

CHAPTER 3: TERMS OF REFERENCE

SECTION 3: BOARD VICE-CHAIR TERMS OF REFERENCE

3.1 ROLE AND AUTHORITY

- 3.1.1 Recognizing that the duties of Mayor place significant time constraints on the Chair, the Board annually elects a Vice-Chair to assist the Chair and to act in the Chair's absence.
- 3.1.2 When the Chair is unavailable, the Vice-Chair shall act in the Chair's place until such time as the Chair returns and is able to resume responsibilities.
- 3.1.3 While presiding over a meeting of the Board or acting during an absence of the Chair, the Vice-Chair has and may exercise all the same rights, powers, and authority of the Chair, including the responsibility to speak on behalf of the Board.
- 3.1.4 Due to the overlap in governance duties and responsibilities, the Vice-Chair shall be the Chair of the Governance Committee.
- 3.1.5 The Vice-Chair works closely with the Executive Director and the Governance Committee to ensure the Board develops strategic goals and objectives to guide its work.
- 3.1.6 The Vice-Chair meets as needed with Board members to assess their interest and suitability for Board committees or board leadership roles (committee chairs); to explore opportunities for governance education and skills development in role of Director, to address areas for performance improvement, and to provide general guidance and advice.
- 3.1.7 The Vice-Chair works closely with the Chair and the Executive Director and facilitates communications among the Board, the Chair, and the Chief.

3.2 VICE-CHAIR ELECTION

- 3.2.1 The election of the Vice-Chair follows these procedures:
 - a. Nominations for the Vice-Chair shall require a mover and seconder from the Board.
 - b. Where more than one nominee stands for election, a ballot vote shall be taken at an in-camera Board meeting where quorum has been established.
 - c. Prior to the vote being taken, each nominee shall be given five minutes to speak to the Board on why they believe they should be elected Vice-Chair. Nominees shall be called upon in alphabetical order of their surname.
 - d. After all the nominees have completed their speeches, the ballot vote shall be taken.

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- e. If nominees are tied on the first vote, a second ballot vote shall be taken. If on the second vote the nominees remain tied, the election for a Vice-Chair shall be decided by lot drawn by the Chair.

3.2.2 Vice-Chair elections are held at the April Board meeting each year, and the term is valid for one year.