



**MICHAEL NEWTONTM
INSTITUTE**

MICHAEL NEWTON INSTITUTE
Director Election & Appointment Policy

Effective December 2, 2020

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**MICHAEL NEWTON™
INSTITUTE**

1. Policy Title

Michael Newton Institute Director Election & Appointment Policy (Full Title)

MNI Election & Appointment Policy (Short Title)

2. Policy Objective

The objective of this policy is to establish clear criteria and procedures for the election and appointment of MNI Officers.

3. Background

The Newton Method of Life Between Lives® (LBL®) Hypnotherapy is the result of more than 25 years of initial research and practice by Dr. Michael Newton with over 7,000 of his clients. The Newton Institute (TNI), founded in 2005 by Dr. Newton, evolved from The Society for Spiritual Regression, also founded by Dr. Newton, to carry on and expand the legacy of Dr. Newton's life work.

In 2016, an Advisory Committee was established to lead the organization through a strategic review and development of a renewed leadership structure. The resulting leadership structure approved for implementation in 2018, and updated in 2020, comprises of a Board of seven Directors: three Directors to lead portfolios related to TNI's strategic goals of Education, Research and Executive functions and four Directors to lead portfolios related to Public Engagement, Publications, Membership, and Strategic Planning and Policy. In 2020, the Director of Publications was added, and the Director of the Newton Legacy position was changed to an advisory role from a Director position.

Through the review, it was decided that Directors will be appointed through both elected and non-elected processes, to balance the value of drawing fresh ideas and energy from our talented membership, while offering organizational stability. Processes to ensure fairness, transparency, and that qualified individuals are appointed TNI Director positions were also approved. To achieve this objective, the establishment of an Appointment Review Committee was approved to assist in the selection of qualified candidates for elected and non-elected appointment to TNI Director positions. The Terms of Reference for the ARC are provided in Appendix B.

Positions that will be filled through an appointment process (i.e., non-elected) include the Directors of Research, Education and the Executive Director. Positions that will be filled through an election process include the Directors of Membership, Publications, Public

Engagement, and Strategic Planning and Policy. The Newton Legacy Advisor is appointed by the Newton Family and is exempt from the election or appointment process

The MNI Bylaws provide for the appointment of the Director of Membership, the Director of Public Engagement, Director of Publications, and the Director of Strategic Planning and Policy through a general election process of MNI LBL® Certified Facilitators, and the appointment by the Board through a competitive selection process for the Executive Director, the Director of Education and the Director of Research. In addition, a Director or “Directors-at-large”, chosen from the general membership, may be appointed by the Board to serve in a specific project capacity for a defined period of time and rotated out of this position at the discretion of the Board. Director Positions may also be filled through Board appointment acting assignments under special circumstances described herein.

General Elections are held every three years between January and May to fill elected positions beginning on June 1st, or as needed to fill vacancies of elected positions between regular elections. Appointment of the non-elected Directors can take place at any time there is a vacancy in these positions.

The number and type of MNI Director positions and the authority to appoint Directors, either through election or competitive selection is set out in the MNI Bylaws. This policy contains the procedures for the establishment of the Appointment Review Committee and the appointment of Directors, either elected or selected by the Board.

4. Definitions

“Director” As defined in the MNI Bylaws; Officers of the organization are referred to as Directors.

“Board of Directors” As defined in the MNI Bylaws, the Board of Directors or **“Board”** consists of the elected and non-elected Directors and forms the decision-making body for the organization.

“Director Description” is a document outlining the duties, qualifications and obligations for each Director position.

“MNI Membership Types,” See the *MNI Membership Policy* for definitions of Member types (Student, Associate, Certified LBL® Facilitator).

“In good standing” represents a Member who has confirmed agreement and complies with the MNI Conditions of Membership (See Section 5.1), has paid the annual membership fee(s) (See Section 5.6), and is not currently assigned a membership status of Probation.

“MNI Member Status” See the *MNI Membership Policy* for definitions of member status categories (Active, Emeritus, Sabbatical, Former, Probation, Dismissed).

5. Policy Content

5.1 Appointment Review Committee

- 5.1.1 The Board shall establish an Appointment Review Committee (ARC) for the purpose of evaluating and screening candidates for both elected and non-elected Director positions

against the required qualifications established for each Director position, also known as “Director Descriptions”.

- 5.1.2 The ARC shall consist of four (4) Active, Emeritus or Sabbatical “*in good standing*” Certified LBL® Facilitators (Active, Emeritus or Sabbatical), including: one Director (or Advisory Council member), one member of the Ethics Panel, one member with MNI volunteer experience and one member without any experience as a volunteer role within MNI. The two positions who are neither a Director nor an Ethics Panel member will be selected by the Board from a Membership call for volunteers.
- 5.1.3 ARC Members must pledge to administer their duties fairly, honestly and in good faith.
- 5.1.4 ARC Members may not stand for any elected position and must be free of any conflict of interest with regard to the fulfilment of their duties
- 5.1.5 ARC Members shall serve in a voluntary capacity, without compensation, except that they shall be allowed reasonable reimbursement of expenses incurred in the performance of their duties upon approval of the Board or Advisory Committee.
- 5.1.6 The Board shall establish a Terms of Reference for the ARC that detail the committee structure, establishment and procedures of operation (see Appendix B).

5.2 Election Personnel

- 5.2.1 Election personnel consist of two “in good standing” Active, Sabbatical or Emeritus Certified LBL® Facilitators.
- 5.2.2 Election Officers will be selected by the Board, or Advisory Committee, from applicants solicited through a call made to Certified Members to serve in this voluntary capacity.
- 5.2.3 The Election Officers will administer the election process, including the call for nominations, voting process, and announcement of successful candidates.
- 5.2.4 Election Officers must pledge to administer the election fairly, honestly and in good faith and maintain secrecy regarding individual member voting.
- 5.2.5 Election Officers may not stand for any elected position or be a sitting Board Member and must be free of any conflict of interest with regard to the fulfilment of their duties.
- 5.2.6 Election Officers shall serve in a voluntary capacity, without compensation, except that they shall be allowed reasonable reimbursement of expenses incurred in the performance of their duties upon approval of the Board or Advisory Committee.

5.3 Terms of Directors

- 5.3.1 The term of an elected Director shall be for three years, beginning on June 1 in the year of a regular election. The election process will be scheduled to allow for a June 1 start date.
- 5.3.2 If an election is necessary to fill a Director vacancy between regular elections, the term of the elected Director shall be the period remaining until the next regular election, unless the period remaining is one (1) year or less, in which case, the Board may appoint

an Acting Director to fulfill the vacancy. (See Section 5.7 for Acting appointment process).

- 5.3.3 An elected Director may hold the office for one (1) subsequent term of three (3) years, upon re-election. An individual who has held an elected office for a period of two terms (6 years) may not occupy any Director position for a period of three (3) years, before being eligible to stand again for election. This requirement is to provide for a flow of new ideas and approaches that results from new members serving on the Board.
- 5.3.4 The term of non-elected Director positions is three years, which will be automatically renewed so long as the incumbent has the confidence of the Board of Directors.
- 5.3.5 The term of a Director At Large shall be defined by the Board, given the nature of the special project, but should not exceed three years.
- 5.3.6 The maximum term for the appointment of an Acting Director shall be twelve (12) months, during which time an appointment or election process shall be conducted.

5.4 Eligibility for Elected and non-Elected Directors

- 5.4.1 Candidates for Director positions must be Certified LBL® Facilitators, with a status of Active, Emeritus, or Sabbatical, and be a Member *“in good standing”*.
- 5.4.2 Candidates for Director positions, shall have the skills, knowledge, experience and previously displayed behaviors, to fulfill the requirements of the position, as described in the *“Director Description”* for the position in question, subject to clause 5.4.3 and 5.4.4.
- 5.4.3 Should no qualified candidates step forward for a Director position, the Board, at its discretion, may approve a nominee(s) to stand for election, a candidate for a non-elected position, or an Acting Director position, that meet some of the qualifications, where it is deemed the qualification gaps can be addressed through training, mentoring or other means.
- 5.4.4 The qualifications for Directors At Large, shall be determined by the Board, taking into account the nature of the special assignment for which the position is established.
- 5.4.5 As per Section 5.3.3, to be eligible for elected Director positions, candidates must not have held an elected MNI Director position for more than six (6) years or two (2) terms within the three (3) years previous to the current election.
- 5.4.6 Candidates for elected positions may only run for one office per election.
- 5.4.7 Candidates for elected positions must agree to participate in a “Town Hall” style online video conference, in which they must be willing to share their interest in the position, qualifications and any other information they wish to convey to the membership about their candidacy, and they must be willing to answer questions from the moderator and online audience.

5.5 Elected Directors

- 5.5.1 The Director of Membership, Director of Public Engagement, Director of Publications and the Director of Strategic Planning and Policy shall be appointed through a general election process. (See also Section 5.7 for exceptions).

Candidate Nomination

- 5.5.2 A general call to Membership for nominations for available elected Director positions shall be made via email on record and on the MNI Community Forum. The MNI nomination period shall be 3 weeks.
- 5.5.3 If there are no qualified nominees forward for a particular position, the Election Officers shall extend the nomination period by 2 weeks, and put an additional call to Membership for nominees for the position(s) where no nominees were identified by the first deadline.
- 5.5.4 If there remain no applications for a vacant elected Director position See Section 5.7.
- 5.5.5 An eligible Member may self-nominate or be nominated by another MNI Member to stand for election.
- 5.5.6 Nominations must be made in writing to the identified Election Officer within the established nomination period, and must include the name of nominee, the title of office sought, and their candidacy materials as set out in Section 5.5.7.
- 5.5.7 The Nomination for candidacy is considered to be officially submitted and complete only when the Election Officer receives the following:
- A letter of intent, which includes their interest in the position, their goals for the position and specific examples of how they meet the qualifications outlined in the “MNI Position Description” for the position they are nominated.
 - The Nominee’s written ‘candidacy statement’ (See Section 5.5.8);
 - Resume or Curriculum Vitae;
 - Three references related to their technical and leadership experience; and,
 - Agreement to participate in a Members Town Hall style candidates meeting.
- 5.5.8 A ‘candidacy statement’ consists of a 250-words-or-less written statement detailing their interest in the position, qualifications and any other information they wish to convey to the membership about their candidacy.
- 5.5.9 By submitting a candidate statement, a nominee agrees to having it shared with the general membership. The candidate statement will be posted on the members portal of the MNI website, the MNI Community Forum and distributed via the email on record with MNI for all Members’ eligible to vote.

Nominee Evaluation

- 5.5.10 The Elections Officers will provide each nominee's candidacy materials (See Section 5.5.7) to the Chairperson of the ARC for evaluation within three (3) days of the close of the nomination period.
- 5.5.11 The ARC shall evaluate each nominee based on their candidacy materials and reference checks against the required qualifications established for each Director position, also known as "Director Descriptions".
- 5.5.12 The ARC shall complete their evaluation and provide the Election Officers a list of qualified election candidates within three (3) weeks of receiving the nominees' candidacy materials.

Voting Eligibility

- 5.5.13 All Active, Emeritus or Sabbatical Certified LBL® Facilitator members, as of the day of the call for Nominations, may vote in the general election.
- 5.5.14 Student or Associate members are not eligible to vote.
- 5.5.15 Voting Procedure
- 5.5.16 MNI's web-based polling software will be used to construct the ballot to conduct the elections. Election Officers may provide additional means for voting for members unable to access the web-based polling software, at their discretion.
- 5.5.17 The voting period will be two weeks.
- 5.5.18 Should there be more than one Nominee for any office, the Nominees will be listed on ballot in the order their Nomination and Statement are received.
- 5.5.19 Voting instructions will be sent to Certified Members
- 5.5.20 A ratification vote will be held for Board Positions with a single nomination, with the threshold for successful appointment being a 75% affirmative vote from the total yes/no votes cast for that position.
- 5.5.21 If more than one ballot is received from a voter, the earliest ballot will be considered valid, and the second vote discarded.
- 5.5.22 Each Election Officer will tabulate, record and make a summary hard copy of the votes received. After closure of polls, the Election Officer will cross-check their data, and reconcile any discrepancies to determine the winning candidates.
- 5.5.23 The winner of each office is determined by simple majority or ratification vote.
- 5.5.24 In the case of tie, a run-off election will be held. If run-off ends in a tie, the senior member (as per date of joining MNI) will be declared the winner.
- 5.5.25 Records of votes will be maintained by the Election Administrators for ninety (90) days following closure of polls; after which they will be destroyed.

Announcement of Election Results

- 5.5.26 Final results will be disclosed to membership within ten (10) days of the close of elections via the MNI Workplace Community Group and to private email addresses and shall include the percentage of membership participation, percentage of vote for each candidate (in contested elections), percentage of approval vote (in non-contested elections) and percentage of abstentions.
- 5.5.27 The newly-elected Board of Directors will assume office effective June 1st following the election, or in the event of an election outside the regular election timetable, 2 weeks following the election.

Election Report

- 5.5.28 Following an election, the Elections Officers will provide a report to the Board summarizing their assessment of the election process and recommendations for changes to the Election Policy.

5.6 Non-Elected Directors

- 5.6.1 The Executive Director, the Director of Education, and the Director of Research shall be appointed by the Board through a competitive selection process. (See Section 5.7 for exceptions).

Process Management

- 5.6.2 The Executive Director shall be responsible for managing the process for the selection and appointment of the Research and Education Directors, through a competitive selection process.
- 5.6.3 In the event the Executive Director position is vacant or is the position to be filled, another member of the Board of Directors will assume the responsibility for managing the process for the appointment of a non-Elected Director(s).

Application Process

- 5.6.4 A general call to Membership for applications for a vacant non-Elected Director(s) position shall be made via email on record of the Member and on the MNI Community Forum. The MNI application period shall be 3 weeks.
- 5.6.5 If there are no applicants stepping forward for a non-Elected Director position, the Board may extend the application period by 2 weeks, and put an additional call to Membership for applications for the position(s) with no applicants.
- 5.6.6 If there remain no applications for a vacant, non-Elected Director position after a second call for applicants See Section 5.7.
- 5.6.7 Applications must be made in writing to the Executive Director within the established application period, and must include the name of candidate, the title of office sought, and their application materials as set out in Section 5.6.8.

- 5.6.8 An applicant's application is considered to be officially submitted and complete only when the Executive Director receives the following:
- A letter of intent, which includes their interest in the position, their goals for the position and specific examples of how they meet the qualifications outlined in the "MNI Position Description" for the position they are nominated.
 - Resume or Curriculum Vitae; and,
 - Three references related to their technical and leadership experience.

Candidate Evaluation

- 5.6.9 The Executive Director will provide each applicant's letter of intent, resume, and references to the Chairperson of the ARC for evaluation within three (3) days of the close of the application period.
- 5.6.10 The ARC shall evaluate each nominee based on their candidacy materials and reference checks against the required qualifications established for each Director position, also known as "Director Descriptions".
- 5.6.11 The ARC, upon completion of the applicant screening process, will provide the Executive Director (or alternate Board member managing the process See Section 5.6.3) a list of qualified candidates, a summary of their strengths and weaknesses, and recommendations for candidate selection.

Candidate Appointments

- 5.6.12 The Board shall make the final selection of appointed Directors from the list of qualified candidates provided by the ARC.
- 5.6.13 Upon appointment of a non-Elected Director, the Board will make an announcement to the Membership and communicate their key qualifications and interest in the position.
- 5.6.14 Should the Board determine that none of the candidates meet the qualifications for the Director position as set out in the *Director Description* procedures identified in Section 5.7 may be used to fill the position.

5.7 Alternate Appointment of Directors

Director at Large Appointments

- 5.7.1 Director At Large positions shall be appointed by the Board without election or screening by the ARC process.
- 5.7.2 The Board may determine the process for the identification, evaluation and selection of Directors At Large, taking into consideration the nature of the special project the Director At Large will be overseeing, the duration of the assignment, the qualifications necessary for the position and any other factors deemed relevant by the Board.
- 5.7.3 The preferred approach to solicit candidates interested in a Director At Large positions is a general call to Membership; however, the Board may also approach an individual

directly where timing, specialized skills or other operational factors indicated direct solicitation is preferable.

- 5.7.4 Upon appointment of a Director At Large, the Board shall announce to the Membership the individual to be appointed and communicate the nature of the special project, the expected tenure.

Election Process Exceptions

- 5.7.5 Where, after following the processes laid out in Section 5.5. for the election of a Director has failed to fill a vacant Director Position, the Board may determine a separate process for the identification, evaluation and selection of an individual for an elected Director position.
- 5.7.6 The term of a Director filled under 5.7.5 shall be the same as for a duly elected Director.

Competitive Process Exceptions

- 5.7.7 Where, after following the processes laid out in Section 5.6. for the selection and appointment of a non-elected Director has failed to fill a vacant Director Position, the Board may undertake a separate process for the identification, evaluation and selection of an individual for a non-Elected Director position.

Acting Director Appointments

- 5.7.8 In the event of a director's illness, resignation, death, or removal, the Board may nominate from their ranks an Acting Director to fulfill the duties and responsibilities of the vacant director position. Alternatively, an Active, Sabbatical or Emeritus Certified LBL® Facilitator may be appointed as an Acting Director by a vote of a majority of the remaining members of the Board.
- 5.7.9 The Board may determine the process for the identification, evaluation and selection of Acting Directors, taking into consideration the qualifications described in the Director Description and any other factors deemed relevant by the Board.
- 5.7.10 The term of an Acting Director shall not exceed 12 months.

6. Policy Exceptions

- 6.1.1 Exceptions to this policy may be considered to address exceptional circumstances, or for compassionate reasons.
- 6.1.2 Exceptions to this policy require Board approval, based on the review and recommendations of the Ethics Panel. A record of exceptions shall be kept and made available upon request, to any Member with redaction of Members' identities and information that would compromise the confidentiality of a Member.

7. Policy Review & Update

- 7.1.1 This Policy shall be reviewed and updated, as necessary, taking into consideration the Election Officers report of the previous election, a minimum of 6 months prior to each election, or as deemed necessary by the Board of Directors.

- 7.1.2 Changes to this policy, and the rationale for the change, must be communicated to the Membership at least 3 months in advance of the change, unless a more immediate change is necessary to maintain the integrity of the organization, as determined by the Board. All changes must be reflected in a written update of this policy.
- 7.1.3 The Board will review the report of the Elections Officers and update this Policy no less than 60 days prior to a subsequent election.

8. Policy Accountability

The Executive Director holds the overall accountability for the implementation and management of this policy.

9. Policy Approval & Revision History

Approval Date:	December 2, 2020
Scheduled Review:	September 2023
Revisions Date(s):	January 2012 (initial policy) March 18, 2018

10. Appendix A: 2021 Election & Appointment Timeline

Appendix A: 2021 Election Timetable

This 2021 election timeline is based on the mandated timelines in this policy and the practical logistics needed for management of the process. It has been modified to include the appointment process for the Director of Research position which is currently vacant, and includes the possible 2nd and 3rd call for nominations/applications if necessary.

Call for ARC/Election Officers	Board Meetings
Call for Nominations/Applications	Only if A required
Election Call Close	Member Announcements

Date	Period	Action	Who
Jan 14		Membership Announcement: <ul style="list-style-type: none"> New Year's Message & Thank You's Election Policy & Timeline 	Executive Director
Jan 18	2 weeks	Call for ARC & Election Officers	
Feb 1		Call for ARC & Election Officers Closes	
Feb 3		Board Meeting to confirm ARC & Election Officers	Board
Feb 4		Advise ARC & Election Officers of appointment	Executive Director
Feb 5		Membership Announcement ARC & Election Officers	Executive Director
Feb 8	3 weeks	Call for Nominations for Elected Positions and Applications for Appointed Positions.	Election Officers
Mar 1		Nominations/Applications Close	
Mar 2	2 weeks	2 nd Call Nomination/Applications if necessary (runs concurrent to ARC evaluation process)	Election Officers
Mar 4		Election Officers provide applications/nominations to ARC (3 days from nomination closing)	Election Officers
Mar 4	3 weeks	ARC Evaluation Process Begins	ARC

As soon as apparent*	2 weeks	3 rd call, if necessary, for Nominations or Applications for positions with no nominee or applicant or qualified individual	Election Officers
Mar 8	3 weeks	Election Officers, MNI Manager and Executive Director prepare ballot process, posting of Candidate materials for election and announcements. (Needs to happen concurrently to ARC evaluation Process and be finalized once ARC is finished)	Election Officers, MNI Manager, Executive Director
Mar 16		2 nd Call for Nominations/Applications closes	
Mar 18		Election Officers provide 2 nd call applications/nominations to ARC	Election Officers
*2 weeks after 2 nd call		3 rd Call Nomination/Applications Closes	
Apr12**		ARC candidate list to Election Officers (Elected Positions) or Executive Director (Appointed Positions) ** this date may be extended to account for the 3 rd nomination/application call if necessary	ARC
Apr 19	2 weeks	ELECTIONS OPEN - Announcement to Membership of Election Opening, election instructions and notice of the Town Hall date/time/method	Election Officers
April 21**		Election Candidate Town Hall (** Date to be finalized with candidates but near election opening.)	Executive Director
May 3		Elections Close	
May 4		Election Officers count ballots and prepares Elections Results	Election Officers
May 7		Election Results from Elections Officers to Board (within 10 days of election closing)	Election Officers
May 11		Board Meeting to Receive Election Results (for information) Board to review ARC recommendations for appointed positions and decide on the successful applicant.	Board
May 12		Notification of success/non-success to candidates	Executive Director
May 14		Notification to Membership of Elections Results (10 days from close of election by policy)	Executive Director
Jun 1		Install new Elected Board Members	

11. Appendix A: Terms of Reference – Appointment Review Committee



Appointment Review Committee Terms of Reference

Context

In 2016, an Advisory Committee was established to lead the organization through a strategic review and development of a renewed leadership structure and process for the appointment of directors. The resulting leadership structure approved for implementation in 2018, and updated in 2020, comprises of a Board of eight Directors: three Directors to lead portfolios related to MNI's strategic goals of Education, Research and Executive functions and four Directors to lead portfolios related to Public Engagement, Publications, Membership, and Strategic Planning and Policy.

It was also decided that Directors will be appointed through both elected and non-elected processes, to balance the value of drawing fresh ideas and energy from our talented membership, while offering organizational stability. Processes to ensure fairness, transparency, and that qualified individuals are appointed or elected to MNI Director positions were also approved. To achieve this objective, the establishment of an Appointment Review Committee was approved to assist in the selection of qualified candidates for elected and non-elected appointment to MNI Director positions.

Positions that are appointed through a non-elected process include the Directors of Research, Education and the Executive Director. Positions that will be appointed through an election process include the Directors of Membership, Publications, Public Engagement, and Strategic Planning and Policy. The Newton Legacy advisory is appointed by the Newton Family and is exempt from the process established for the Appointment Review Committee.

These Terms of Reference establish the mandate of the MNI Appointment Review Committee (hereafter referred to as "ARC") and the principles and processes by which it will operate.

Mandate

Elected Appointments

Screen the nominations or self-nominations applications and conduct comprehensive reference checks of members who are willing to stand for election for the elected Director positions to ensure all nominees have the skills, knowledge, experience and previously displayed behaviors, to fulfil the requirements of the position as described in the “*MNI Position Description*” for the respective Director position.

Provide the Elections Committee a slate of qualified candidates to stand for election.

Non-Elected Appointments

Screen applications and conduct comprehensive reference checks of members who are willing fulfill the duties of a Director position open for non-elected appointment, to establish which applicants have the skills, knowledge, experience and previously displayed behaviors, to fulfil the requirements of the position, as describe in the “*MNI Position Description*” for the position in question.

Provide the Board of Directors a list of qualified applicants and recommendations for the appointment of the applicant to the positions open for appointment of a non-elected Director.

Membership

Committee Members

- The ARC will consist of 4 members, including: one Director (or Advisory Council member), one member of the Ethics Panel, one member with MNI volunteer experience and one member without experience in an appointed, elected position or, ideally, any volunteer role within MNI.
- Committee members shall serve in a voluntary capacity, without compensation, except that they shall be allowed reasonable reimbursement of expenses incurred in the performance of their duties upon approval of the Board or Advisory Committee.

Chairperson

- The Ethics Panel member will chair the committee.
- Should the Chairperson be unable to continue in the capacity of Chair, a new member will be selected from among the Committee, by the Committee if an alternate Ethics Panel member is not available to assume the role on the committee.

Membership Criteria

- Full certification (Active, Sabbatical or Emeritus) as a MNI LBL practitioner in good standing.
- May not stand for any elected or appointed position under review and must be free of any conflict of interest with regard to the fulfilment of their duties.
- Integrity and transparency in their personal and professional actions.

- Accountability and responsibility to upholding the integrity of the Newton legacy and the work of the Committee.
- Commitment to pursuing their duties in an unbiased, objective manner by being neutral and evidence-based in gathering, examining and evaluating applicants or nominees.
- Commitment to honour the processes established in these terms of reference, or by this Committee, including confidentiality requirements.

Committee Member Selection

- The Board or Advisory Committee shall self-select a member for this committee.
- The Ethics Panel shall self-select a member for this committee.
- The two remaining positions on this committee will be selected by the Board or Advisory Committee from a call to membership seeking interested applicants for the two additional positions.

Tenure

- Members of this committee will be selected prior to each three-year election cycle and stand for the three years leading up to the next election cycle.
- Should a member stand down during the three-year term, he/she will be replaced as needed and outlined in the *Committee Member Selection* section.

Candidate Screening Process

- All nominees for elected positions or applicants for non-elected appointments are required to submit a letter of intent, resume and a minimum of three references related to their technical and leadership experience. The letter of intent must include specific examples of how they meet the qualifications outlined in the “MNI Position Description” for the position they are nominated or applying.
- All nominees for elected positions must affirm their willingness to stand for election and be appointed to and fulfil the duties of the position.
- All applicants for non-elected positions must affirm their willingness to fulfil the duties of the position.
- The MNI ARC will screen nominees or applicants to confirm that they meet the requirements of the position as outlined in the *MNI Position Description*,” for the position in question. Screening will include assessing the skills, knowledge, experience and previously displayed behaviors, to fulfil the requirements of the position.
- The MNI ARC will conduct comprehensive reference checks, which shall include contact with references provided by the nominee or applicant, as well as other MNI members and leaders familiar with the nominee’s or applicant’s work, behaviors and delivery of MNI duties.
- The MNI ARC may contact nominees to clarify information provided and conduct initial screening interviews of applicants for appointed positions.

Decision Making

- The principle of consensus will be used for decision making within the Panel. Consensus being defined as the agreement of the whole, or an absence of opposition to the proposed item.
- Where a recommendation or advice is being advanced to the Board for an appointment to a non-elected position, and consensus cannot be reached, a report of the full range of member views will be provided to the Board.
- Where a slate of candidates is being provided to the Election Committee for an elected position, and consensus cannot be reached, a majority vote for each candidate will determine inclusion on the election slate.

Information Management

- All files related to a review or screening process will be kept in the MNI central archive.
- Sensitive or confidential information reviewed or developed by the ARC will be encrypted and only available to the applicant, the Board (or Advisory Committee), and Committee members.

Meeting Arrangements

- The Committee shall meet as required to meet the timelines established for an appointment or election processes.
- The agenda for each meeting shall be prepared by the Chairperson with input from the members and distributed to the Committee members along with any required meeting materials in advance of each meeting.
- A summary of the key discussions, decisions and recommendations will be prepared by a Committee member identified through a process of rotation or self-identification for each meeting of the Committee.

Reporting & Communications

- The Chairperson will provide the MNI Administrator the approved meeting summary for archives to the MNI central database.
- The Board representative will provide a verbal summary of Committee progress at each Board Meeting.

Review

- It is expected, and understood, that these Terms of Reference will naturally evolve through a process of learning and experience and will be revised as necessary.
- At a minimum, these Terms of Reference shall be reviewed by Panel and recommended to the Board for approval following each general election.

Approval

These Terms of Reference have been approved by the Board:

Approval Date: December 2, 2020

Scheduled Review: September 2023

Revisions Date(s): March 18, 2018 (initial TOR)