



Nominations Committee Terms of Reference

Effective: October 2019

PURPOSE:

Mission: Identify potential Board directors, and oversee nomination and election processes

COMPOSITION:

The Committee will comprise of a minimum of three (3) persons with the precise number being placed at the discretion of the Nominations Committee Chair. Members of the Nominations Committee will be expected to be familiar with the OIA policies and procedures for nominations. Membership of the Nominations Committee will include:

- A Chairperson, who shall be a member of the Board of Directors
- Members appointed by agreement of the Committee Chair and the Board of Directors
- At least two members of the Committee shall be members of the Board of Directors and at least one member will be a non-Board member from an OIA member organization
- A quorum shall be recognized as at least 51% of the committee

TERMS OF OFFICE:

The composition of the Nominations Committee shall be determined after the election of the new Board Chair-elect at the Annual General Meeting. If the Nominations Committee members wish to continue, and the Board approves their appointment, there shall be no limit to the term while serving as a board member.

APPOINTMENT OF CHAIR:

The Chairperson shall be appointed by the Board of Directors.

COMMUNICATION WITH THE BOARD:

The Membership Committee Chair will communicate with the Board of Directors in order to update, advise and keep them apprised of all relevant areas of work currently under the control of the Nominations Committee.

DUTIES:

The Nominating Committee shall submit one (1) or more nominees for each of the offices and positions to be filled by election at the AGM. The Nominations Committee shall assure that mail, email, or fax of the list of candidates is transmitted to all Member Organizations no fewer than sixty (60) days prior to the AGM

MEETINGS:

- A teleconference meeting will be held when required.
- Meetings may be held in person, or via electronic means such as telephone or videoconference.

GOVERNANCE:

- All recommendations and decisions of the Chair's Standing Committee shall be made by consensus.
- Quorum shall be required at meetings where a decision and/or recommendation are being made. A quorum is 51% of the members of the committee.
- Votes are passed based on the majority of those present.
- All decisions and/or recommendations shall be submitted to the Board of Directors for final approval.
- The Chair shall ensure that a record of all decisions and recommendations of the Committee is maintained.