

**NOMINATING COMMITTEE**  
Sub-Committee of the Governance Committee  
*Terms of Reference*

**Role**

The role of this committee is to recommend a succession plan to the board annually and to recommend potential candidates for nomination to the Board of Directors for approval at the AGM in June. The Nominating Committee is a sub-committee of the Governance Committee with its own Terms of Reference.

**Membership**

The Nominating Committee shall be comprised of;

- Vice-Chair (Chair of Committee)
- 2-3 other Board Members (one of which is a member of the Governance Committee)

**Responsibilities**

1. *Ensure* an approved succession plan is in place at all times and that the *number of board members* does not fall below the *bylaw requirement*. *Annually* assess the current members' commitment to remain on the Board or resign.
2. Assess and recruit board members who can augment the strengths and build on the skills required based on the Board approved *Competency Matrix (see Policies and Procedures 2011-08 Recruitment and Selection of Board Members)*
3. Recommend to the Board, timely changes in the role, size, composition and structure of the Board and Board Committee.
4. Develop a list of potential candidates, create a plan to contact same to confirm a final list of interested candidates. Ensure each candidate has a nominator for the purposes of the Annual General Meeting by:
  - a. putting forward a call to Members for nominations to the Board NOT less than 60 days prior to any Annual General Meeting and as vacancies dictate
  - b. preparing a list of candidates for anticipated vacancies on the Board not less than 30 days prior to the Annual General Meeting and as vacancies dictate
5. Elections and appointments to the board comply with bylaws and relevant governance policies and other legal requirements.
6. Keep records of recruitment history: names suggested, who approached and what happened;
7. Annually in September recommend to the Board for approval, the directors to serve on each Board Committee and the Chair of each Board Committee.
8. Conduct annual standing committee evaluation and present recommendations for any changes to the board at the May meeting.
9. Minutes of all meetings are documented and presented to the board at the next general meeting.

**Algoma**

*Nurse Practitioner-Led Clinic*

**Meeting Frequency**

- Initiate nomination preparatory work in January/February by reviewing competency matrix to identify new board member needs. Meet as deemed necessary.



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Wendy Payne, Board Chair

Oct 9/20

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Date of Chair/Signature

**COMPETENCY MATRIX (Remove this competency matrix sheet from these terms of reference pls)**

The tool is used to highlight the critical qualities required in prospective board members for the current year.

Qualities	Indicators	Current Board	Future Board
Supports the Values and Mission of the Organization	<ul style="list-style-type: none"> <li>- Demonstrated support of activities that further the mission</li> <li>- Reflects diversity of community we serve</li> </ul>		
Personal Qualities	<ul style="list-style-type: none"> <li>- Positive and constructive</li> <li>- Able to work as part of a team</li> <li>- Future oriented</li> <li>- Willing to be involved in training and development</li> <li>- Able to devote adequate time and energy</li> <li>- Willing to be involved in board activities</li> </ul>		
Area of Influence	<ul style="list-style-type: none"> <li>- Health care professional (i.e. primary care NP or physician, allied health provider)</li> <li>- Corporate and business management</li> <li>- Community health care organization</li> <li>- Legal expertise</li> <li>- Financial management</li> <li>- Local media</li> <li>- Health care professional</li> <li>- Government</li> <li>- Other not-for-profit organization</li> </ul>		
Specific Skills	<ul style="list-style-type: none"> <li>- Quality Improvement</li> <li>- Partnership building</li> <li>- Bylaws</li> <li>- Strategic Planning</li> <li>- Board recruitment</li> <li>- Budgeting/fiscal control</li> <li>- Advocacy</li> <li>- Public relations</li> <li>- Risk management</li> <li>- Governance</li> </ul>		
Gender	<ul style="list-style-type: none"> <li>- Female</li> <li>- Male</li> </ul>		
Age	<ul style="list-style-type: none"> <li>- Over 65</li> <li>- 51-65</li> <li>- 36-50</li> <li>- 18-35</li> </ul>		
Experience	<ul style="list-style-type: none"> <li>- Previous board experience</li> <li>- Experience on a not-for-profit board</li> </ul>		

*Competency Matrix Last Updated: November 7, 2014*