

NORTH BAY REGIONAL HEALTH CENTRE (NBRHC)

Policy and Procedure		Policy Number	ADM-BO-023	
Title Quorum		Policy category		<input type="checkbox"/> Departmental
				<input type="checkbox"/> Organization Wide
		<input checked="" type="checkbox"/> Board		
		Manual		
		<input type="checkbox"/> New	<input type="checkbox"/> Minor	<input type="checkbox"/> Major
Origination Date		Developer		
Effective Date (date this version came into effect)	Reviewed by Governance December 4, 2014 Approved by Board December 12, 2014 Reviewed by Governance October 27, 2016; Approved by Board November 10, 2016 Reviewed by Governance January 24, 2019 Approved by Board March 14, 2019	Chair, Governance Committee		

NOTE: This is a **CONTROLLED** document for internal use only, any document appearing in a paper form should **ALWAYS** be checked against the online version prior to use.

1.0 Purpose

This policy is designed to support the Board of Directors in defining MEETING QUORUM, the minimum number of committee or Board members that must be present at a meeting in order to conduct business.

If quorum is not reached then no motions may be passed at the meeting. Committee and Board chairs need to be careful to ensure that quorum is reached for meetings.

2.0 Policy

As a general rule, the quorum for any committee or Board meeting is ' 50% of the voting members plus one. If the result is a fractional number, round down to get the quorum number '.

Therefore, a committee with 4 members with voting privileges requires $(0.5 \times 4) + 1 = 3$ members present to have quorum. A committee with nine members requires $(0.5 \times 9) + 1 = 5.5$ rounded down to give 5 members present to have quorum.

3.0 Minor Revision History

Not Applicable.

4.0 Definitions

Not Applicable.

5.0 Materials required

6.0 Procedure

6.1 Protocol and Special Cases:

It is the responsibility of the Board Chair or the Committee Chair to determine the exact number of VOTING members CURRENTLY on the board or the committee. Consult the Terms of Reference for the committee for an exact list of voting and non-voting members.

The Chair of the Board or the Committee must then calculate the actual number of voting members that must be present in order to establish quorum, or use the table below.

The Board Chair is an ex-officio member of all Board committees, and may or may not attend meetings of the committee. If s/he attends, then s/he is a voting member of the committee, but the quorum number for the committee DOES NOT CHANGE, although the number of voting members required for quorum will change.

For example, a committee with five voting members requires a quorum of three voting members. If the Board Chair DOES NOT ATTEND, then the three members are required from the voting member list of that committee. If the Board Chair DOES ATTEND, then quorum is still three and the BOARD CHAIR COUNTS AS ONE OF THESE VOTING MEMBERS, meaning that only two of the voting member list of the committee must also be present in order to reach quorum.

This information may all be summarized in a table as follows:

Number of voting members excluding Board Chair	Quorum	Number of voting members required if Board Chair is present	Number of voting members required if Board Chair is not present.
3	2	1	2
4	3	2	3
5	3	2	3
6	4	3	4
7	4	3	4
8	5	4	5
9	5	4	5
10	6	5	6
11	6	5	6
12	7	6	7

13	7	6	7
14	8	7	8
15	8	7	8

Quorum number may be higher or lower depending on the wishes of the Board and the committee. All exceptions must be approved by the Governance Committee and the full Board.

If a vacancy occurs on the Board and a committee, the quorum number must be recalculated based on the remaining number of voting members, and followed until a replacement is appointed. The Governance Committee bears responsibility for ensuring that vacancies are filled as soon as is practical, and the Nomination Committee carries out the steps required to fill vacancies.

6.2 Policy Oversight:

It is the responsibility of each Director to be aware of policies and to raise points of order within meetings with regard to questions of policy adherence. The Governance Committee is responsible for periodically reviewing and monitoring this policy.

7.0 Appendices/Educational Materials

8.0 References

9.0 Content Experts/Stakeholders

Content Expert/Stakeholder	Date Sent

10.0 Signing Authority Approval

Position	Date Signed
Chair, Board of Directors	