

## NOMINATIONS COMMITTEE

### Membership

- comprised of no fewer than three members, plus the President (ex officio)
- members (including Chair) appointed by the Board, as soon as possible following the Annual General Meeting of the Association. Committee's term to end at the close of the next Annual General Meeting
- members should possess an understanding of the Committee's terms of reference and should also always ensure that its Board recruitment activities are driven by Board's strategic priorities.

### Terms of Reference

#### a. Role of the Committee

- assists the Board in carrying out its self-management responsibilities by developing and implementing effective plans and processes for the recruitment, nomination and orientation of candidates for the Board

#### b. Responsibilities of the Committee

- recommends to the Board strategies and processes for the recruitment, nomination and orientation of Directors
- conducts an assessment of the knowledge, skills and competencies of current Board to identify any gaps in the Board make-up
- prepares for the Board an announcement requesting names for nomination to the Board and, upon Board approval, circulates the announcement to the membership
- develops and implements, in conjunction with the Board, a process for the orientation of Board candidates
- recommends to the Board a list of Board nominees that reflects a suitable mix of knowledge, skills and competencies necessary to provide effective governance for the organization
- reviews and recommends to the Board policies related to the involvement and attendance of Directors in the organization

### 3. Procedures

- in the Chair's absence or inability to act, one of the other Committee members to serve as Chair
- quorum to be a majority of the voting members of the Committee
- decisions to be made by majority vote with the Chair having a second or deciding vote in the event of a tie
- meetings to be held as required and, if necessary, by conference call; decisions may be made as a result of deliberations and a vote using e-mail
- minutes of meetings to be taken and made available at the next meeting of the Board