

NOMINATING COMMITTEE CHARTER

INTRODUCTION

- 1) The Board is responsible for the annual election of a Board Chair and Board Vice-Chair, each to serve for a term of one year. To assist the Board in this responsibility, the Board has established a Nominating Committee to be comprised of two members designated by the Board Chair and two members designated by the full Board. The members are annually designated at a regular Board meeting in October.
- 2) The duties of the Nomination Committee and the manner in which it will operate are set out below.

COMMITTEE OPERATIONS

- 3) The Nominating Committee shall operate as follows:
 - a) The presence of a majority of Nominating Committee members shall constitute a quorum.
 - b) All actions of the Nominating Committee shall be by an affirmative vote of the majority of the members present at a meeting of the Nominating Committee, provided a quorum is present.
 - c) All actions of the Nominating Committee shall be approved by the Board to be effective, unless otherwise provided herein.
 - d) The Nominating Committee shall meet annually, or as deemed necessary by the Nominating Committee or the Chair of the Nominating Committee, in consultation with the Chief Executive Officer.
 - e) The meetings of the Nominating Committee shall be open to the public and noticed and held in accordance with the Brown Act.
 - f) The Nominating Committee shall keep minutes of its meetings.
 - g) The Chief Executive Officer shall be the staff support contact for the Committee.

COMMITTEE RESPONSIBILITIES

- 4) The Nominating Committee shall:
 - a) Select one member of the Board as its nominee for Chair and one member as its nominee for Vice-Chair to hold office during the ensuing year.

- b) Present its slate of nominees to the full Board at its regular meeting in December. At the time of election of officers in December, the Chair shall call for other nominations, which may be made by any member of the Board.



- 5) This charter will be reviewed at least every five years.
- 6) This charter was:
 - a) Adopted by the Board on August 11, 2021.
 - b) Amended on April 13, 2022.