



Board of Governors Nominations Process

Category: Governance;

Jurisdiction: General Counsel and University Secretary; Board Governance & Nominating Committee;

Approval Authority: Board of Governors;

Established on: April 10, 2013;

Amendments: February 9, 2018; May 4, 2022; September 29, 2022;

The Board Governance & Nominating Committee (BGNC) is a Standing Committee of the Lakehead University Board of Governors that is charged with the primary role of assisting the Board of Governors in its governance stewardship and oversight responsibilities. Its main roles include:

- Reviewing the skills and experience required on the Board and identify to the Board candidates as prospective Governors; and
- Recruiting, screening and recommending to the Board candidates for election to the Board.

Appointments are made respecting the Lakehead University Act, Lakehead University Bylaws, and the Lakehead University Board approved “Roles and Responsibilities of Members.”

Identification of Board Needs:

At least once per year, and each time the Board composition or terms of reference of Board Standing Committees change:

- the BGNC Chair will consult with the Board Chair to determine if any skills gaps exist on the Board and report to the BGNC;
- the BGNC Chair will consult with Board Standing Committees Chairs to determine if any skills gaps exist on such Standing Committees and report to the BGNC; and
- the BGNC will review the Board Skills Matrix, and recommend to the Board any proposed changes.

Once a year, the BGNC and the Board shall be advised in writing by the Secretary of the names of those members whose terms expire during the current year. These names shall be recorded in the Official Minutes of that Board meeting. (Board Bylaws, Paragraph 7(a)).

New Board Member Recruitment

When a vacancy exists or is anticipated, the BGNC shall implement the following steps to fill it:

Step 1 - Identification of Skills Gaps

The BGNC will identify any gaps that should be filled to meet the needs of the Board and/or its Standing Committees, with due regard to the Board Skills Matrix and the Board Diversity Policy.

Step 2 - Recommendation

With due regard for the identified skills gaps and Board Diversity Policy, the BGNC will determine a suitable candidate from the Evergreen List to interview (the BGNC may

decide to disregard an interview if the candidate was recently interviewed). Should none of the candidates on the Evergreen List be suitable to fill the current vacancy, the BGNC shall move on to the next step in the process.

Step 3 - Seek Nominations

The BGNC may instruct the Secretariat to advertise any vacancies. Advertisements shall include the desired skills the Board is currently seeking to fill. The BGNC will formulate advertising strategies to encourage nominations from under-represented groups. The Board of Governors strives for a diverse membership reflective of the population it serves (See Board Diversity Policy). The BGNC first examines the membership in terms of sensitivity to diversity balance and then to the skill sets required.

Nomination of candidates must be made on the Board approved Nominations Form, be accompanied by a current resume or CV, and contain sufficient information to enable the BGNC to determine whether or not to interview a candidate. As part of the nomination process, nominees will also be required to fill out the Skills Matrix. Self-nominations are encouraged. Nominations shall be sent to the Board Secretary.

Step 4 - Nomination Review

Candidates must possess the qualifications, the experience, and the commitment required to govern an institution of the size, complexity and reputation of Lakehead University. Knowledge and expertise in a wide variety of fields are preferred in order that the duties of the Board can be discharged effectively. Upon the close of the nomination period (or such other reasonable times as nominations are received) the BGNC will review each nomination and decide to:

- interview the nominee (should they meet the current criteria identified to fill an upcoming Board vacancy); or

- add the nominee to the Evergreen List for future interview consideration (e.g. if candidate does not meet the current needs of the Board but may be a desirable candidate in the future);
- add the nominee to a secondary list for future consideration (e.g. if it is determined that the candidate requires more experience prior to being considered for a position on the Board of Governors).

Step 5 - Interviews and Recommendations

Interviews of prospective candidates will be carried out by a sub-committee of the BGNC, containing at least the Chair or Vice-Chair, the President, and the Chair of BGNC. The Interview Sub-Committee will report to the BGNC on the results of the interview, and make a recommendation regarding whether the individual shall be recommended to the Board for appointment or added to the Evergreen List. The BGNC will determine whether individuals will be recommended to the Board for appointment or added to the Evergreen List. The Committee will recommend appointments that, as much as possible, avoid potential conflicts of interest.

With the exception of the Lieutenant Governor In Council (LGIC) and City of Thunder Bay appointments, no individual will be elected or appointed to the Board without first being nominated and interviewed. Individuals recommended by the Ogimaawin Indigenous Education Council (OIEC), the Senate, the Lakehead University Student Union, and the Lakehead University Alumni Association will be interviewed using the BGNC approved informal interview questions. Members appointed by the LGIC and the City of Thunder Bay, shall be invited to a welcome meeting with the Interview Sub-Committee members in order to provide a mutually beneficial learning opportunity, and start developing a good rapport amongst Board members.

Evergreen List

The "Evergreen List" will contain a list of prospective Board members as determined by the BGNC. The Evergreen List consists of a list of people who have been nominated, and either:

- interviewed and selected by the BGNC as possible future Board members, or
- the BGNC has decided to interview once the Board is seeking their skill set.

The BGNC shall review any individual who has been on the Evergreen List for over three years, and determine if the individual shall remain on the Evergreen List for up to another three years. Evergreen List members may be engaged in various University activities through an engagement strategy.

The University's Governance website will perpetually contain a call for interested individuals to be nominated or self-nominate to serve on the Board.

Board Standing Committees

The BGNC is also charged with the following:

- Propose nominees to serve on all Standing Committees of the Board.
- Propose nominees for Chairs of all Standing Committees.

Each spring, the BGNC shall invite Board members to submit any preferences they may have on their first, second, and third choice for Board Standing Committees, and other appointments that the Board regularly makes (for example, a member on the Senate and the OIEC). In addition, the BGNC shall invite Board members to make recommendations on Standing Committee Chairs. While efforts will be made to address Board member preferences, the Board reserves the right to appoint Board members to any Standing Committee.

The BGNC shall strive to make a recommendation to the Board in June regarding Board members to fill Standing Committees and Standing Committee Chairs following the next Annual Meeting of the Board. The BGNC shall consult with the Board Chair prior to making such recommendation.

Figure 1: Board Nominations Process

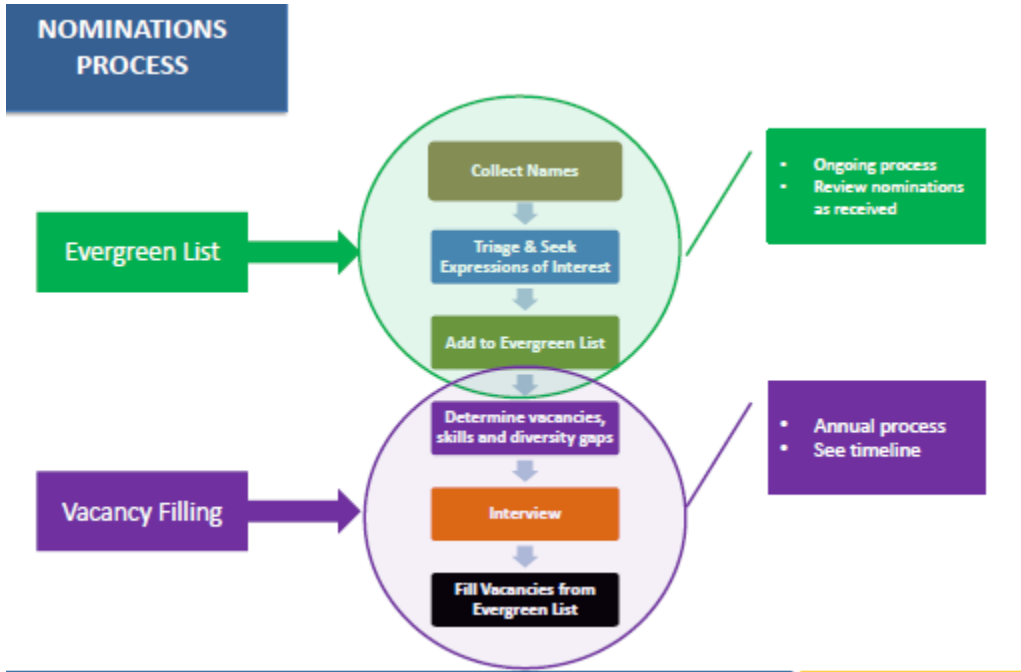


Figure 2: Nominations Timeline

Date	Who?	Decision/Action	
November	Secretary	Notice of expiring terms	
January to March	BGNC	Recommend any term extensions; determine gaps for upcoming term	
March	Secretary	Distribute Committee Preference Survey and Board Performance Survey	
Mid-April	BGNC	Recommend external appointments (OIEC, Senate, Pensions)	Committee Preference results available
Mid-May	BGNC	Determine proposed new Board members; recommend Board Committee and Officer appointments	Performance Survey results available
Summer	Interview Committee	Carry out potential new Board member interviews	
Mid-September	BGNC	Recommend proposed new Board members; finalize annual report with all recommendations	
Annual Meeting	Board	Review and approve recommendations	

Review Period: 3 years;

Next Review Period: 2024-2025;

Related Policies, Procedures and Forms: Board Nominations Form;

Policy Superseded by this Policy: None.

The University Secretariat manages the development of policies through an impartial, fair governance process, and in accordance with the Policy Governance Framework. Please contact the University Secretariat for additional information on University policies and procedures and/or if you require this information in another format:

Open: Monday through Friday from 8:30am to 4:30pm;

Location: University Centre, Thunder Bay Campus, Room UC2002;

Phone: 807-343-8010 Ext. 7929 or Email: univsec@lakeheadu.ca.