College of Opticians of Ontario

BRIEFING NOTE

TO: **Board of Directors**

FROM: **Fazal Khan, Registrar, CEO**

DATE: **November 30, 2026**

SUBJECT: **Executive Committee Elections**

☐ For Decision ☒ For Information ☐ Monitoring Report

Purpose:

To provide the board with direction regarding the procedure governing the election of the Executive Committee, as set out in the COO By-laws.

Background:

Executive Committee Composition

Under Article 10.1 of the by-laws, the Executive Committee is composed of five individuals: the Chair, the Vice Chair, and three Directors.

The Executive Committee must consist of three Elected Directors and two Public Directors.

Election of the Executive Committee

The procedure for electing Executive Committee members is set out in Article 9 of the COO By-laws. The process can be summarized as follows:

1. The meeting must be chaired by a neutral party:
2. Each candidate must be nominated and seconded
3. The election must be conducted by secret ballot:
4. The successful candidate must obtain a majority vote
5. The elections must take place in the following order:
    i. Chair
    ii. Vice-Chair
    iii. The remaining three positions, in no particular order

Susan Gregory will be the neutral party overseeing the election. The elections will be by secret ballot. If someone is unable to attend in person, they may email their vote to Susan Gregory. In the event of a tie vote, up to two additional ballots will be held. If the vote remains tied after the third ballot, the neutral chair will write the names on paper and pull the names out of a hat to break the tie.

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Eligibility for the Executive Committee

All Elected Directors and Public Directors who submit an expression of interest at least 14 days before the Board meeting are eligible for nomination for election to the Executive Committee. The Chair may serve a maximum of two consecutive one-year terms.

If no expression of interest is received by the deadline for one or more positions on the Executive Committee, then nominations may be made from the floor on the day of the election.

Eligibility to vote for the Executive Committee

All individuals who will be on the Board of Directors effective January 1, 2027, are eligible to vote in the election, including incoming board members. Board members whose terms are ending on or before December 31, 2026, are not eligible to vote.

Following the election, the current sitting board will be asked to make a motion appointing the 2027 Executive Committee as elected.