

A low-angle, upward-looking photograph of several modern skyscrapers with glass facades, set against a clear blue sky. The buildings are slightly faded and semi-transparent, serving as a background for the text.

WBE CANADA CORPORATE MEMBERSHIP POLICY

WBE Canada Corporate Membership Policy

Approved by the Board of Directors on March 26, 2024

About WBE Canada

Women Business Enterprises Canada Council (WBE Canada) is a Canadian non profit organization with a mission to build and grow a strong Canadian ecosystem that connects women-owned businesses to procurement opportunities through advocacy, certification, development, and promotion and helps corporations and governments to deliver on their supplier diversity commitments. Since 2009 we've been certifying businesses that are 51% or more owned, managed and controlled by women and connecting them to supply chains. We also work closely with our Member organizations to help them develop effective and impactful supplier diversity programs. More information at [WBECanada.ca](https://wbecanada.ca)

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Access the report at: <https://wbecanada.ca/corporate-membership>

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INTRODUCTION



Purpose

Women Business Enterprises Canada Council (WBE Canada) is a Canadian nonprofit organization that is opening doors for Canadian women-owned businesses to supply chains across Canada, North America and globally. Founded by corporations to provide certification services for their supplier diversity programs, WBE Canada certifies, develops and promotes Women Business Enterprises (WBEs) who provide products or services to corporations and government organizations.

WBE Canada's Vision is to empower and facilitate the success of women-owned businesses with equitable access within supply chains to drive innovation, social value and economic growth in communities across Canada.

WBE Canada is the bridge between Canadian women-owned businesses and larger corporate and public buyers that were previously out of reach. As a quality third-party certifier of businesses owned, managed, and controlled by women, we have been connecting them to corporate supply chains since 2009. Our work focuses on 3 areas.

- Accelerating supplier diversity
- Canadian WBE Database development
- Empowering women-owned businesses

This Policy addresses Corporate Membership requirements, benefits and procedures, roles and responsibilities.

Applicability

Corporate Membership Policy applies to any corporate, government or nonprofit organization seeking to become a WBE Canada Corporate Member. Membership determination will be made on the basis of the eligibility criteria. The decision of the Business Development Committee to approve or deny membership is ratified by the Board, it is final and can not be appealed.

Responsibilities

The WBE Canada Board of Directors has ultimate oversight over Corporate Membership Policy. The President & CEO and Business Development Committee have the requisite authority for overall implementation, monitoring and reporting of the corporate membership process, and are accountable to the Board of Directors. WBE Canada staff have responsibilities for the day-to-day implementation of Corporate Membership Policy.

DEFINITIONS



AGM	Annual General Members meeting.
Appeal	A written request by an applicant to reconsider a determination of denial or removal from membership.
Applicant	Entity submitting Corporate Membership application.
Assigned Representative	Primary, Lead or Team Contact of the Member organization in good standing with WBE Canada.
Billing Cycle	The interval of time between billing statements
Board, Board of Directors	WBE Canada Board of Directors
Business Development Committee	A WBE Canada Board Committee composed of volunteers (Corporate Member representatives) who render a decision for membership approval or denial during the Application process.
By-law(s)	WBE Canada's General Operating By-law approved by WBE Canada's AGM meeting and currently in force and effect.
Certified WBE, Certified WBE Community, Women Business Enterprise, WBE, WBE Company	Refers to businesses certified by WBE Canada with valid WBE Canada Certification.
Conflict of Interest	Occurs when a person's interest could compromise his or her judgment, decisions, or actions.
Corporate Member	An organization with valid corporate membership and in good standing with WBE Canada as defined in the by-law and this Corporate Membership Policy.
Corporate Members, Corporate Membership	The collective corporate membership of WBE Canada.
Denial	A decision to deny Corporate Membership to an organization that does not align with the membership requirements or values of WBE Canada.

Entity	Means any form of entity, whether legal or otherwise, and whether established within Canada or elsewhere and includes, but is not limited to bodies corporate, partnerships, trusts, joint ventures, unincorporated associations, sole proprietorships, any level of Canadian government and/or government agencies.
Government organization	Any national, provincial, regional or municipal/local governmental authority or crown corporations.
Lead Contact	An individual assigned to the membership as lead contact for programs, events and relevant communications. Lead Contact may but does not have to be the same as the Primary Contact.
Policy, Corporate Membership Policy	WBE Canada Corporate Membership Policy - this document.
Primary Contact, Primary Representative	An individual assigned to the membership with complete control of access to AGM, Membership renewals, Team Management and Sponsorship.
Team Contact	An individual assigned to the membership with access to membership training, WBE Database and monthly Member newsletter.
Votes in Camera	A latin term meaning to vote “in chamber” or “in private” - no discussion notes will be taken, only the outcome of the vote will be recorded.
WBE Canada Staff, Staff	WBE Canada employees directly responsible for Corporate Membership Policy implementation and application processing.

WBE CANADA CORPORATE MEMBERSHIP



Excerpt from By-law No.6, Section IV Corporate Members

4.01 One Class and Conditions of Corporate Membership

Pursuant to the Articles, there shall be one (1) class of Corporate Membership in WBE Canada.

... Corporate Membership in WBE Canada shall consist of those Entities that meet all of the following conditions determined in the sole and unfettered discretion of the Board which is not subject to review or appeal and have been accepted into Corporate Membership by the Board in accordance with Section 4.02:

1. Have had their Corporate Member Representative sign an application form which includes a statement that evidences the Corporate Member's commitment to furthering the purposes of WBE Canada as stated in the Articles and the Corporate Member's agreement with the Articles, By-laws and Policies of the Corporation; and
2. Have had their application for Corporate Membership approved by a majority resolution of the Board.

4.03 Corporate Member in Good Standing

A Corporate Member that meets all of the following requirements is a Corporate Member in Good Standing:

1. Furthers the purposes of WBE Canada as contained in the Articles;
2. Complies with the provisions in the Articles, By-laws and policies of WBE Canada;
3. Respects and submits to the procedures of WBE Canada;
4. Continues to meet all qualification requirements for Corporate Members as set out in Section 4.01;
5. Pays in full and not be in arrears of annual Corporate Membership dues determined by the Board from time to time; and
6. Meets such additional requirements as set out in the WBE Canada policies from time to time.

Corporate Membership Qualification

WBE Canada Corporate Membership is the hallmark of high ethical standards in supporting supplier diversity and Canadian women-owned businesses. Entities interested in joining WBE Canada must meet the following qualifications.

1. Corporate Member is a corporation, government agency, or non-profit organization that has a supplier diversity program or is in the process of starting one.
2. Corporate Member proactively seeks out Women Business Enterprises (WBEs) as suppliers.
3. Corporate Member is committed to continuous improvement of its supplier diversity strategy.
4. Corporate Member has at least one individual dedicated to supplier diversity who proactively promotes WBE products and services to internal staff or procurement team.
5. The supplier diversity initiative must have the tools to track and record spend that will allow the supplier diversity lead to knowledgeably set spend goals and determine capacity development needs or be in the process of developing such tools.

Corporate Membership conditions, admission, rights, term, dues, termination, discipline, meetings and more are defined in WBE Canada's By-law document. If there is any conflict, discrepancy, or inconsistency between the terms of this Policy and by-law, the by-law shall control.

Rights and Obligations of Corporate Membership

Each Corporate Member shall have the following rights and the Board may suspend all Corporate Membership rights of a Corporate Member which is not in Good Standing until such time as may be determined by the Board:

1. To receive notice of, attend, speak and participate at all meetings of Corporate Members and the right to one (1) vote at all meetings of Corporate Members;
2. To represent itself to the public as a Corporate Member of WBE Canada and to display the Membership badge and/or WBE Canada logo in the manner approved by WBE Canada from time to time; and
3. To have such additional rights and privileges as determined by the Board from time to time.

Corporate Membership Ownership

The WBE Canada Corporate Membership belongs to the Applicant “the company, organization, association or agency” and one Primary Contact is appointed to manage the account content, renew the membership and oversee any Lead and Team contacts. Corporate Membership and associated benefits belong to the Applicant’s one (1) primary business address, not the owner; staff member; affiliated businesses or membership. Membership is not transferable from one organization to another or to multiple businesses associated with the Applicant. A “Primary Representative” contact provided by the Applicant is assigned to the membership with complete control of the online membership content and can login on behalf of the Applicant member to initiate actions such as membership renewals. The Primary Contact will receive notice of renewal 60, 30 and 10 days before expiry as well as the day of and 30 days after expiry if applicable. The Primary Contact can also add Lead and Team contacts to the membership. Lead and Team contacts will receive their own login information and can enjoy member benefits. Lead and Team contacts cannot update or change the primary membership information.

Corporate Membership Benefits

- Exclusive access to fully-digitized, password protected, searchable Canadian WBE Database ensuring the validation of businesses for your supplier diversity needs. Search for procurement needs based on NAICS codes or keywords. Pull certification and business information for hundreds of potential suppliers.
- Access to highly regarded and internationally recognized verification services for your non-certified Canadian women-owned suppliers to assist you in identifying legitimate WBEs within your supply chain for accurate reporting.
- Opportunity to promote your procurement opportunities with our WBE community to increase the number of WBE suppliers engaged in your supply chain.
- Assistance with the development or expansion of your Supplier Diversity strategy efforts through e-learning, Member-only workshops and discussion forums, peer matching and more.
- Recognition as a member and supporter of WBEs. Eligibility for national awards, listing on WBE Canada website, member profile in our Toolbox and WBE Database, opportunity to contribute to our Magazine and more.

- Opportunity to lead and/or sponsor transformational programs for WBEs to help develop, increase scalability, provide access to mentorship, and connect WBEs with valuable resources to grow their business.
- Invitations to closed-door events (e.g. WBE Meet & Pitch, B2B Matchmaker) and discounted registration to a variety of events hosted by WBE Canada across Canada and beyond.
- Other benefits can be granted by WBE Canada.

Access to Services

1. Events, Programs and other Services (“services”) provided by WBE Canada will only be made to authorized representatives (Lead Contact) of the member organization and will be made via any means and/or medium deemed appropriate by WBE Canada.
2. Services may allow participation of multiple representatives of Corporate Member organizations. WBE Canada reserves the right to change, from time to time, the benefits and services it makes available to its Corporate Members.
3. Services provided by WBE Canada in relation to membership are only available to designated Corporate Member representatives (Primary, Lead, Team Contacts) of the Corporate Member organizations in good standing with WBE Canada. It is the responsibility of the member organization to ensure that their assigned representatives are accurate. WBE Canada accepts no liability for the provision of services to assigned representatives. WBE Canada accepts no liability for the denial of services to individuals not designated as representatives of associated member organizations. The Applicant must notify us of changes to their contact details otherwise WBE Canada may not be able to make their services available to them.

WBE CANADA PROCEDURES



Corporate Membership Application Process

The following details the application process for all applicants seeking Corporate Membership with WBE Canada.

1. Applicant submits a duly executed Corporate Membership application and non-refundable application fee of \$750 (plus applicable taxes). This fee is subtracted from the remaining membership fee if the application is approved.
2. WBE Canada staff reviews the application, verifies the information, schedules the information meeting with the applicant and prepares a checklist for review by the Business Development Committee.
3. The Business Development Committee reviews the membership application and then votes in camera on its approval or denial.
4. Membership will commence as soon as approved by the Business Development Committee.
5. Remaining Corporate Membership payment must be received within 45 calendar days from membership approval.

Corporate Membership Fees & Billing Process

The following excerpt is from WBE Canada General Operating By-law no.6 approved by the Annual & Special Members Meeting on December 12, 2023 section 4.07 Corporate Membership Fees, enhanced for internal processing.

1. **Fee Determination.** By June 30th in each year, the Board shall fix and determine the applicable annual membership fees to be paid by each Corporate Member for the fiscal year. Our current fees are as follows.

Fee	Revenue / Category
\$10,000 / yr	Revenue greater than \$500 million
\$7,500 / yr	Revenue between \$250 million - \$500 million Government / Nonprofit organization with national or international scope
\$5,000 / yr	Revenue between \$10 million - \$250 million Government / Nonprofit organization with regional or provincial scope
\$2,500 / yr	Revenue less than \$10 million Government / Nonprofit organization with local scope

2. **Notification.** Corporate Members shall be notified in writing of the Corporate Membership dues and the time the said dues will be payable. If a Corporate Member pre-paid their membership dues, the fee increase will impact them during their next billing cycle (e.g. in 3 years).
3. **Due Date.** Annual Corporate Membership dues are due and payable by September 30th in each year and payable in one installment. Corporate Members shall have until September 30th at 11:59pm to make payment. A Corporate Member that has paid its Corporate Membership dues and all outstanding assessments in full on or before September 30th at 11:59pm will be eligible for Corporate Membership renewal.
4. **Quarantine.** A Corporate Member that fails to pay in full its Corporate Membership dues by September 30th at 11:59pm shall no longer be a Corporate Member in good standing and all Corporate Membership rights shall be suspended forthwith until full payment is made. Organizations in quarantine will lose membership benefits on a temporary basis.
5. **Cancellation.** To cancel your corporate membership, you must give 90 days notice to accounting@wbcanada.ca. Failure to do so prior to 90 days will result in a cancellation fee of 90 days of your membership fee.
6. **Termination.** The status of a Corporate Member that fails to pay its Corporate Membership fees within forty-five (45) days of notice of default by WBE Canada, shall be automatically terminated in accordance with Section 4.09 of the by-law. Once terminated, all membership benefits will cease. To reinstate your membership re-application will be required.
7. **Pro-rated Fees.** If a corporation becomes a new Corporate Member between January 1st and September 30th in any year, the annual Corporate Membership fees will be prorated. This will be calculated based on the month in which the application was approved. If prorated, and the amount is less than the \$750 non-refundable fee, your fee will be \$750.
8. **Fee Pre-payment.** Corporations interested in pre-payment of fees for multiple years are welcome to make arrangements with WBE Canada. If you choose to pre-pay a three year term, then WBE Canada will not increase the annual rate for the three year period. If a five year term is chosen, then the Corporate Member will receive a 5% discount annually on the membership fee. Any and all Corporate Membership payments are excluded from membership fee increases, final and non-refundable even if Corporate Membership terminates prior to the end of the pre-paid period. You will be invoiced separately if your revenue category changes.

Term	Benefit
3-Year Term	Keep the current pricing and avoid membership fee increases during the term
5-Year Term	5% discount on current membership fee amount and no fee increases during the term

Corporate Membership Term and Renewal Process

The term of Corporate Members shall be in effect for a period of one year from the 1st day of October to the 30th day of September in the following calendar year.

All Corporate Members shall be required to renew their annual Corporate Membership by paying the applicable Corporate Membership dues. Prior to the expiry of the Corporate Membership term, all Corporate Members shall be required to renew their annual Corporate Membership by paying the applicable Corporate Membership dues and completing the Corporate Membership renewal process as determined by the Board, from time to time. The membership status of a Corporate Member may be renewed if the Business Development Committee is satisfied that:

1. The Corporate Member has paid all applicable Corporate Membership dues and assessments as determined in the sole discretion of the Board; and
2. The Corporate Member continues to meet all of the qualification requirements set out in this Policy and the by-law.

Corporate Membership Termination Process

A Corporate Member's membership shall automatically terminate upon occurrence of any of the following:

1. The Corporate Member resigns with a minimum of 90 day notice
2. For Corporate Members that are corporations, the Corporate Member becomes bankrupt or insolvent or is dissolved as a corporation;
3. For Corporate Members that are unincorporated associations, they cease to function or they cease to exist as an unincorporated association, as determined in the sole discretion of the Board of Directors;
4. The Corporate Member fails to maintain all of the conditions for Corporate Membership set out in by-law or in this policy;
5. The Corporate member fails to pay applicable Corporate Membership dues or assessment for more than forty-five (45) days after a notice of default has been issued by WBE Canada;
6. The Corporate Member is removed from membership by the Board in accordance with Section 4.09 Discipline of Corporate Members of the by-law;
7. WBE Canada is liquidated or dissolved under the Act.

Corporate Membership is not transferable. Upon any termination of Corporate Membership, all rights of the Corporate Member automatically cease to exist. Where a corporation is no longer a Corporate Member, then such Corporate Member's employee(s) shall be deemed to have also automatically resigned as a Director, a Corporate Member Representative, an Officer, Committee member, and/or Volunteer as applicable.

ROLES & RESPONSIBILITIES

This section addresses the roles, responsibilities and restrictions for each group involved in processing of Corporate Memberships.



WBE Canada Staff

WBE Canada staff is responsible for:

- Processing Corporate Membership applications and preparing them for the Business Development Committee review
- Reviewing and verifying Corporate membership level
- Issuing renewal notices, processing renewals & collecting membership dues
- Maintaining the list of and access for Corporate Members in Good Standing
- Reporting all issues pertaining to Corporate Membership to President & CEO and the Business Development Committee
- Oversight of membership deliverables, communications and customer support
- Reporting

WBE Canada President & CEO

President & CEO's office is responsible for:

- Compliance and oversight of the Corporate Membership Policy, Guidelines and Procedures
- Updates to the Corporate Membership related to internal guidelines and SOPs
- Scheduling and hosting of Business Development Committee meeting

WBE Canada Business Development Committee

Business Development Committee is responsible for:

- Review, approvals, denials & renewals of Corporate Membership applications
- Oversight and updates to the Corporate Membership Policy
- Reporting to the Board of Directors

WBE Canada Board of Directors

Board of Directors is responsible for:

- Ratification of Business Development Committee decisions
- Ratification of Corporate Membership Policy
- Determination of membership fees
- Reporting to the AGM

APPENDICES



Code of Conduct

The purpose of this Code of Conduct is to conduct the business of WBE Canada in accordance with the applicable Laws, Regulations, Rules and with the highest standard of ethics and values. The matters covered in this Code are of utmost importance to WBE Canada and its Stakeholders.

About WBE Canada

Women Business Enterprises Canada Council (WBE Canada) is a Canadian non-profit organization that is opening doors for Canadian women-owned businesses to supply chains across Canada, North America and globally.

- Vision: To empower and facilitate the success of women-owned businesses with equitable access within supply chains to drive innovation, social value and economic growth in communities across Canada.
- Mission: To build and grow a strong Canadian ecosystem that connects women-owned businesses to procurement opportunities through advocacy, certification, development, and promotion and helps corporations and governments to deliver on their supplier diversity commitments.

Code of Conduct

The following Code of Conduct has been developed to assist Individuals (Directors, Employees, Volunteers, Members, WBE and Partner Representatives) and Organizations (Corporate Members, WBEs and Partners) in achieving a level of conduct that will enable WBE Canada to achieve its mission.

- Individuals and Organizations shall support and promote the vision and mission of WBE Canada and abide by its by-law, guidelines and policies.
- Individuals and Organizations shall act in accordance with the highest standard of personal and professional integrity, honesty and ethical conduct.
- Individuals and Organizations shall ensure compliance with all applicable laws, rules and regulations, including but not limited to employment, labour, non-discrimination and human rights legislation.
- Individuals and Organizations shall refrain from public criticism of fellow Individuals and Organizations participating with WBE Canada. Individuals and Organizations shall also not engage in conduct or make public statements likely to harm, defame or otherwise discredit WBE Canada and its stakeholders.
- Individuals and Organizations shall maintain, at all times, the confidentiality of all records and other confidential information of WBE Canada, including but not limited to intellectual property, personal employee or certified WBE information and assets (data, systems, equipment, materials, etc.) and only use them for their authorized purpose.
- Individuals and Organizations shall not use the confidential information obtained through their association with WBE Canada or their position within WBE Canada to further their private interests and will otherwise avoid conflicts of interest. Representatives shall promptly disclose to their WBE Canada contact all matters that could pose a potential, perceived or actual conflict of interest.
- Individuals and Organizations may be periodically asked to attend functions to represent WBE Canada. Permission must be obtained from WBE Canada President's Office before accepting an engagement where an Individual or Organization will be representing WBE Canada.

Respect in the Workplace

WBE Canada believes in the prevention of violence and promotes a violence-free workplace in which all people respect one another and work together to achieve the mission of the organization. WBE Canada is committed to taking all reasonable steps to ensure the health, safety and dignity of all employees, volunteers, members and stakeholders in its workplace. Any act of violence, threats, or discrimination committed by or against any Individual is unacceptable conduct that will not be tolerated. This policy applies to all activities, whether they are conducted in person or virtually.

Complaints and Reparations

If there is a breach of the Code of Conduct and/or a complaint filed with WBE Canada, sanctions against the individual or organization whose conduct is in question may be appropriate. Relatively minor breaches may only warrant a caution or reprimand while more serious breaches may result in the termination of employment, partnership, membership or certification by the board of directors. All complaints will be reviewed by the Board Secretary and protected against anti-retaliation.

If you have any questions about the Code of Conduct, please direct them to the President's office here.

The latest version of the WBE Canada Code of Conduct is available at <https://wbcanada.ca/code-of-conduct/>



CONTACT INFORMATION

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For more information visit www.wbecanada.ca/corporate-membership