



SECTION: Board of Directors

POLICY: Process for Selection of Board Officers

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PURPOSE:

To provide depth and consistency in succession planning and skills development of the Board Officer positions.

POLICY:

The Officers of the Board of Directors will consist of a Chair, Vice Chair and a Treasurer. It is the responsibility of the Nominating Committee for ongoing succession planning and to recommend a slate of Officers to the Board for approval annually.

PROCEDURE:

The following outlines the process for selecting Board Officers:

1. No later than three (3) months prior to the completion of the term, the Nominating Committee shall canvas current 'Officers' to determine if they are willing to renew their term or if there will be changes and/or vacancies in the Officer position.
2. In the event that there are positions to be filled, the Nominating Committee shall canvas all elected Directors to determine their willingness to serve as a Board Officer and/or their recommendation of potential candidates to fill available Officer positions.
3. The Nominating Committee will discuss the information received in the poll of members and review the perceived strengths and weaknesses of potential candidates. In keeping with best practice, attention will be given to the guiding principles of equity, diversity, and inclusion.
4. Members felt to be preferred candidates shall be approached by the Chair of the Nominating Committee (and/or delegate) to determine their interest in letting their name stand for chair, vice chair, or treasurer positions.
5. It is understood that there is a progression from Vice-Chair to Chair. During their tenure the Vice-Chair will be afforded an opportunity to chair a Board meeting. It is also deemed advantageous for the Vice Chair to serve a term as Chair of the Governance Committee.
6. In the event the Vice Chair cannot fulfill their duties as Chair, the Nominating Committee will recanvass the Board and the current chair may be asked to stay on in the interim.
7. No Director may serve as Chair or Vice Chair for more than two (2) years for each position.
8. Modifications to the above process may be necessary and considered by the Board in extenuation circumstances.



Qualifications Prerequisites:

All Board Members of at least one year's standing or deemed by the Nominating Committee to have equivalent experience, are potential candidates for Vice Chair or Treasurer

Vacancies:

Any vacancy occurring in the office of the Chair, Vice Chair or Treasurer by death, resignation, removal or otherwise, will be filled for the unexpired portion of the term of office in the following manner:

- **Chair** – to facilitate continuity, if the Officer serving as Chair is unable to complete term of office, the member serving as Vice Chair shall assume the duties of the Chair for the remainder of the vacated term of office.
- **Vice Chair/Treasurer** – If the Officer serving as Vice Chair or Treasurer is unable to complete the term of office, the Board will elect another director to the Office of Vice Chair or Treasurer for the vacated term of office. Such an election shall occur at the next regularly scheduled Board meeting.

Selection Criteria – Desirable Attributes for Officers

- Proven Leadership skills; courage and strength of character.
- Good strategic and facilitation skills; ability to influence and achieve consensus to facilitate productive meetings.
- Act impartially and without bias, and display tact and diplomacy.
- Solid facilitation and conflict resolution skills.
- Must have the time to continue the legacy of building strong relationships between the agency and stakeholders/partners.
- Ability to establish trusted advisory relationships with the CEO and other Board members.
- Governance and broad-level experience in community support/health care sector.
- Specific for the Treasurer position – strong financial knowledge with an understanding of Financial Managements.

Confirmation by the Board: In accordance with CCN By-Laws Section 5, number 5.1, the officers of the Board shall be elected at the first Board meeting following the annual meeting. At this meeting, the nominating committee shall table the recommendations for Chair, Vice Chair, and Treasurer and the Board shall elect these officers by a vote.

References: BD-160 Board of Directors Nomination & Election process.