are interested in becoming a Howick Mutual Director, please express your interest in writing along with your resume and submit in an email to the following address:

director.recruitment@howickmutual.com

Please note that the deadline for submissions for consideration for election at the next Annual General Meeting is **January 18, 2027**. Our Annual General Meeting is March 17, 2027. You will receive confirmation that we have received your email at which time we will provide you with the next steps.

Thank you for your interest in Howick Mutual.