

NOMINATING COMMITTEE TERMS OF REFERENCE

The Nominating Committee supports Council in establishing committees (statutory, standing, and special committees) with members who have the appropriate mix of competencies, diversity, character, expertise and qualifications to fulfil their roles and public protection mandate. The Nominating Committee is responsible for specific functions related to the election of Council members and provides recommendations to Council related to competency-based Council elections.

1. Responsibilities

The Nominating Committee is responsible for:

- Acting in accordance with applicable legislation, CNO by-laws, and Council-approved principles, policies, processes, and criteria; discharging its duties in a transparent, independent, impartial, and fair manner; and seeking Council's input, as appropriate.
- Implementing a Council-approved process that is structured, transparent, and objective for evaluating and selecting qualified and diverse candidates for competency-based committee appointments.¹
- Recommending to Council candidates for appointment or re-appointment to committees.
- Fulfilling duties related to the election of nurse Council members, including declaring election results, resolving election disputes and making recommendations to Council for filling Council vacancies in-between elections.
- Collaborating with Council, committee chairs, and CNO staff, as appropriate, to determine the competencies, diversity, character, expertise and qualifications of Council and committee members.
- Reviewing and recommending improvements to the Nominating Committee's processes on a regular basis and recommending improvements to Council to ensure effective committee functioning.
- Performing any other activities necessary to fulfil its mandate, or as may be required by Council.

¹ The Nominating Committee recommends appointments to statutory and standing committees. At this time, not all committees are subject to a competency-based appointments process; this approach is applied only to select committees.

2. Membership

Council appoints the members of the Nominating Committee, on recommendation of the Nominating Committee.

The Nominating Committee is composed of five members, at least three of whom shall not be members of Council and will include the immediate past Council Chair or, if the immediate past Council Chair is unable to serve, another immediate past Executive Committee member.

If the immediate past Council Chair, or the immediate past Executive Committee member occupying this role, is a nurse member of Council, the remaining Committee shall be composed of:

- One public member of Council
- Three persons not on Council

If the immediate past Council Chair, or the immediate past Executive Committee member occupying this role, is a public member of Council, the remaining Committee shall be composed of:

- One nurse member of Council
- Three persons not on Council

If the immediate past Council Chair, or the immediate past Executive Committee member occupying this role, is not a member of Council, the remaining Committee shall be composed of:

- One nurse member of Council
- One public member of Council
- Two persons not on Council

At least one member of the Nominating Committee will have background and experience in human resources.

Chair

The Chair of the Nominating Committee will be an ongoing member of the Committee appointed by Council, on recommendation of the Nominating Committee in accordance with Article 24.04 of By-Law No. 1: General.

The Chair may delegate their role to another member of the Nominating Committee when unavailable.

Terms of Office

The following terms of office are designed to support the effective functioning of the Nominating Committee. The approach is grounded in key principles: maintaining the appropriate balance of Council and non-Council representation, preserving institutional knowledge during transitions, and upholding a fully constituted Committee capable of carrying out its responsibilities. These principles guide how terms are structured, renewed, and staggered to ensure stability and effectiveness over time.

The term of office for the Nominating Committee Chair is one year. In accordance with Article 30.02 of By-Law No. 1: General, the Chair can serve a maximum of two consecutive terms.

The immediate past Council Chair's term of office, or the immediate past Executive Committee member occupying this role, on the Committee ends when a new Council Chair takes office creating a new immediate past Council Chair.²

Council members of the Nominating Committee are generally appointed for a one-year term, renewable annually, subject to an overall limit of six years.

Other members of the Nominating Committee are generally appointed for a term of up to two-years, depending on the needs of the Committee and the availability of members.

Nominating Committee members may serve for a maximum of six years. The terms may be, but are not required to be, consecutive.

3. Meeting Expectations and Duties

Committee members are expected to meet the expectations outlined in [By-law No 3: Council & Committee Code of Conduct](#).

Quorum

A majority of the Nominating Committee members constitutes quorum for a meeting of the committee. The Nominating Committee is properly constituted despite any vacancy so long as there are sufficient members for quorum in accordance with section 31.01 of [By-Law No. 1: General](#).

² In the event that the past Council Chair is not able to be appointed to the Committee, then in accordance with Article 31.03 of By-Law No. 1: General, the Executive Committee would exercise its powers to fill the vacancy with another suitable candidate.

Decisions and Voting

When possible, the Nominating Committee's decisions are made by consensus.

Should consensus not be reached, the Nominating Committee's decisions are made by a simple majority vote of the members present at a meeting of the Nominating Committee.

Each member of the Nominating Committee has one vote.

4. Reporting

The Nominating Committee is accountable to Council and reports its activities and recommendations to Council at Council's next meeting. Time-sensitive issues are brought to Council's attention in a timely manner.

The Nominating Committee provides Council with sufficient information and documentation for Council to make informed decisions.

5. Resources

The Registrar/Executive Director & CEO acts as a resource for the Nominating Committee but is not a member of the Nominating Committee. The Registrar/Executive Director & CEO designates staff resource(s) to support the Nominating Committee as required.

Outside advisors and consultants may be retained to assist the Nominating Committee in discharging its duties.

6. Evaluation

The Nominating Committee will self-assess annually whether the Committee has met these terms of reference and report these results to Council.

7. Revision Process

These terms of reference are approved by Council. To maintain currency, a review of these terms of reference takes place every three years, with the exception noted below.

Where there is a substantive legislative change or change in regulatory or societal expectations, a review will be undertaken to determine if the terms of reference need interim amendment.

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2023.06.08

2025.06.04

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