
Recruitment & Appointment of Chair and Vice Chair of the Board of Governors

Board of Governors Manual

Approving Authority: Board of Governors

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Policy Statement

It is the policy of St. Jerome's University Board of Governors to conduct fair and transparent nominations and elections for required positions. Subject to the St. Jerome's University Bylaw and associated Board policies each member shall have the opportunity to let their names stand for nomination and election.

This policy provides a framework for the election of the Board Chair and Vice Chair. In accordance with the St. Jerome's University Bylaw Article 6.3, both the Board Chair and Vice Chair will be elected by members of the Board to serve a two-year term, following which they are eligible for re-election for a second, consecutive two-year term. Further, in accordance with the St. Jerome's University Bylaw, Article 3.3 (c), only Members at Large are eligible to serve as Board Chair or Vice Chair.

Appendix A Supplemental Information

Nominations

At the beginning of the last year of the Chair's or Vice Chair's term, the Governance Committee will establish a Nominating Committee composed of at least two Board Members at Large who are not standing for election or re-election.

The Nominating committee will call for nominations, allowing at least one month for submission of nominations. Nominations may be made by any member of the Board and are to be accompanied by the nominee(s)'s consent.

For the position of Board Chair, a Nominee will normally have served as a standing committee chair. A Board member may be self-nominated.

At the close of nominations, the Board will be notified of the nominees' names in advance of the election.

Should there be only one nominee at the close of nomination, that nominee is elected by acclamation. Confirmation by vote will take place at the following Board meeting.

Elections

Prior to an election, time will be allocated at a Board meeting for each of the nominees to address the Board for a maximum of five minutes each.

Voting by Confidential Ballot

Immediately following the presentations made by the nominees at a Board meeting, an election will be held by confidential ballot.

Anyone unable to attend the Board meeting in person when an election is being held may vote in advance by confidential email to the recording secretary prior to noon on the day of the Board meeting/election. There shall be no provision for proxy voting.

A member attending the meeting by telephone may cast their vote to the recording secretary by confidential email at the time the election is being held.

The Nominating Committee will distribute confidential ballots to each member present. Ballots will include the election date, the office and term for which the election is being held and each of the nominee(s)'s names.

The Nominating Committee will collect the ballots, add any ballots they have received by email, and check-off names on the list of voters as ballots are cast.

The Nominating Committee will select a scrutineer who is not a Board member to accompany the committee to a separate room to count and then seal the ballots.

Electronic Voting

Where an in-person election cannot take place, or where the Board allows, an election may be conducted through a secure electronic method. To ensure that each Board member receives only one (1) vote, the

electronic voting method must authenticate voters' identities or ensure only one (1) vote is cast per individual. Results from such electronic voting method will be delivered to the Nominating Committee.

The electronic election will be held during or immediately following the meeting in which the nominee presentations took place.

Votes may be cast by email to the recording secretary in the event of a technical failure. Votes cast by email will be forwarded to the Nominating Committee to be tallied with the results of the electronic vote. The Nominating Committee will examine any email votes alongside votes received through the electronic voting system to ensure that each Board member receives no more than one (1) vote.

The selected Board members will choose a scrutineer who is not a Board member to review the votes and affirm the results.

The recording secretary, Nominating Committee and scrutineers shall maintain the confidentiality of all votes cast and counted and shall only be permitted to disclose the total tallied votes for any nominee.

Results

Following the election, the Nominating Committee will notify the candidates and send a notice to all Board members announcing the results.

At the next regularly scheduled Board meeting, the Nominating Committee will make a motion to confirm the election results. Upon receipt of such confirmation, the Nominating Committee shall destroy any records of the election ballots.