

## Election of Officers, Regional Directors, and Directors at Large

### 1.0 Scope

The purpose of this term of reference is to provide a framework to support the planning and implementation of the of the Officer and Director Nomination and election process within COHNA-ACIIST. This framework is in alignment with the [Canada Not-for-Profit Corporations Act](#), [Canada Not-for-Profit Corporations Regulations](#), and [COHNA-ACIIST 2026 By-Laws](#). This term of reference is interim and will be finalized prior to the Annual Meeting in 2026.

### 2.0 Definitions

In accordance with Section 1.1 and 2.5 of the [COHNA-ACIIST 2026 By-laws](#), member and Annual Meeting are defined as:

- a) "Member" means a Member of the Corporation in accordance with Section 2.5 of the COHNA-ACIIST 2026 Bylaws. Officers elected by members have the right to vote.
- b) "Affiliates" are individuals with occupational health interests who do not qualify for membership. Affiliates can be students, retirees, or professional affiliates. An affiliate shall not be entitled to vote at COHNA-ACIIST meetings, however, may be invited to attend the Annual Meeting as an Observer.
- c) "Annual Meeting" means the regular COHNA-ACIIST Annual Meeting of members required by the Canada Not-For-Profit Corporations Act.

### 3.0 Chair of Nominations

- d) The Board may, by Ordinary Resolution, and in accordance with Section 3.9 of the Bylaws, appoint from among its Directors a Nominating Committee consisting of such number of Directors as the Board may determine.
- e) The Nominating Chair shall be accountable to the Board and shall provide written reports annually and as requested and participate in conference calls upon request.

### 4.0 Records Management

The COHNA-ACIIST Administrator is responsible to collect and maintain records of the nomination and election process including nomination forms; names of elected persons, dates elected and term; copies of correspondence and any other communications applicable to the election process.

The Administrator shall forward all nomination forms to the Nominating Chair for review and verification that the candidates nominated meet the eligibility criteria (Refer to section 6.2 of this document). All records will be forwarded to the Administrator following completion of the elections process.

## 5.0 Members of the Board

The Board will be comprised of a minimum of 3 and maximum of 15 directors, including: President, Vice President, Treasurer, Secretary, Regional Directors (4), and Directors at Large.

- a) Officer positions of Vice President and President, respectively, shall be held by a willing director, or appointed by the board from the pool of elected directors.
- b) The Vice President and President can not be from the same region.
- c) The Board will appoint a Secretary and Treasurer. The Secretary and Treasurer need not be Directors or Members.
- d) So long as it suits The Board, The Vice President from the previous term shall be appointed to the position of President following the Annual Meeting for a two-year term of office beginning immediately after the AGM. Following the two-year term as President, the President shall be appointed to the position of Past President for a two-year term.
- e) The position of the COHNA-ACIIST Regional Director/Director at Large is an elected position for a two-year term. In accordance with Section 3.8 of the COHNA-ACIIST 2026 Bylaws, a Director may be elected for two consecutive full terms after which their term shall end.
- f) Regional Directors are voted in by regional members. Directors at Large are voted in by all members.
- g) The vote shall be in accordance with Section 4.11 of the COHNA-ACIIST 2026 Bylaws year and shall be taken by a show of hands in-person or virtually through a show of hands or electronic poll.
- h) If there is more than one candidate from the same region, the individual with the most votes will become Regional Director.
- i) Should an elected Regional Director become President or Vice President the director from their same region with the second highest number of votes assumes the position of Regional Director of that region.

- j) The positions of Directors at Large are filled with the individuals who have the highest number of votes after the President, Vice President, and Regional Directors are determined.
- k) No more than 3 Directors and Officers shall be from the same region unless the board so determines.

## 6.0 Election Process

### 6.1 Preparation for Election

In preparation for elections the Nominating Chair will:

- a) Provide a Call for Nominations for any vacant positions to be posted 30 days before the Annual Meeting. Communication will be facilitated via the Administrator to the membership and posted on the COHNA-ACIIST website.
- b) Verify the Nomination Form is available to all voting members and verify the submission deadline is the same as is posted on the Call for Nominations.
- c) Ensure that descriptions of the roles and responsibilities for Regional Directors and Directors at Large are available to all voting members.

### 6.2 Receipt of Nominations of Officers

- a) All nominees will provide the following documentation to the attention of the Nominating Chair to [info@cohna-aciist.ca](mailto:info@cohna-aciist.ca) by the submission date indicated in the "Call for Nominations":
  - o A completed Nomination Form.
  - o Resume or Biography
  - o Personal Statement
- b) The COHNA-ACIIST Administrator will verify that Nominees meet all eligibility criteria.
- c) Each nominee is required to acknowledge the receipt of any correspondence from the Nominating Chair or COHNA-ACIIST Administrator by e-mail for the purposes of documentation.

### 6.3 Proposed List of Nominations of Directors

The Nominating Chair will:

- a) Present the proposed list of nominees meeting the required eligibility criteria for all vacant Director positions to the COHNA-ACIIST Board of Directors to review at least 1

week prior to the Annual Meeting.

- b) Contact approved nominees to request the following:
  - o Mini biography (maximum of 300 words).
  - o High resolution photograph for publication on the COHNA-ACIIST website.
  - o Re-Confirm agreement to run for office by telephone or e-mail as per the signed consent submitted.
  - o Statement of nominee
- c) Contact nominees who did not meet eligibility criteria and advise of their status.

## **6.4 Final Election Slate of Nominations of Directors**

The Nominating Chair will:

- a) Present finalized list of nominees to the Board 1 week before the Annual Meeting including the following information:
  - a. A written summary on each candidate on how they meet or exceed established criteria for the position they have been nominated for.

Announce the list of eligible nominees on COHNA-ACIIST's website (member's section) with biographies and pictures.

## **6.5 Election of Directors**

- a) The vote shall be in accordance with Section 4.11 of the COHNA-ACIIST 2026 Bylaws, and shall be taken by a show of hands in-person or virtually through a show of hands or electronic poll at the Annual Meeting.
- b) The successful nominees will be declared by the President at the Annual Meeting, or next Board meeting.

## **7.0 Filling Vacancies**

- a) Should a Director be unable to fulfill their term of office, the Board may fill the vacancy by Ordinary Resolution.
- b) Ordinary Resolution of the Members shall be used in accordance with Section 3.12 of the COHNA-ACIIST 2026 Bylaws.

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- c) The Board can appoint a Director to the Board to fill a vacancy if there is quorum on the board. Any Directors so appointed shall hold office until the following Annual Meeting and shall be eligible for election as per Article 3 of the COHNA-ACIIST 2026 Bylaws.
  
- d) The Board can appoint Officers to the Board to fill a vacancy if there is quorum on the board. Any Officers so appointed shall hold office until the following Annual Meeting and shall be eligible for as per Article 3 of the COHNA-ACIIST 2026 Bylaws.