

BOARD POLICY

Subject:	Nomination to the Board, Nomination Committee Terms of Reference & Board Roles & Responsibilities	Date Approved:	November 24, 2008
Approved by:	Board of Directors	Date Revised:	January 16, 2013
Specific to:	Board of Directors	Next Review Date:	September 2017

PURPOSE:

To develop a transparent process is in place for the establishment and sustainability of a board of directors for the North Huron Family Health Team (NHFHT).

POLICY:

The Board of Directors of the North Huron Family Health Team will endeavour to create and maintain a board membership with a diverse skill mix and is representative of the community population.

Board membership will be rotational and duration will be in accordance to existing bylaws.

PROCEDURE:

The Executive Committee shall request, at least 60 days in advance of the annual meeting, written nominations for vacant positions on the Board. If the vacancy is from one of the community organizations defined under “Board Composition” in the Bylaws, that organization will submit two (2) names for each vacant position. If the vacancy is from one of the community positions, then the Executive Committee will solicit names of interested citizens.

Nominations must be signed by at least one Member of the corporation in good standing and accompanied by a written declaration, signed by the nominee, that the nominee will serve as a Director in accordance with the Bylaws, if elected.

The Executive committee will receive and review all nominations received. In accordance with its terms of reference, the Executive committee shall prepare a report, including a recommended slate of nominees to the Board, to be presented at the annual meeting of the Corporation, and such report shall be forwarded to the Chair of the Board for consideration at least thirty (30) days prior to the annual meeting.

Forms: [Board Nominee Form & Nominee Information Form.doc](#)

NOMINATION COMMITTEE – TERMS OF REFERENCE

PURPOSE:

The Nominating Committee recommends to the Board a slate of nominees which will ensure broad representation from the community, comply with membership requirements and skill needs, and provide potential candidates required by the North Huron Family Health Team (NHFHT) in order to fill vacancies. The Nominating Committee undertakes succession planning for the Board Executive and recommends to the Board, the Board Executive on an annual basis.

ACCOUNTABILITY:

Board of Directors

FUNCTIONS:

- Ensure that the nominations procedures are consistent with the NHFHT bylaws, vision and mission;
- Prepare a slate of nominees which will ensure broad representation from the community and meet the skill needs of the board;
- Recommend potential candidates to the NHFHT Board Committees;
- Circulate slate of Board nominees to the membership with the notice of the Annual meeting;
- Prepare ballots for the purposes of voting at the Annual General Meeting;
- Maintain a list of names of potential Board/Committee candidates in order to fill vacancies.

MEMBERSHIP:

The Executive Committee will be the Nomination Committee:

- The Chair of the Board, who shall be chair of the Committee
- The Vice Chair of the Board
- The Treasurer
- The Executive Director (non-voting)
- The Medical Director (voting)

TERM:

Based on the terms of the positions held within the Committee.

QUORUM:

Majority of voting members; 50% + 1

VOTING:

In the case of a tie, the Chair of Board of Directors will cast the deciding vote (consistent with the NHFHT bylaws).

MEETING FREQUENCY:

At the call of the Chair.

ROLES & RESPONSIBILITIES OF THE BOARD OF DIRECTORS

ROLE OF THE BOARD OF DIRECTORS:

The Board of Directors is the governing body of the NHFHT and is responsible for ensuring that the NHFHT performs its legal obligation in terms of overall management and conduct of the organization. It is the final authority.

GENERAL RESPONSIBILITIES:

The Board of Directors is ultimately responsible for setting service direction, establishing priorities and setting standards to ensure financial integrity and compliance with relevant legislation. The Board ensures that planning and evaluation processes are in place and reviews the organization's activities, services and future direction. The Board of Directors is responsible for the approval of the mission, vision and values statement, as well as the development of the strategic plan for the organization.

The Board of Directors complies with the North Huron Family Health Team (NHFHT) By Laws which define the Board's structure and procedures, the powers of the Directors and the duties and obligations of its Officers.

The Board of Directors is responsible for the overall governance of the NHFHT. The Board sets policy and procedures and determines the NHFHT's strategic direction. It is incumbent upon the Board to solicit and receive input from the community and to articulate its policies and plans to the membership and the community.

The Board ensures that sufficient funds are raised or resources acquired to operate the NHFHT and to deliver its programs.

The Board is responsible for the selection of an Executive Director and to give her/him guidance and support, including an annual performance review.

INDIVIDUAL BOARD MEMBER DUTIES:

To be informed and up-to-date on NHFHT policies, procedures, Bylaws, governing legislation, activities and finances.

To attend and participate fully in Board and Committee meetings. It is expected that each member will sit on one (1) Board Committee (possibly as Chair). It is preferable that a member be absent from not more than two (2) Board meetings annually.

To keep informed of community needs and to act as a liaison between the NHFHT and the community. To identify potential future Board and Committee members.