

ST. CLEMENT'S SCHOOL

Report of the Governance and Nominating Committee

October 21, 2020

I'm delighted to share the 2019-2020 Report of the Governance and Nominating Committee of the SCS Board of Governors with all of you tonight. I'd also like to take this opportunity to thank the Committee, the entire Board and Carol Ann Millington for all their effort and input on governance related matters.

In 2019-2020, the Governance and Nominating Committee developed a number of recommendations for consideration by the Board, including recommendations for nominations to the Board. I will share details with you in a few minutes for your approval.

I will also provide you with the Governance and Nominating Committee's recommendations for the 2019-2020 slate of officers and proposed committee chairs, which will be approved by the Board of Governors at a meeting following the Annual General Meeting.

1. Board Nominations and Appointments

After long service and significant contribution, one individual is retiring from the Board as an elected member. Brian Denega is a longstanding board member and current Chair, and after this meeting, will be taking on the ex-officio role of Past President. I reiterate Martha Perry and David Bacon's sentiments and also thank him for his outstanding contributions and commitment to SCS over the years.

There are two other individuals whose terms expire this October:

Hilary McLean
Alice Pitt

The Governance and Nominating Committee has recommended to the Board their reappointment for a three-year term ending in 2023; they have each indicated they are willing to serve a further term.

Once these two members are re-elected, we have two vacant spots.

In relation to these two vacant spots, the Nominating and Governance Committee recommended to the Board that two individuals be nominated for election to the Board, also serving a three year term ending in 2023. The two individuals are:

Jeff Allsop
Charles Whitburn

The election of the new Board members and re-election of the current Board members will be addressed shortly this evening at the end of my report.

2. Recommendations for Slate of Officers

At its first meeting after this Annual General Meeting, the Board will elect its officers. The Governance and Nominating Committee recommends that the following individuals be elected to the following positions.

Chair	Karen McKay
Treasurer	David Bacon
Secretary	Carol Ann Millington

3. Recommendation for Committee Chairs

The Governance and Nominating Committee also recommends that the following individuals be appointed as chairs of the Board's committees:

Finance	David Bacon
Investment Sub Committee	Bill MacKenzie
Advancement	Hilary McLean
Property	Julia Foster
Governance and Nominating Committee of Chairs	Lisa Porlier Karen McKay

All of which is respectfully submitted,

Governance and Nominating Committee
October 21, 2020