

## **Role of the Calgary Stampede Board and Role of the Stampede Director**

The role of the Board, composition of its membership and the role of Directors are important aspects of the organization for Shareholders to be familiar with.

### **Role of the Stampede Board & Directors**

The broad role of the Stampede's Board, as set forth in the [Board's Terms of Reference](#), is as follows:

*The Board of Directors ("Board") of the Calgary Stampede ("Stampede") is responsible for supervising the management of the Stampede's business and affairs. The Board will carry out these responsibilities either directly or through delegation to its committees or management.*

More specifically, the duties of the Stampede's Board include directing and overseeing management, governance, strategic planning, risk management and internal controls, communications, human resources and disclosure including financial reporting. Details of these responsibilities are further outlined in the Board's Terms of Reference.

While Directors are responsible to carry out the duties of the Board of Directors as described above, Stampede Directors may have an additional responsibility to act as Director Liaison to the Stampede's volunteer committee infrastructure. Details on the Stampede Board's Director Liaison role are outlined in the [Stampede's Director Role description](#).

It is important to note the varied roles and responsibilities Stampede Directors have in performing their function as Board members while both supporting volunteer committees and leading the organization more broadly.

### **Composition of the Stampede's Board**

The Board's Terms of Reference detail the composition of the Board of Directors in accordance with the Stampede's by-laws (Section 44) as follows;

*The Board will be comprised of up to 32 members ("Directors") as follows:*

- *twenty (20) Directors shall be elected by the Shareholders ("Elected Directors");*
- *up to three (3) Directors may be appointed by the City Council of the City of Calgary, provided that all of such individuals shall be members of City Council;*
- *one (1) Director may be appointed by the Government of the Province of Alberta, provided that such individual shall be a Member of the Legislative Assembly of Alberta; and*
- *up to eight (8) Directors may be appointed by the Board, one of which may be the immediate Past Chair of the Board, for a term not exceeding two (2) years.*

Current Board membership, elected and appointed, can be found at the link below:

[Board of Directors Composition](#)

If you have any questions about any of the information provided above, please contact the Nominating Committee at [nc@calgarystampede.com](mailto:nc@calgarystampede.com).