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**Accountability and Authority** The Governance Committee (formerly the Nominations and Elections Committee) is a non-statutory committee of the Council of the College of Naturopaths of Ontario and is established pursuant to section 12.02 and section 10 of the bylaws and the *Committee Principles* policy (GP06).

**Limitations** The Governance Committee shall only exercise the authority, and fulfill the duties and responsibilities authorized in the bylaws and by these Terms of Reference.

**Responsibilities** The Governance Committee shall:

- Review and make a final ruling on any disputes regarding a Registrant’s eligibility to vote in an election (s.10.07 of the bylaws);
- Review and make a determination on the acceptability of the biography and personal statement submitted by a candidate for election (s. 10.13 of the bylaws);
- Upon the request of the CEO, assist the CEO in the supervision and administration of elections of candidates for the Council (s. 10.16 of the by-laws);
- Upon a referral from the Council, shall hold an inquiry into the validity of the election of a Council member and shall make a report and recommendations to the Council;
- Working with the CEO, develop and maintain a comprehensive volunteer program for Council and Committee members that is acceptable to Council and that:
  - Provides for a process of recruitment and application for elections and/or appointments to Council and its Committees.
  - Provides for a competency-based framework for election and/or appointment to Council and its Committees.
  - Provides for an induction program for the assessment of candidates for Council and Council Committees.
  - Provides for orientation and training of new Council and Committee members appointed by Council.
  - Provides for an evaluation process for Council and Committee members.
  - Provides for a feedback process for all volunteers.
  - Provides for a volunteer recognition program for serving Council and Committee members.

**Composition and Appointment** The Governance Committee shall be appointed by Council and shall be comprised of at least three (3) but as many members as the Council deems appropriate,, including:

- One (1) or more Council members;
- one (1) or more Registrants who are not Council members and who are not seeking election to the Council in the year on which they sit on the Committee; and
- Any number of Public Representatives as defined in the by-laws.

The Council shall appoint the Chair of the Governance Committee.

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**Term of Office** The members of the Governance Committee shall be appointed annually by Council for approximately one (1) year, or until such time as the Council has made further appointments.

**Meetings** The Governance Committee shall meet at the call of the Chair.

In the event that the Chair of the Committee is unable to preside at the meeting, the Chair may designate an acting Chair from among the Committee members, or where the Chair has not done so, an acting Chair for the meeting shall be selected from among the Committee members by the Committee.

**Quorum** Pursuant to section 12.06 of the By-laws of the College of Naturopaths of Ontario, quorum for meetings of the Governance Committee shall be three members of the Committee, at least one of which shall be a Public member or a Public Representative as defined in the by-laws.

In cases of urgency as determined by the Chair of the Committee, the Public member/Public Representative requirement for the purposes of quorum may be waived.

**Reports** The Committee shall provide a report of its activities annually to the Council, as well as when requested from time to time, subject to any requirements of *the Regulated Health Professions Act, 1991*.

The Chair shall also submit a quarterly report to the Council addressing matters of importance to the Committee.

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