

NOMINATIONS COMMITTEE

Mandate

The mandate of the Nominations Committee is to:

- draw on the experience of Speech-Language & Audiology Canada members to ensure the association has the highest quality of elected leadership founded on Speech-Language & Audiology Canada's competency-based model;
- evaluate the Board and examine the skills and characteristics needed in Board and Committee candidates;
- identify suitable candidates for various Director positions and recommend a slate of nominees for the Board positions being elected in any given year;
- identify suitable candidates for SAC Standing committees; and
- recommend amendments to nominations policies and procedures for SAC Board consideration.

Responsibilities and Duties:

The Nominations Committee is accountable for the duties and responsibilities listed below. They shall have the authority to undertake such other specific duties as prescribed by the Board of Directors and as may be required in terms of any statutory or regulatory requirements.

Responsibilities may include but are not limited to:

- overseeing the processes for seeking and nominating Speech-Language & Audiology Canada Directors;
- overseeing the nomination process for seeking members for Speech-Language & Audiology Canada's Directors, in keeping with succession planning best practices;
- overseeing the development and maintenance of a nomination profile for Speech-Language & Audiology Canada's Directors, including the competencies and skills that the Board as a whole should possess;
- overseeing the process for seeking and identifying qualified members for any standing committees;
- considering geographical representation on committees;
- consulting with Clinical Certification Examination Committee Chairs regarding vacancies prior to making final recommendations to the Board;
- recommending the names of committee Chairs (and Vice-Chairs as applicable) to the Board through a consultation process with the current committee Chair and committee members, if appropriate; and
- collecting statistical information on the demographics of applicants and reporting this to the Board on an annual basis.

Reporting Relationship

The Speech-Language & Audiology Canada Board of Directors establishes committees and approves their terms of reference. Members of the Nominations Committee are appointed by

the Board based on recommendations of the Executive Committee according to the applicants' skills, experience and qualifications.

Committees are accountable to the Board. Staff liaisons are expected to monitor activities and bring any concerns (i.e., committee being off schedule) to the attention of the Board through the Chief Executive Officer.

Written Committee Board reports are required of all SAC standing committees for the two annual in-person Board meetings and may also be submitted to Board teleconference meetings as required. Committee Chairs are responsible for writing the reports. Upon request and at the Board's discretion, committee Chairs may virtually attend Board meetings to present committee recommendations or products of their work.

Membership

The members of the Nominations Committee are appointed by and serve at the pleasure of the Board. These members may serve until removed by the Board or their successors have been duly appointed. The Executive Committee shall select the Nominations Committee members and make a recommendation to the Board.

The Nominations Committee shall be composed of a minimum of five and a maximum of seven Speech-Language & Audiology Canada members, one of which shall serve as committee Chair, and there shall be staggered terms of office. Current SAC Directors are not eligible for appointment to the committee. Members of the committee may not apply for any Board vacancies during their term. Committee members must maintain Speech-Language & Audiology Canada membership throughout their terms.

Members shall include:

- A minimum of five and a maximum of seven Speech-Language & Audiology Canada members
- A minimum of two members who have served on the Board within the past five years
- At least one audiology member
- At least one speech-language pathology member
- A staff liaison, not included in the minimum or maximum number of committee members, is the Chief Executive Officer. Staff liaisons are non-voting members.

Chair

- The Chair of the Nominations Committee is appointed by the Board based on the recommendations of the Executive Committee. The Chair shall serve for 2 years with a provision to serve up to an additional 2 years. The Chair's term shall count towards the maximum number of years a member may serve on the committee.
- A Vice-Chair will be appointed by the Board from committee members during the last year of the Chair's term based on the recommendations of the Executive Committee.

Term

- Members of the Nominations Committee shall serve a 3-year term and may be reappointed for a maximum of a second 3-year term.
- In the interest of maintaining a balance of both experienced and new members on the committee, the Nominations committee may seek approval from the Board of Directors to waive that section of the guidelines respecting terms of service, where in the opinion of the Nominations committee following guidelines to the letter would be detrimental to a committee's ability to function efficiently and effectively. It is recommended that no more than two members be added to any committee in any one year.

Removal of Chair/Members

The Chair or members of the committee may be removed if, in the opinion of the Board, the Chair or member is incapacitated, is unable to carry out the duties of the office or is in violation of the Committee Volunteer Code of Conduct. The SAC Chair may communicate the decision or may delegate such authority to the Committee Chair. The member may also step down from their role voluntarily if they are no longer able to perform the duties as assigned. In this case, the Committee Chair will have the option to replace the member with another member.

Meetings

The Nominations Committee shall meet at least six times in a year. Additional meetings may be called as the Committee deems it appropriate and advisable. The Committee may meet by teleconference or by other electronic means that permit each member of the Nominations Committee to communicate adequately with each other (provided that a majority of the members of the Nominations Committee consents to the meeting being held in that manner).

Committee meeting documentation needs to be provided to committee members with adequate time in advance of meetings (i.e., 1-hour meetings a minimum of 3 days; 1-day meetings a minimum of 1 week; and 1+ day meetings a minimum of 2 weeks).

Standing committees must fully review their terms of reference annually. Reviewed terms of reference will be presented to the Board for approval. The Board can amend terms of reference mandates at their discretion. Terms of reference should be available to all committee members and referenced regularly.

Quorum

50% + 1 shall constitute quorum.

Voting

In matters of voting, the majority (50% +1) shall rule. The committee Chair has the right to vote. The staff liaison does not vote.

Agenda

The committee Chair and Chief Executive Officer collaborate to prepare agendas in advance of the meetings.

Minutes

Minutes will be prepared by the Chief Executive Officer or a designated staff member and reviewed by the committee Chair prior to circulation to committee members. Minutes will be approved at the next meeting of the Nominations Committee.

*Approved by the Board: May 6, 2014
Revised: June 19, 2014; September 2, 2014; May 23, 2015; July 21, 2015;
December 5-6, 2015; March 10, 2016; April 27, 201,, August 3, 2016;
November 5, 2017; June 11, 2018; March 18, 2019; October 21, 2019;
November 15, 2020*