



## **Terms of Reference**

# **Appointments Committee**

### **1. PURPOSE**

The Appointments Committee is established to conduct a comprehensive and objective search process for identifying and recommending qualified individuals for appointment to the Board. The Appointments Committee interprets and applies the Appointment Rules approved by the Board according to the Bylaws.

### **2. FUNCTION**

- 2.1 The Committee ensures that recommended appointments are based on competency in accordance with processes and procedures determined by the Board by,
  - 2.1.1 Conducting a transparent and inclusive search process to ensure that candidates contribute to the desired composition of the Board
  - 2.1.2 Reviewing and assessing candidates for Board appointments, ensuring they meet the knowledge, skills, attributes and diversity required
- 2.2 The Committee is committed to promoting diversity and inclusion in all appointments, aiming for a Board composition that reflects a broad range of backgrounds, experiences and perspectives.
- 2.3 Recommend suitable candidates to the Board for appointment

- 2.4 Annually review the composition of the Board to ensure that it reflects the blend of knowledge, skills, attributes and diversity required for achieving excellence in regulatory governance.
- 2.5 The Committee periodically, and no less than every three years, reviews the search and appointments process to ensure it is effective, inclusive and transparent.

**Note:** The Appointments Committee is not responsible for filling vacancies among public representative members of the Board.

### **3. COMPOSITION**

- 3.1 The Appointments Committee will be comprised of:
  - 3.1.1 3 members of the Board, one of whom must be a public representative.
  - 3.1.2 1 registrant who is not a member of the Board; and/or
  - 3.1.3 1 community member who is not a public representative.
- 3.2 The Committee will select a Chair from among its members.

### **4. QUORUM**

- 4.1 Quorum shall be 50% of committee members, one of whom must be a public representative or community member

### **5. Terms of Appointment**

- 5.1 The term for Board members of the Committee is the duration of their term on the Board.
- 5.2 The term for non-Board members of the Committee is 2 years.
- 5.3 No more than 2 consecutive terms are permitted, and 2 years must pass prior to any reappointment

## **6. Authority and Reporting**

- 6.1 The Appointments Committee reports to the Board through the Chair and makes appointment recommendations to the full Board

## **7. Meeting Schedule**

- 7.1 Meetings will be held at the call of the Chair as determined necessary.

**END**

Approved: 2025-05-15

Effective: 2025-05-16