

TERMS OF REFERENCE FOR NOMINATING COMMITTEE

Committee Role: The role of the committee is to vet, approach and present a list of candidates willing to serve in soon to be/vacated board of director(s) positions prior to the Annual General Meeting (AGM) of the Corporation (LSPC). Per the By-Laws of the Corporation dated May 16th, 2017, **“the Directors may establish any committee (and a Chairperson) it determines necessary for the execution of the Directors’ responsibilities. The Directors shall determine the composition and terms of reference for any such committee in accordance with the Act”**.

Chairperson/Composition of the Committee:

The chairperson shall be appointed at a regular board meeting following the latest AGM. The Nominating committee will be made up of at least three (3) people and shall include: a board member, a senior management staff, the membership and/or the community.

Activities: The chairperson and the Committee shall:

1. Identify all board positions that need to be filled/elected at the AGM due to the end of a board member’s term of office expiring, or due to a board member vacating the board position prior to the conclusion of his/her term.
2. In the case of the latter, the Nominating Committee may make a recommendation to the Board for an “Interim Board Appointment” until the next AGM at a regularly scheduled or special meeting of the Board of Directors.
3. The Committee will identify potential candidates for a ‘director’ who they believe have the interest and the pre-requisite skill set, with the help of present board members and LSPC management staff.
4. The Committee will: approach, vet, prioritize, and list the candidates/recruits for all director positions; identify who is to contact the candidates; and, establish a timeframe for reporting back affirmative or negative responses to joining the LSPC Board of Directors, to the chairperson of the Committee.

5. The Committee will make personal contact (by phone, email/letter or face to face) with each candidate, provide an Application for Nomination to the Board of Directors, as well as other helpful information including our websites, highlights of the LSPC, 211North, the role of the Board of Directors, and answer any questions they may have.

6. The committee member should advise each candidate of the timeframe for returning the Application and each step in the process, including:

- a) Advisement that they have been selected for a face to face interview to go over their written materials and answer any further questions the candidate might have.
- b) Forwarding a brief, half-page biography to the chairperson of the Nominating Committee and/or the Director of Services, highlighting their background, experience and interest in becoming a member of the board of directors by a certain date.
- c) The candidate would also be given the date and time of the AGM where the membership would give their approval, as well as provide them with other necessary information.

6. The Committee chairperson will advise the Board President/their appointee of the list of candidates that have agreed to let their names stand, followed by presenting the list of nominees to the Board prior to the AGM, answer any questions they may have prior to giving their approval.

7. The Chairperson will produce a 'Report of the Nominating Committee' for the upcoming AGM.

Revised AP: May 28th, 2020

File: Nominating Committee