STANDING COMMITTEES OF THE BOARD

NOMINATIONS COMMITTEE
TERMS OF REFERENCE

ARTICLE I: GENERAL

1.1 General Terms. The General Terms of Reference for Committees ("General Terms") are incorporated herein by reference, except as otherwise provided herein.

1.2 Purpose. The primary purpose and function of the Committee are to:

a) Review applications of prospective Directors;
b) Make recommendations to the Charter Board concerning the election of new Directors.

ARTICLE II: INTERPRETATION

2.1 Defined Terms. In these terms of reference, unless the context otherwise requires

(a) "Terms of Reference" shall mean these terms of reference of the Committee; and

(b) "Committee" shall mean the Nominations Committee established by the Board.

ARTICLE III: MEMBERSHIP

3.1 Composition. The Committee shall consist of up to seven (7) members ("Committee Members"), including:

a) A minimum of three (3) Directors;
b) The Board Chair;
c) The Founder

The Superintendent (or delegate) may also participate in an ex officio non-voting capacity to advise the committee.

3.2 Committee Chair. The Committee shall have a chair ("Committee Chair") appointed pursuant to the Bylaws. In the absence or vacancy of the Committee Chair, the members of the Committee shall elect one of their number to act as Committee Chair for the time being. For the avoidance of doubt, the Committee Chair must be a Committee Member.

ARTICLE IV: MEETINGS

4.1 Frequency. The Committee shall meet at the call of the Committee Chair.

ARTICLE V: POWERS AND DUTIES

5.1 Specific Responsibilities. In carrying out its mandate, the Committee shall:

(a) Identify the competencies and expertise needed to maintain a well functioning Board;
(b) Circulate all applications for prospective Directors within 30 days of receipt;
(c) Notify the Board of a new application at the next regular meeting of the Board;
(d) Make a determination to interview the prospective applicant;
(e) Make a recommendation to the Board concerning the candidate's election or, in the event there is no consensus from the committee, advise the Board of that fact.

Approved: 30 April 2024