

# GOVERNANCE & NOMINATING:

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The Institute's Governance & Nominating Committee is responsible for assisting with the Institute's internal governance and key major policy matters as well as for undertaking the nominating process for the Institute's regular bi-annual elections for the Board of Directors. These responsibilities are mandated in the bylaws and through policies established by the Board. Other governance matters that fall under the Committee's responsibilities include consideration of potential significant bylaw amendments and related internal and administrative governance policy work as required from time to time.

In accordance with the current standing policy of the Board – that the current President normally serves as chair of the Committee – the Governance and Nominating Committee was chaired by Emilie K. Adin RPP, FCIP. Additionally, several new volunteer members joined the Committee in 2024.

## **BOARD ELECTIONS & NOMINATIONS:**

As mandated by the Institute's bylaws, elections for the Board of Directors are held every two years (every odd numbered year) leading up to the Annual General Meeting (AGM) of that year. The most recent Board elections took place in 2023 in conjunction with the AGM, therefore, the next election is taking place in conjunction with the 2025 AGM.

For each election, the Committee is required to nominate a minimum number of qualified members for the various positions on the Board of Directors. The Committee can also nominate more than the minimum number of members prescribed. As part of its mandate from the Board, the Committee works to take into consideration several different factors when reaching out and seeking possible member nominees, such as diversity factors, regional representation, sector of employment, professional background, skills and knowledge, and volunteer experience. As part of its work in this area, the Committee, with support from staff, curated and developed a series of videos promoting the 2025 Board elections and encouraging members to consider standing for election or volunteering with the Institute in some other capacity.

The chair and Committee began their nominating work in late 2024 to prepare for the 2025 regular Board elections. Due to volunteer turnover on the Committee from the previous term, initial efforts focused on seeking out and securing additional new volunteer members to join the Committee itself. This work took place through a membership-wide call for expressions of interest and recruitment process coordinated by the chair. As a result of this work, three new volunteer members were appointed to the Committee during 2024.

The Committee continued its work on the Board election nomination process into 2025, in accordance with the

Institute's bylaws. This involved membership-wide communications to all members and outreach through existing Institute volunteer networks (committees, local chapters, etc.). The objective was to nominate: at least one Certified member to stand for election to the position of President-Elect for the coming term; at least eight Certified members to stand for election as directors on the Board for the coming term; and at least one Candidate member to stand for election as the Candidate member on the Board for the coming term.

Following the Committee's nomination process, additional at-large nominations for all available positions on the Board are sought from the membership, after which the voting process takes place online leading up to the 2025 AGM. Thanks are extended to all those members who step forward for nomination to stand for election to the Board.

## **BYLAWS & OTHER POLICY WORK:**

Throughout 2024, the Committee focused on developing and updating several internal administrative policies. This included reviewing and revising the terms of reference for most committees, revising expense and reimbursements and Board meetings policies, as well as developing new policies related to volunteer recognition, stipends, and honoraria, and sponsorship. Several of these updated or new internal policies were approved by the Board in late 2024, with remaining internal policy work continuing into 2025.

The Institute did not undertake any formal bylaw revisions or amendments in 2024. As reported previously, the most recent major amendments to the bylaws took place in 2016 and 2017 (driven in part by the new Societies Act) as well as some minor amendments were to Part 13 of the bylaws (updating some of the structures and processes for the Institute's Professional Conduct Review Committee and the disciplinary process) which took place in 2018.

Additionally, the Board has asked the Committee to explore and consider the current Board structure and terms of office (currently the Board is elected bi-annually for terms of two years). As of the end of 2024 this work has only just begun and, if any revisions are recommended, might result in proposed bylaw changes to implement any such changes.

## **COMMITTEE VOLUNTEERS & THANKS:**

The Institute's vital governance, policy, and nominating work relies on the commitment and contributions of the dedicated volunteers who serve on the Governance & Nominating Committee. Sincere thanks and appreciation are extended to all members who served on the Committee in 2024. Additional gratitude is extended to those members across BC and the Yukon who have stood—or are considering standing—for election to the Institute's Board of Directors. Your engagement is deeply valued. Thank you.