

Report of the Governance and Nominating Committee
October 24, 2018

I'm delighted to share the 2017-2018 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 2017-2018, 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 2018-2019 slate of officers and proposed committee chairs, which will be approved by the Board of Governors at a meeting following the AGM.

1. Board Nominations and Appointments

After long service and significant contribution, three individuals are retiring from the Board:

James Black
Bryan Boyd
Scott Davidson

I reiterate Martha Perry and Brian Denega's sentiments and also thank them for their outstanding contributions.

There are two other individuals whose terms expire this October:

Karen McKay
Poonam Puri

The Governance and Nominating Committee has recommended to the Board their reappointment for a three-year term ending in 2021; they have each indicated they are willing to serve a further term.

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

In relation to these three vacant spots, the Committee undertook a broad and deep search and considered the skills and competencies required on the Board in light of the vision, mission and strategic objectives of SCS.

The Governance and Nominating Committee recommended to the Board that two individuals be nominated for election to the Board, each serving a three year term ending in 2021.

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 Meeting, the Board will elect its officers. The Governance and Nominating Committee recommends that the following individuals be elected to the following positions.

Chair	Brian Denega
Vice-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 standing committees:

Finance	David Bacon
Investment Sub-committee	Bill MacKenzie
Advancement	Karen McKay
Property	Robert Chadwick
Governance and Nominating	Poonam Puri
Committee of Chairs	Brian Denega (Current Chair)

All of which is respectfully submitted,

Poonam Puri, Chair
Governance and Nominating Committee
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