

Election of Chair and Vice Chair Policy

Policy Type: Governance Process

Original Date: October 22, 2015

Date Reviewed by Governance Committee: February 4, 2016,
September 21, 2017, February 11, 2026

Date Revised: February 25, 2016, June 8, 2023

1. Purpose

It is in the interests of the College that there be succession planning and a smooth transition in the office of the Chair.

2. Purpose

The Chair and Vice Chair of the Board are elected annually at the June meeting for one-**or two** year terms, commencing September 1st of each year. The Chair and the Vice Chair shall be elected from among the External Governors, and both the Chair and the Vice Chair shall be eligible for re-election.

Although only External Governors may stand for election as Chair or Vice Chair, all Governors are eligible to nominate candidates and participate in the electoral process.

If the position of the Chair shall be or become vacant for any reason, the Board may appoint an External Governor to fill such vacancy for the remainder of the original term.

If the position of the Vice Chair shall be or become vacant for any reason, the Board may appoint an External Governor to fill such vacancy for the remainder of the original term.

The incoming Chair shall be a current Governor.

The Nomination Committee annually oversees the election process and procedures for the Chair and Vice Chair positions.

3. Expressions of Interest (please see Appendix)

The Chair of the Nomination Committee, or another member of the Nomination Committee if the Chair of that Committee is interested in presenting themselves as a candidate for election, will send an email to all Governors inviting expressions of interest in the Chair or Vice Chair roles no later than the Board meeting scheduled prior to the year-end meeting. Governors will also be invited to identify colleagues on the Board whom they think would be worthy candidates for the position. Interested candidates will be invited to provide a brief outline of their previous Board leadership experience and the reasons for their interest in the position, along with their curriculum vitae (CV).

The submissions and CVs of all interested candidates will be gathered and distributed to all Governors in the Board package distributed to Governors in advance of the Board meeting at which the election will be held.

4. Selection Criteria – Desirable Attributes

- a) Given the important leadership role of the Chair (and in their absence the Vice Chair), the following personal characteristics should be considered in the nomination or election of a Governor to that role:
- Integrity;
 - Empathy;
 - Intellectual capacity to understand complex problems and potential solutions;
 - Motivation and capacity to establish work plans with clear objectives;
 - Proven leadership skills;
 - Excellent strategic and facilitation skills; proven ability to influence and achieve consensus;
 - Proven ability to act impartially and without bias, and display tact and diplomacy;
 - Effective communication skills;
 - Political skills and the capacity to use their authority;
 - The time to continue the legacy of building strong relationships between the College and stakeholders;
 - Proven ability to establish trusted advisor relationships with the President and other Governors;

- Governance and Board level experience;
- Outstanding record of achievement in one or several areas of skills and experience used to select Governors;
- Ability to chair productive meetings;
- Courage and strength of character;
- Solid facilitation and conflict resolution skills;
- Clear strategic vision;
- Understanding of the necessity to establish performance standards or norms and to monitor them effectively;
- Ability to recognize and manage the creative tension between the Board and the President;
- Ability to question points of view and opinions and the knowledge necessary to do so;
- Ability to establish priorities and to focus on what is important; and
- Ability to facilitate equitable opportunities for full Board participation.

5. Opportunity to Address Colleagues

At the Board meeting where the election of the Chair and Vice Chair is on the agenda, the Chair of the Nomination Committee, unless they are a candidate for election, in which case a member of the Nomination Committee who is not a candidate, will preside over the election. Only Governors and the recording secretary will be present for the election.

The election of the Chair will be carried out first to allow unsuccessful candidates for that position to consider presenting themselves for election to the Vice Chair position. The basic procedure is the same for both positions.

The Chair of the Nomination Committee will introduce the list of candidates and will also call three (3) times for nominations from the floor. Nominations will then close. Each candidate will then be provided with an opportunity to speak briefly to their Board colleagues regarding their candidacy, but will not be required to do so. The person facilitating the election will ask *“Does any candidate wish to address the Board?”* Following any presentations by candidates, all candidates will then be excused from the Board meeting and the remaining Governors will have an opportunity to generally discuss the expectations of the office and the skills/experience of the candidates.

6. Election

The candidates will then be invited to join the meeting and take part in the vote. A secret ballot vote will be conducted if there is more than one candidate. The person facilitating the election and the recording secretary will act as scrutineers. The scrutineers will announce the successful candidate without an indication of the number of votes received by any of the candidates. The scrutineers will destroy all ballots immediately following the Board meeting.

Absent Governors, or Governors attending the Board meeting via teleconference or other virtual synchronous means, will be given the opportunity to register their votes via such means. The recording secretary will notify the absent Governors of a method for registering their vote.

Where none of the candidates achieves a majority of the votes cast, the candidate with the fewest votes will be dropped from the ballot and another secret ballot vote will be held.

If a second vote is taken, the candidates will be offered the opportunity to speak to the Board.

Once again, the person who receives the majority of votes cast will be elected as Chair or the Vice Chair as the case may be.

The Board Chair is entitled to vote but not entitled to break a tie. In the event of a tie vote between two remaining candidates for the Chair or Vice Chair position, the election will be determined by a coin toss.

Proxy ballots will not be allowed.

If situations arise that are not adequately covered by this process, Roberts Rules of Order will prevail.

7. Appendix

EXPRESSION OF INTEREST – ELECTION OF CHAIR AND VICE CHAIR POSITIONS

The Nomination Committee annually oversees the election process and procedures for the Chair and Vice Chair positions.

On behalf of the Nomination Committee, the Committee Chair would like to invite all Governors who have an interest in having their name put forward for the Chair or Vice Chair role, to please advise them of their interest by [DATE].

Governors are also invited to identify colleagues on the Board who would be worthy candidates.

Interested candidates are asked to provide a brief outline of their previous Board leadership experience and the reasons for their interest in the position, along with their curriculum vitae or résumé by [DATE].

The submission and CVs/résumés of all interested candidates will be circulated to the Governors in the Board package distributed in advance of the [DATE] Board meeting, at which the election will be held.