



POLICY

POLICY	Policy for Board Chair and Board Vice Chair Appointments
NUMBER OF POLICY	CO-23-68
DATE OF POLICY	September 15, 2023
APPROVED BY	The Board

OVERVIEW

The Board must elect by majority vote the Board Chair and Board Vice Chair from among the Registrant Board members to each serve for a one-year term. The following policy outlines the process for appointing the Board Chair and Board Vice Chair at the inaugural Board meeting.

PRE-MEETING

Prior to the inaugural meeting, the candidate nomination process is to be initiated.

- The Governance Sub-committee will discuss and recommend any changes to the Board Chair / Vice Chair needs assessment and role profiles for the Board's consideration.
- The Chair will invite Board members to nominate another Board member or themselves for the role of Board Chair and/or Vice Chair on or before a specified date.
 - Board members nominating another member should have a conversation with the member to confirm their interest and willingness to be nominated.
- Candidates will be invited to provide a statement on or before a specified date outlining their background, qualifications and suitability to serve as Board Chair and/or Vice Chair.
- The Chair will collect the nominations received by the deadline and prepare a briefing note for the Board that will include:
 - Board Chair / Vice Chair Election Process
 - Board Chair / Vice Chair Needs Assessment
 - List of Nominated Board Members
 - Candidate Statements of Nominated Board Members

- The briefing note will be included in the material ahead of the meeting at which the election is due to take place.

DURING THE INAUGURAL BOARD MEETING

The Immediate Past Chair will chair this section of the inaugural meeting and facilitate the Board Chair / Vice Chair appointment process.

STEP 1: REVIEW THE PROCESS

- Review and confirm understanding of the process approved by the Board.

STEP 2: ARTICULATE NEEDS

- Board discussion to identify the most important attributes/competencies at this point in time for both the Board Chair and Vice Chair.

STEP 3: BOARD CHAIR NOMINATIONS

- Review the list of names of those who were nominated for the role of Board Chair.
- Chair to ask if there are any additional names to be put forward.
- If only one candidate is nominated, the position will be filled by acclamation. The Board will proceed to approve a motion to appoint the candidate as Board Chair for the Board year.

STEP 4: BOARD CHAIR CANDIDATE STATEMENTS

- If more than one candidate is nominated, each will be given the opportunity to say why they feel they would meet the attributes/competencies articulated. Candidates should limit their comments to no more than five minutes. Candidates who are not making statements will be required to leave the meeting while other statements are being delivered.
- Following delivery of the candidate statement, there will be an additional fifteen-minute period set aside for a question-and-answer session for each candidate. This session will be moderated by the Chair.

STEP 5: BOARD CHAIR VOTE

- If two candidates are nominated, the Board will then vote for their preferred candidate by secret ballot. The successful candidate needs approval from more than 50% of the voting Board members present at the meeting.

- If more than two candidates are nominated, the Board will then vote for their preferred candidate by secret ballot. The successful candidate needs approval from more than 50% of the voting Board members present at the meeting. Voting will take place in rounds: at the end of each round, if over 50% is not achieved by any one candidate, the candidate with the fewest votes will be removed from the ballot, and another round of voting will continue until a candidate has achieved the required threshold.
- In the event of a tie, the Board will continue to deliberate, giving the candidates another opportunity to speak, and call for another vote. An individual candidate may also resolve the tie by withdrawing from consideration. If there continues to be a tie, the Chair must hold a random draw to determine the successful candidate.
- The Chair will announce the successful candidate without providing the specific count.

STEP 6: MOTION FOR BOARD CHAIR

- The Board approves a motion to appoint the selected Board Chair candidate for the current Board year.

STEP 7: BOARD VICE CHAIR NOMINATIONS AND VOTE

- Once the Board Chair is selected, the declarations, candidate statements and voting for the Vice Chair will take place using the same process outlined above (Steps 3 to 5).

STEP 8: MOTION FOR VICE CHAIR

- The Board approves a motion to appoint the selected Board Vice Chair candidate for the current Board year.

After the selection of both the Board Chair and Vice Chair, a short recess is taken to determine the impact of the election on the appointments of Board members to its sub-committees. Any required updates will be brought to the immediate attention of the Board, so that any required adjustments can be made and approved.

REVISION AND APPROVAL LOG

September 15, 2023 (CO-23-68) Revisions authorized by the Board

June 17, 2022 (CO-22-71) Revisions authorized by Council

June 25, 2021 (CO-21-87) Approved by Council