

## **B – Governance Process**

## **EXTERNAL GOVERNOR REPRESENTATION**

### **Background**

The Northern College Board of Governors is responsible for the selection of new external Governors. The Board needs a diverse group of individuals having a diversity of skills and that can represent the public served by the College. Balanced representation on the Board will help ensure that discussion will be relevant and that the Board can make informed decisions.

The composition of the Board of Governors shall be in accordance with Ontario Regulation 34/03, Section 4 (1) (a) through (c).

- (a) an even number of members, as established by the by-laws of the board of governors of not less than 12 and not more than 20 members to be appointed in accordance with subsection (2) of the Act;
- (b) the President of the College, by virtue of office, as a voting member; and
- (c) one student, one academic staff member, one administrative staff member and one support staff member, each of whom shall be elected by the students or by the relevant staff group. O. Reg. 34/03, s. 4 (1); O. Reg. 169/10, s. 2 (1).

Ontario Regulation 34/03 and the Protocol for Board Nominations and Appointments (MCU, October 2010, *August 2020 version*) further set out requirements for recruiting and nominating external board members. If under the board's by-laws, the total number of members to be appointed under clause (1) (a) is 12, four of the members shall be appointed by the Lieutenant Governor in Council. The remaining members of the board to be appointed under clause (1) (a) shall be appointed by the members of the board holding office at the time of the appointment. LGIC appointments shall be made on an alternating basis with board appointments until all 4 LGIC appointments are made.

The Board should normally reflect a balance of diverse, inclusive, and geographic representation. The Board has determined that external governors should be able to provide advocacy and/or fundraising support to the College by virtue of recognition as leaders in their community or sector. However, in the pursuit and attainment of certain strategic goals, the Board may vary its normal composition for a determinate period of time.

### **Policy**

The Northern College Board of Governors will appoint Governors in order to ensure diversity of skills and representation of the communities it serves.

This policy applies to the nomination of external candidates for the Northern College Board of Governors.

## Procedure

- 1) Representation by new external governors may be invited through advertisements in regional newspapers, the college website, referrals by current board members and business and/or industry contacts.
- 2) The Board Vacancy Nominating Committee is responsible for the selection and for recommending approval of new external Governors. Prospective governors' skills, experience, and expertise are evaluated through a matrix which recognizes gaps in sectors represented on the Board membership. Candidates are assessed on merit – the skills and experiences the candidate will bring to the Board; diversity – the candidate's background, skills and experience; strategic direction, and in compliance with equity, diversity and inclusion principles as set by the College – the candidate's capacity to assist the college achieve its strategic direction; and probity – the candidate's commitment to the values and principles of public service.
- 3) The Board Vacancy Nominating Committee will develop and maintain a list of Board requirements. This profile will be updated annually for the purpose of assisting with effective, targeted recruitment of people with relevant/needed skills and geographic representation.
- 4) The Board Vacancy Nominating Committee will ensure that a minimum of two seats be made available for Indigenous representation, one being for the Chair, from time to time, of the Northern College Indigenous Council on Education.
- 5) The Board Vacancy Nominating Committee will:
  - a) Meet as necessary and work towards filling all vacancies.
  - b) Attempt to fill vacancies prior to the first meeting in September of each year.
  - c) Give due consideration to diversity, skills and community representation when selecting new Governors.
  - d) Ensure that the selection of new Board members maintains a balance of skills and representation as developed in item 2.
  - e) Present their recommendations to the Board as a whole.
- 6) The Board shall pass a motion recommending appointment by Order in Council or for appointment by the Board, as applicable.
- 7) The Minister makes and confirms to the College the appointment of one-third of external governors. The remaining two-thirds of external governors are appointed by the Board.

*Ref. – Policy B-15 Recruitment and Orientation of New Governors*