

# Process for Identifying, Nominating and Appointing Members of Council and Committees – Independent

Notice of upcoming vacant seats for independent members of Council and its standing committees (excepting the Academic Board) will be given by the College Secretary well in advance of the end of term of a retiring member.

The Governance & Nominations Committee may look to a variety of sources for nominees as it sees fit, including but not limited to, other members of Council and committees, the Chair of the relevant standing committee for committee vacancies, social media sites (especially those focused on fostering greater diversity on boards), and members of the College community, as appropriate. The Committee (or the Chair of the relevant standing committee) may also determine that an executive search firm should be engaged to assist with the search. In that event, the College Secretary will coordinate a request for proposals from relevant firms.

For seats on Council, nominations will be reviewed by the Governance & Nominations Committee and a short-list of interviewees compiled. Interviews will be conducted by a subcommittee of the Governance & Nominations Committee to include the Chair of the Council (or designate), at least two other member of the Governance & Nominations Committee, and the College Secretary as resource staff. A report will be provided to the Governance & Nominations Committee, including a ranked list of the nominees interviewed. The final determination as to which candidate to recommend to Council will be made by the Governance & Nominations Committee.

For seats on standing committees, nominations will be reviewed by a subcommittee consisting of the current Chair of the standing committee concerned, at least one other member of the committee concerned, a member of the senior management team designated by the Principal, and the College Secretary (or designate) as resource staff.

In considering candidates, the Governance & Nominations Committee will remain mindful of:

- The current skill sets required for the seat concerned.
- The need to meet the College's commitment to equality and diversity.
- The need for succession planning across the governing structure.
- Any particular criteria or requirements contained in the advertisements for the position.

When a committee member is eligible for reappointment, the reappointment recommendation will be made to Council by the Governance & Nominations Committee on the advice of the Chair of the relevant standing committee.

When a Council member is eligible for reappointment, the reappointment recommendation will be made to Council by the Governance & Nominations Committee after consideration of the member's performance in the current term and Council's ongoing needs for diversity, for particular skills or for succession planning.

All appointments and reappointments, whether for Council or standing committee seats, must be approved by Council.