

Confidential Position Specification

**Terra Firma Capital Corporation**  
**Board Director**

September 2021

## CONFIDENTIAL POSITION SPECIFICATION

<b>Position</b>	Board Director
<b>Company</b>	Terra Firma Capital Corporation
<b>Location</b>	Toronto, Ontario
<b>Website</b>	<a href="http://www.tfcc.ca">www.tfcc.ca</a>

## COMPANY BACKGROUND/CULTURE

Established in 2009, Terra Firma Capital Corporation ("TFCC") is a publicly listed company on the Toronto Venture Exchange (TSXV: TII) with its head office in Toronto, Canada. Terra Firma's management and board members have a long and successful track record in the real estate business.

Strategically, TFCC creates value for its shareholders by providing debt capital to real estate developers and operators. Historically, the company provided high leverage/high yield structured debt to developers in the GTA and Southern Ontario. Over the last five years, TFCC has migrated to the US by providing senior land development and acquisition loans - a niche market typically underserved by traditional financial institutions. TFCC typically originates approximately \$100 - \$120 million per year.

A key component to TFCC's business is its private investor platform. The company has a network of active investors (mostly family office and high net worth individuals) that participate in its loans either in a single investment syndication or in dedicated TFCC fund. The company also has an online digital platform to streamline its syndications.

TFCC's objective is to grow the company by both: (i) expanding and increasing its products (outside of land); and (ii) diversifying its sources of capital by appealing to institutions and others.

## QUALIFICATIONS

The Board of Directors plays a critical role in the strategic and operational activities of the company.

Ideally, candidates should have a combination of some of the following qualifications:

- A 10X thinker, especially entrepreneurial
- Business development, sophistication, and experience in scaling a business
- Senior executive experience (not necessarily C-suite) within the lending real estate sector both in the area of project finance as well income producing properties

- Familiarity with multiple real estate types (i.e., single family residential, multi family, commercial, assisted living, etc.)
- Experience in developing investment vehicles for investors, funds, and maintaining relationships with capital providers such as institutions and high net worth individuals
- Experience and understanding of capital markets
- Availability and capability of working closely with senior executive team members
- Some board experience or a willingness to attend a corporate governance training program
- Sufficient time to devote to a growing company

## **BOARD MEETING SCHEDULE**

The Board meets 6 times per year and directors are expected to serve on at least one committee.

Terra Firma may also require special meetings from time to time to deal with a particular project transaction.

## **COMPENSATION**

The fees paid to directors are:

- A competitive annual retainer for regularly scheduled special and teleconference board meetings
- A separate annual retainer for committee service

## **CONTACT**

Dr. Chris Bart, FCPA, FCIoD, C.Dir  
**Director**

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Please respond no later than September 20, 2021