

Policy/Procedure Name:	Nominations Process for Board Officers
Number:	
Effective Date:	01 SEPT 2011
Revision Date:	14 MAR 2024

Manual:	Governance
Section:	Board Effectiveness
Pages:	1 of 3

Scope

The policy pertains to the Muskoka Algonquin Healthcare (MAHC) Board of Directors and Board Committee Appointee Members.

Policy Statement

The selection process for Board Officers will be systematic, transparent, accountable and fair.

The Board Chair and Vice Chair are responsible for ongoing succession planning for leadership on the Board and the recommendation of officers, including the Chair, Vice Chair(s), Secretary, and Treasurer.

The Board Chair will review annually with the Governance Committee succession planning for Board Officers and the process to arrive at a recommendation to the Board the slate candidates for appointment as Board Officers.

In accordance with the Corporate By-Law, the President and Chief Executive Officer shall be the Secretary unless otherwise determined by the Board.

The incoming Chair and the incoming Vice Chair(s) shall be an Elected Director. It is expected that the Vice Chair shall progress to the office of Chair in the ordinary course (subject to Board approval), unless there are extenuating circumstances. Should there be extenuating circumstances, the Governance Committee would be consulted on an appropriate process.

Board Officer terms are subject to Board Officers serving at the pleasure of the Board in accordance with Section 8.2 of the Corporate By-law. Despite annual terms, in furtherance of stable leadership and orderly succession planning, the following expected terms are set out below:

Chair	Two one year terms
Vice Chair(s)	Two one year terms, with the option to renew for an additional two one year terms
Secretary	One year term, renewable
Treasurer	Two one year terms, with the option to renew for an additional two one year terms

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Pages: 2 of 3	Revision Date:	14 MAR 2024

Procedure

The process for selection of Board Officers is as follows:

- Annually in January, the Board Chair and Vice Chair will confirm with the Board Officers if they wish to serve in their position for a subsequent year if eligible.
- The Board Chair and Vice Chair will advise the Board on the intentions of the Board Officers and solicit feedback on incumbents, and expressions of interest for any Directors wishing to be considered for a position.
- Based on the information received from the Directors, the Board Chair and Vice Chair will develop a list of one or more candidates for each Board Officer position.
- Where there is only one candidate for a position, the Board Chair and Vice Chair will provide a recommendation to the Board having regard for the position description and qualifications, the results of Director evaluations, and the feedback received from the Board.

Where there are multiple candidates for a position, the Board Chair and Vice Chair will interview potential candidates, having regard for the position description and qualifications, and the results of Director evaluations. The Board Chair and Vice Chair will also canvass the Board on the perceived strengths and weaknesses of the potential candidates and agree on a nominee to recommend for appointment by the Board at the first Board meeting following the annual members' meeting. Confidential notes will be maintained by the Board Liaison containing sufficient detail to permit an independent observer to understand the methodology applied by the Board Chair and Vice Chair, including the weight of various factors in coming to its recommendation.

- To the extent practical, the Board Chair and Vice Chair's deliberations will be completed to the May 30 of each year, and the nominee for appointment by the Board will be recommended to the Board prior to the annual members' meeting and no later than the June Board meeting.
- In the event of a mid-term vacancy in the office of Chair, the Board, upon recommendation from the Governance Committee, may appoint the Vice Chair(s) as

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Pages:	3 of 3

Chair or appoint another Director as Chair in extraordinary circumstances. It is expected that where there are two Vice Chairs, the first Vice Chair will progress to the office of Chair, and the Second Vice Chair will progress to the office of first Vice Chair. In the event of a mid-term vacancy in the office of Vice Chair(s) or Treasurer, the Board, upon the recommendation of the Board Chair and Vice Chair, may appoint another Director as Vice Chair(s) or Treasurer.

Cross Reference

- MAHC Corporate By-Law
- Conflict of Interest, Board of Directors

Notes

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