

# TERMS OF REFERENCE

#### **BOARD OF GOVERNORS SEARCH COMMITTEE**

Approval Authority: Board

Reports To: Governance Committee/Board

Established: 2021 08 15 'in principle'

Amendments: 2022 04 05

## 1. Purpose

The NOSM University Board of Governors Search Committee "Search Committee" is constituted to oversee and advise the Transition Board with respect to the search and appointment of the founding Board of Governors of the Northern Ontario School of Medicine University.

## 2. Search Committee Composition

The Search Committee shall consist of the following:

- 3 Individuals appointed by the Governance Committee to act as Chair and Cochairs (2) of the committee.
- 2 additional Directors currently on the Transition Board, who will not be standing for a position on the new Board of Governors,
- 1 Former Director of the NOSM Board selected by the Governance Committee
- 1 Representative of the Executive Group, appointed by the President
- 3 faculty (one from each division) appointed by the Division Head
- 1 person selected from the Francophone Reference Group
- 1 person selected from the Indigenous Reference Group
- President of Northwestern Ontario Municipal Association (NOMA) or designate
- President of Federation of Northern Ontario Municipalities (FONOM) or designate
- President of Health Sciences North or designate
- President of Thunder Bay Regional Health Sciences Centre or designate
- 2 Learners
- 1 Medical Student Alumni
- Elder or Knowledge Keeper appointed by the President

### • President (non-voting resource)

The committee membership should provide for a diverse and broad geographic, gender and cultural representation when available. This includes, but is not limited to, Indigenous and French speaking representation. The Chair and Vice Chairs of the Committee shall take appropriate action to ensure such diversity on the Committee.

#### 3. Quorum

Quorum will consist of a simple majority of voting members of the Search Committee.

#### 4. Procedures for the Search of the new Board of Governors

The Governance Committee will appoint 3 individuals to act as Chair (1) and Cochairs (2) of the Search Committee. These individuals will be chosen for their understanding of francophone and indigenous relations and issues as well as an understanding of operational and academic issues.

The Chair, who must be a member of the current Transitional Board, will be responsible for convening meetings and setting the agenda in collaboration with the Secretary. In the absence of the Chair, one of the Cochairs will assume the role.

The Chair acts as spokesperson for the Search Committee and ensures that there are regular updates provided to the Transition Board.

As it relates to the search and recruitment process, the Search Committee shall:

- In consultation with the Governance Committee, use a skill, qualifications and experience matrix, the Guidelines for Recruitment and Selection, other applicable documents, and factors to be considered in evaluating candidates to the Board for appointment.
- Initiate the request to the external appointing bodies as outlined in the Act and By-laws.
- Conduct confidential interviews of short-listed candidates.
- Carry out the recruitment in a highly confidential and professional manner. Information regarding applicants, potential applicants and interviews shall remain confidential to the Search Committee, even after the search is concluded.
- Recommend to the Governance Committee the slate of candidates for recommendation to the Board.

The University Secretary shall function as the Secretary.

The Search Committee members will immediately alert the Chair if any real or perceived conflict of interest arises during the search process.

The Search Committee shall strive for consensus. Consensus means that each Committee member is prepared to support the recommendation of the slate of candidates to the new Board of Governors. If consensus cannot be reached, the Search Committee shall select the slate of Candidates for recommendation to the Transition Board by simple majority vote.

This Search Committee shall be disbanded on the announcement of the appointment of the new Board of Governors.

#### 5. Authorities and Officers

The authorities and officers for this document are as follows:

- Approving Authority: Transition BoardDesignated Executive Officer: Chair
- Procedural Authority: Governance Committee
- Procedural Officer: University Secretary

## 6. Relevant Legislation/Documents

- Northern Ontario School of Medicine University Act, 2021, S.O. 2021, c. 25, Sched.
  16.
- NOSM University Regulations
- Freedom of Information and Protection of Privacy Act, R.S.O. 1990, c. F.31.
- By-laws

Review Period: Annually or as required

Next Review: 2023 05