

<b>GOVERNANCE PROCEDURE</b>	
Effective	September 2022 M22-0128
Revised	
Next Review	April 2026
Review Cycle	4 years

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## **ELECTION OF THE CHAIR AND VICE-CHAIR**

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### **1. OBJECTIVE**

- 1.1. This procedure is made pursuant to the Board's Trustee Operations Policy and outlines specific directives to be followed for electing the Chair and/or Vice-Chair.

### **2. ELECTION OF THE CHAIR AND VICE-CHAIR**

- 2.1. The Director shall preside at the inaugural meeting and the annual organizational meetings of the Board until a Chair is elected in accordance with this procedure.
- 2.2. The Director will call upon Trustees individually in random order to indicate their interest in the position of Chair.
- 2.3. Each Trustee will be given the opportunity to indicate their interest;
  - 2.3.1. If none of the Trustees indicate an interest in the position of Chair, the Director will call upon Trustees individually again to indicate their interest. At this time, Trustees may encourage another Trustee to indicate their interest, and/or ask a clarifying question about the role.
  - 2.3.2. If none of the Trustees indicate an interest, and no Trustee has responded favourably to encouragement to indicate an interest in the position of Chair, the Director will call for a recess. When the meeting resumes, the Director will again call upon Trustees individually to indicate their interest or to encourage another Trustee to indicate their interest. This cycle will continue until at least one Trustee has confirmed their interest in the position of Chair;
- 2.4. Trustee(s) who have confirmed their interest in the position of Chair may speak to their interest for a period not to exceed three minutes, in the order in which their interest was expressed.
- 2.5. After all candidates have had the opportunity to speak, the Director shall appoint two senior administrators to act as scrutineers, call the vote by secret ballot and distribute the ballots.
- 2.6. In the event that only one Trustee wishes to be a candidate for the position of Chair, no vote will be required and that Trustee will be declared the Chair for the coming year.
- 2.7. Each Trustee will record the name of one of the candidates on their ballot. Trustees participating from a remote location, if any, will email their vote to both of the scrutineers. All ballots will be tallied. Scrutineers will verify the votes of the ballots.
- 2.8. The candidate receiving a majority of votes cast by all Trustees present will be declared the elected Chair for the coming year.

- 2.9. Where there are more than two candidates, and no candidate receives a majority of the votes cast, a further vote will be held, for which the candidate receiving the least number of votes from the previous vote will be eliminated from the slate of candidates. This process will be repeated until one candidate has received a majority of the votes cast;
  - 2.9.1. Where there are only two candidates (or only two candidates remaining) and each receives the same number of votes, another vote will be conducted. If a clear winner is determined that candidate will serve as Chair for the coming year.
  - 2.9.2. Should there not be a clear winner, the process outlined below will be used: The name of each candidate will be placed on a separate ballot and the Director will draw one ballot. The candidate whose ballot is drawn by the Director will serve as Chair for the coming year.
- 2.10. In the event that the candidate with the greatest number of votes nevertheless did not receive a majority, and the two or more candidates with the least number of votes received the same number, the process of drawing lots as described in paragraph above will be followed to determine which of the names with the least number of votes will be eliminated. The candidate(s) whose name(s) the Director draws will remain a candidate; and the name not drawn will be eliminated from the next round of voting.
- 2.11. With the newly elected Chair presiding, the Board shall then elect a Vice-Chair, using the same procedure as for the election of the Chair.
- 2.12. At the conclusion of the election of the Chair and the Vice-Chair, the Chair shall make a motion to destroy the ballots.