

TITLE:	Director Recruitment, Nomination and Election		
Manual/Policy#:	Board of Directors #V-B-1	Division:	CPDMH
Original Issue:	January 2015	Issued by:	Board Chair and Board Secretary
Previous Date Reviewed:	November 2017	Approved by:	Board of Directors
Last Date Reviewed:	November 2019	Cross Reference(s)	

1. POLICY STATEMENT

Carleton Place & District Memorial Hospital, (CPDMH) and its stakeholders are best served by a Board of Directors comprised of individuals who possess the skills, qualities, experience and independence to collectively contribute to effective Board governance and to perform the roles and responsibilities of the Board. The process to recruit Directors will be transparent.

2. SCOPE

This policy applies to the recruitment of elected voting members of the Board of Directors.

3. GUIDING PRINCIPLES

N/A

4. DEFINITIONS

N/A

5. PROCEDURE

The Board, with the advice and assistance of the Joint Governance and Nominating Committee, will recommend a slate of candidates for approval by the Board and subsequent election by the Members at the annual general meeting. Each year, at least three months before the annual meeting, the Joint Governance and Nominating Committee (“the Committee”) will determine the number of vacancies in the office of Directors and will include in this number incumbent Directors who are eligible for re-election.

Using the Board Skill Set Matrix, the Committee will review the Board profile of skills and expertise of incumbent Directors and identify the specific skills and expertise that are required to fill vacancies. Where an incumbent Director is seeking re-election, the Committee will take into consideration that individual’s performance as a Director, and the contribution that they have made to the organization. Renewal will not be automatic.

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Actual vacancies on the Board will be publicly advertised in a manner to be determined by the Committee which may include local/regional newspapers or the organization's website. The advertisement will include a summary of the responsibilities of directors; any specific skills, knowledge or experience that are being sought at the time; criteria for eligibility; and a short description of the selection process. It is not the intent to advertise vacancies where an incumbent Director is seeking re-election and following evaluation as outlined above is viewed as suitable for reappointment.

The Committee may also solicit applications from individuals possessing the required skills and expertise who are community members on Board committees or who come to the attention of Committee members through their personal or professional networks. Such solicitation should not be presented or construed as guaranteeing appointment to the Board and will not preclude the completion of an application form or attendance at an interview.

Interested individuals will be invited to complete a formal application on a standard form to be provided by the organization, which will be submitted to the office of the President & CEO and forwarded to the Committee for review.

A short list of candidates will be identified for interview by the Committee. Following the interviews, at least two personal references will be obtained for candidates selected for nomination as Directors. Absent extenuating circumstances, reference checking will be done in person rather than in writing.

The Committee will recommend a slate of candidates for approval by the Board and for subsequent election by the Members at the annual meeting.

In the event of a mid-term vacancy of an elected Board Member, the Board may request that the Committee initiate a process to select a replacement Board Member.

As per the Corporate By-law (Article 4 Section 4.8), nominations made for the election of Directors at a Members meeting may be made only by the Board. For greater certainty, no nominations shall be accepted by the Members of the Corporation that are not submitted and approved by the Board. The decision of the Board as to whether or not a candidate is qualified to stand for election shall be final.

Consistent with best practice, the Joint Governance Committee will endeavour to maintain a roster of qualified candidates eligible for election to the Board Members and look for opportunities to keep these candidates engaged.

6. REFERENCES

N/A

7. APPENDICES

N/A

Evaluation:

This policy will be reviewed every two years