

**NORTH BAY REGIONAL HEALTH CENTRE (NBRHC)**

<b>Guideline</b>		<b>Policy Number</b>	ADM-BO-001	
<b>Title</b> Board Chair, Vice Chair And Committee Chair Selection Guidelines		<b>Policy category</b>		<input type="checkbox"/> Departmental <input type="checkbox"/> Organization Wide <input checked="" type="checkbox"/> Board
		<b>Manual</b>		Board
		<input type="checkbox"/> New	<input checked="" type="checkbox"/> Minor	<input type="checkbox"/> Major
<b>Origination Date</b>		<b>Developer</b>		
<b>Effective Date</b>	Approved by Governance November 1, 2012 Approved by Board November 9, 2012 Approved by Board December 13, 2013 Reviewed by Governance January 28, 2016 Approved by Board February 12, 2016 Approved by Governance April 27, 2017 Approved by Board June 7, 2017 Reviewed by Governance May 23, 2019 Approved by Board June 13, 2019 Reviewed by Governance May 13, 2020 Approved by Board May 28, 2020	Governance Committee		
<b>Cross References (NBRHC or legacy organization policies)</b> Administrative By-laws (Articles 26 & 28)		<b>Comparable Policy from service provider within NBRHC Facility</b> Not applicable		

**NOTE:** This is a **CONTROLLED** document for internal use only, any document appearing in a paper form should **ALWAYS** be checked against the online version prior to use.

**1.0 Key Principles**

At the first meeting of the Board following the Annual General Meeting of Members, an election for Chair and Vice-Chair, as well as Committee Co-chairs for Resource, Finance and Audit, Governance, and Quality will be held. The election will be chaired by the President and CEO.

Officers of the corporation shall hold office for one (1) year from the date of appointment or election or until their successors are elected or appointed in their place.

**2.0 Minor Revision History**

Not applicable.

**3.0 Definitions**

Not applicable.

#### **4.0 Materials Required**

Annual Director Self-Evaluation– available via Administrative Assistant  
Annual Peer Evaluation – available via Administrative Assistant

#### **5.0 Procedure**

- 5.1 In the interval between the April and May Board Meetings, the Vice Chairs will conduct recognition and development meetings with Board members. At this time, among other things, the subject of Board leadership roles will be discussed with individual Directors.
- 5.2 An annual Board Peer Evaluation will be circulated to all Directors. The portion of this evaluation that relates to recommendations put forward by the Directors of candidates for Board leadership positions will be reviewed by the President & CEO. The President & CEO will consult with the Vice Chairs in advance of their individual meetings with Board Directors, and again following the Vice Chairs' 1:1 Director meetings. The President & CEO's role in the Board leadership selection is consultative. The President & CEO acts as a safeguard to ensure due process is followed in the event there are multiple candidates for a particular leadership role, or not any candidates for a leadership role.

*NOTE re: Committee Co-Chair nominations;* As Committee Chairs require some in-depth knowledge of that committee's work, anyone volunteering or nominated for a committee co-chair position should have served on that committee for at least one year.

- 5.4 The CEO, as Chair of the election, shall oversee the election, which shall include a ballot vote for any officer or Committee Co-Chair position where there is more than one candidate.
  - a) Chair convenes the meeting and confirms the following agenda
    - Nominations and voting for election of Chair
    - Nominations and voting for election of Vice-Chair(s)
    - Nomination and voting for Committee Co-Chairs
  - b) Protocol
    - Candidates do not have to be present to be nominated
    - There must be indication of a candidates willingness to accept the nomination
    - Nominees will be offered the opportunity for brief comments to the meeting regarding their candidacy
    - Nominees will remain in the meeting and be able to vote in each instance
    - Voting will be by secret ballot for all positions

#### **6.0 Reference**

**The Administrative Bylaws state**

Article 26:

- 1) The Board shall elect the following officers at a meeting immediately following the annual meeting of the members:
  - (a) the Chair; and
  - (b) one or more Vice-Chair(s).
- 2) The President and Chief Executive Officer shall be Secretary of the Board.
- 3) The officers shall be responsible for the duties set forth in the By-Laws and they are not necessarily required to perform such duties personally, but they may delegate to others the performance of any or all such duties.
- 4) **No Director may serve as Chair for more than one (1) three-year term, with the option of extending that term one additional year; and as Vice Chair for no more than two (2) three-year terms; provided, however, that following a break in the continuous service of at least one (1) annual term the same person may be reappointed to any office.**

Article 28

- (1) A Vice-Chair of the Board shall have all the powers and perform all the duties of the Chair in the absence or disability of the Chair and any other duties assigned by the Board.

**7.0 Content Experts/Stakeholders**

<b>Content Expert/Stakeholder</b>	<b>Date Sent</b>
Governance Committee	May 2020
Board of Directors	May 2020

**8.0 Signing Authority Approval**

<b>Position</b>	<b>Date Signed</b>
Chair, Board of Directors	