

**Nominations Committee Terms of Delegation Template**

**April 2018**

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PURPOSE OF THIS TEMPLATE

This document has been prepared by the NSW Office of Sport as a guide for New South Wales State Sporting Organisations (**SSOs**) to assist with an SSO’s governance. IT IS A TEMPLATE ONLY. This document should be read in context with the NSW Office of Sport’s Sports Governance Capability Framework and in particular paragraph 1.9 and 2.3.

INSTRUCTIONS

The document has been designed specifically for sport and seeks to take into account the issues which an SSO might need to consider; for example, Sport must deal with the impact of drugs; Sport is affected by child protection legislation; and Sport operates under a national system where the national body can make rulings and set policy that will flow through the Sport and affect those playing at Club level.

All levels of an SSO and all persons within a Sport should work together for the advancement of the Sport and the SSO through sharing common purposes, structures, policies and procedures. This will hopefully improve the governance and delivery of a Sport and hopefully make it easier to address issues of joint concern, to share information and to maximise the sport’s marketability.

Finally, with the increasing amount of legislation affecting sport, Sports must enact consistent and complementary policies and strategies that address areas of governance and common risk that flow through the organisation.

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Nominations Committee (NC)

# Authority

This document:

### establishes a Nominations Committee (NC) to consider and determine appropriate candidates to be put forward for consideration for:

#### as a Director under the Club/Association Constitution; or

#### appointment as a member of the Board Advisory Committees.

### is subject to the Club/Association Constitution;

### is consistent with the Club/Association Constitution; and

The interpretation of this document is solely the province of the Directors of the Club/Association.

# Purpose

The purpose of the NC is to propose any and all candidates for:

### election or appointment of Directors to the Board of Club/Association (Board) enabling the Board to be comprised of Directors with a variety of skills and experience who act in the best interests of Club/Association as a whole; and

### appointment of the Board Advisory Committees.

These Terms of Reference detail how the NC is established and how it will operate. If these Terms are considered not sufficiently detailed for the NC, the NC must refer all questions of interpretation, clarification or amplification to the Board.

# Role

The role of the NC is to:

### determine appropriate candidates for election or appointment to the Board based on expertise required by the Board, including appointments to casual vacancies;

### apply the approved Skills Matrix as a guide in the discharge of its role;

### apply the approved Position Descriptions for members of the Board Advisory Committees;

### ensure that interviews of appropriate candidates occur expeditiously;

### be an initial point of contact for potential candidates for Board and Committee positions; and

### at the invitation of the Board, make recommendations on potential candidates for Board and Committee positions.

# Authorities and Limitations

The NC has the following authorities and limitations:

### members of the NC cannot themselves be a candidate for Board or Committee positions for a period of 18 months after ceasing as a Board or Committee member; and

### the NC and its members must refer all matters for public comment to the Executive Officer of the Club/Association. The deliberations and recommendations of the NCare confidential.

# Term of Office

Members of the NC shall be appointed by the Board for a period of four years.

# Composition of the NC

The NC shall comprise three members plus the Club/Association chair as an ex-officio member of the NC, as follows:

### an independent Director of the Club/Association, who shall be the NC chair; and

### two external members appointed by the Board, who shall not hold any position in any entity related to the Club/Association or be an owner or manager of a business which derives income from Club/Association.

# Chair of the NC

The chair of the NC will be the appointed independent Director of the Club/Association.

# Appointment of the NC

The NC shall be appointed by the Board. The chair of the NC shall be appointed by the Board on the recommendation of the Club/Association chair.

# Board Skills Matrix

The Board Skills Matrix is the major tool used by the NC. It sets a minimum foundation and provides for a balance of skills and experience on the Board.

The Skills Matrix sets out the skills required by the Board and indicates a minimum number of Directors who should possess that skill or experience. As the membership of the Board is elected over a three-year cycle, this allows for the skills matrix to be applied to each vacancy.

The required skills mix on the Board will change over time, depending on circumstances and the strategic direction of the Club/Association. The Board will revise the matrix from time to time.

# Initial Nomination Process

### The NC does not manage the candidate information or initial nomination process.

### The Board will advertise for directors and committee members and will require an appropriate information package, including the skills profile for each vacancy (based on the Skills Matrix), to be made available to all prospective candidates at least four (4) weeks prior to the call for nominations.

### Nominations from potential candidates should be submitted to a designated administrative point of contact within the Club/Association, before being registered and formally acknowledged by the NC chair.

### Queries from potential candidates regarding the NC process or potential eligibility should be directed in the first instance by email to the NC chair.

### The NC may make such investigations and/or inquiries into candidates and their background as the NC considers necessary to satisfy itself that the candidates have the relevant and necessary skills for the relevant role.

# Functioning of the NC

The NC will meet as required or as directed by the NC chair to undertake the following process in order to present an appropriate candidate(s) for vacant director and committee member role for election by the members or other appointment process as determined by the Club/Association Constitution.

The NC will:

### report to the Board through the NC chair;

### make such investigations and/or inquiries into candidates and their background as the NC considers necessary to satisfy itself that the candidates have the relevant and necessary skills for the relevant role;

### determine the suitability of all nominations and provide recommendations / rankings to the Board based on the skills profile of each candidate; and

### through the NC chair, advise the Board of all nominations with appropriate recommendations/rankings.

For the avoidance of doubt all nominees whether recommended / ranked or not will be advised to the Board.

# Remuneration

NC members are not entitled to any remuneration but will be entitled to reimbursement of reasonable expenses associated with the performance of the role.