

Nominations & Governance Development Committee – Terms of Reference

Approved by: SEAMO Governing Committee	Approved on: 2014-03-04
Reviewed by: SEAMO N&GD Committee	Revised on: 2013-07-02
	2014-02-12
	2018-11-05
	2019-03-04
	2020-06-15
	2021-10-04
	2022-05-03
	2022-09-12
Reviewed: Annually	Page: 1 of 2

1. Role: The Nominations and Governance Development Committee advises the Governing Committee with respect to standing committee and task group appointments as well as the suitability of the organization's governance structure.

2. Responsibilities:

- Recommend to the Governing Committee individuals to fill vacancies on SEAMO's standing committees and task groups. In making recommendations, the Committee shall:
 - Review the terms of reference of the standing committees and task groups
 - Consider the skills and specific knowledge required to meet the responsibilities
 - Nominate individuals to fill positions based on this review
- Assess the committee structures of SEAMO, the terms of reference and membership of standing committees and the skills required to meet committee responsibilities and bring to the Governing committee recommendations regarding these matters
- Recommend a process for evaluating the performance of the Governing Committee and the standing committees
- Make recommendations to the Governing Committee concerning succession plans for the Governing Committee Chair
- Conduct an annual review of the process that promotes participation of a diversity of groups on the Governing Committee and SEAMO's standing committees and task groups. Report findings to the Governing Committee.
- Consult with Governors, representatives of the Signatories, SEAMO Management and others as it views necessary to meet its obligations
- Report to the Governing Committee at least quarterly
- Complete periodic self-assessment of the effectiveness of the Committee against its mandate and report the results to the Governing Committee

3. Diversity & Inclusion Statement:

The SEAMO Governing Committee will promote the participation of a diversity of individuals with varied skills and experience. The Board will administer a nomination process that encourages a diversity of candidates, including equity-seeking groups. A more inclusive Governing Committee and supporting committees will enrich partnerships, enhance accountability, and improve SEAMO's reputation.

Please see Appendix A for the Queen's Health Sciences definition of Equity, Diversity, Inclusion, Indigeneity and Accessibility.

4. Membership:

- Shall be comprised of:
 - 1) Up to seven (7) voting members including:
 - **Vice Chair, SEAMO (Chair)**
 - One (1) SEAMO Governing Committee member
 - Up to five (5) members-at-large, fully funded SEAMO physicians
 - 2) One (1) non-voting member
 - Chief Executive Officer, SEAMO
- Appointments shall be made by the Governing Committee on the recommendation of the Nominations and Governance Development Committee
- Recognizing the potential for conflict of interest or self-interest, members of the committee are expected to discharge their responsibilities in good faith and in the best interests of SEAMO. In conducting the affairs of this committee, members must deal with information received in a manner that respects the confidentiality of the content when that is necessary.

5. Term: Two (2) non-renewable three-year term

6. Chair:

- Shall be Vice Chair, SEAMO Governing Committee
- Shall vote only in the event of a tie on a recorded vote

7. Quorum: 50% plus one of the voting members

8. Meetings: At least quarterly at the call of the Committee Chair

9. Resources: SEAMO Administration

10. Reporting to: SEAMO Governing Committee

Appendix A

Queen's Health Sciences Definition of EDIIA

Equity

QHS is committed to ensuring the fair and respectful treatment of all learners, staff, and faculty by eliminating unfair biases, stereotypes and/or barriers that limit someone's full participation in educational, research and clinical activities. In addition, QHS strives to create opportunities for historically and systemically marginalized and underrepresented learners, staff, and faculty to empower and improve access to academic and growth opportunities.

Diversity

QHS is committed to diversifying the presence and participation of learners, staff, and faculty with different perspectives, backgrounds and identities (including, but not limited to, Black, Indigenous, Person of Colour, 2SLGBTQIA+, socio-economic status, gender and gender non-conforming, person living with a disability, ethnicity, immigration status, religion and creed, language, age, family status, amongst others). We celebrate the diversity of our learners, staff, and faculty in QHS and strive to ensure that representation in QHS reflects that of the greater Canadian society.

Inclusion

QHS is committed to creating an environment and culture where our learners, staff, and faculty can fully participate and flourish, build a sense of belonging, and feel welcomed and respected. QHS appreciates and embraces the diversity of perspectives, backgrounds, and identities of our learners, staff, and faculty by supporting their full participation in QHS.

Indigeneity

QHS is committed to supporting Indigenous learners, staff, and faculty connection to land colonized by settlers and supporting a process of confirming Indigenous citizenship that no longer relies solely on self-identification. QHS will comply with the findings and recommendations of the Queen's University Indigenous Identity Project.

Accessibility

QHS is committed to designing and building barrier-free information, activities, and environments for learners, staff, and faculty living with disabilities. QHS will strive to provide equitable access to all learners, staff, and faculty.