



ITAC 2018 Nominating Committee

TERMS OF REFERENCE

1. COMMITTEE PURPOSE AND OBJECTIVES

- 1.1 The Nomination Committee (the “Committee”) is established by Indigenous Tourism Association of Canada (“ITAC”) chair as per the bylaws to provide strategic guidance and recommendations regarding ITAC board elections from March – November 2018.

2. RELATIONSHIP OF THE COMMITTEE

- 2.1 The Committee will meet no less than 5 times in 2018 to assess ITAC’s 2018 board elections being planned for the Annual General Meeting in November 2018. This committee will provide guidance and recommendations to the Board of Directors of ITAC in respect of the ITAC board election process and potential future nominee’s.

3. OPERATION OF THE COMMITTEE

3.1 Committee Composition

The Committee, whose members will be approved by the Board of Directors of ITAC, will be comprised of a minimum of two (2) ITAC members and a maximum of two (2) members, which can be either voting or non-voting.

Quorum for meetings will be simply majority of the committee members.

3.2 Committee Roles and Responsibilities

Committee members will participate in meetings as agreed during 2018. It is not expected that there will be more than 5 meetings beginning in March and ending in November 2018 where the committee will provide a report during the 2018 ITAC Annual General Meeting.

Meetings may be held by teleconference or other electronic means of communication.



3.3 Appointments/Guests to the Committee

The Committee shall be entitled to invite guests with special expertise to join the Committee at meetings on an as-needed basis. Invited guests will not be able to vote on Committee decisions.

3.4 Meetings

Meeting agendas shall be determined by that person tasked by the Committee to prepare meeting agendas. Meetings will be supported by an ATAC Board of Director in attendance, unless determined otherwise by the Committee.

3.5 Decision Making Process

Consensus agreement is preferable, but a majority vote will prevail if required.

3.6 Committee Recommendations

Recommendations passed by the Committee shall be communicated to the Board of Directors of ITAC by October 2018.

3.7 Minutes

The minute taker at the meeting will be responsible for e-mailing minutes to the Committee members within 2 weeks of the meeting, and the Committee members will have at least 5 working days to comment and/or provide feedback.

3.8 Conflict of Interest

The Committee will adhere to the ITAC conflict of interest policy and procedure.

3.9 Reports

The Committee shall appoint one or more persons responsible for preparing reports and updating the ITAC Board of Directors on an as needed basis.

4. INDEMNIFICATION

The ITAC Director's & Officers Professional Indemnity provides protection for all directors, employees, volunteers, committee members and trustees up to \$1,000,000.00 per occurrence with a general aggregate amount of \$1,000,000.00.