



# Netball NSW

## Nominations Committee Terms of Reference

**Adopted by New South Wales Netball Association Ltd at its Board Meeting held on 18 September 2019**

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## **1 Purpose**

1.1 The Nominations Committee (“the Committee”) is a Committee that reports to Netball NSW Board (“the Board”). The primary functions are to:

- a) Review Director’s existing skill sets and determine the preferred skill requirements for upcoming Director terms;
- b) Develop and implement a pre nomination process to identify and / or interview potential Directors;
- c) Provide guidance to the membership on the skills match of those people nominated for Elected Director positions compared with the current requirements of the Board;
- d) Make recommendations to the Board for the appointment of Appointed Directors;
- e) Review Board succession plans.

## **2 Membership and Terms**

2.1 The Committee shall consist of a minimum of three people, made up of at least:

- a) The Chair and a Director, provided that neither person is subject to re-election or re-appointment;
- b) One independent person appointed by the Board;

2.2 Company Secretary to provide Executive support to the Committee

2.3 Appointment to the Committee will be for one year or as determined by the Board. Appointment will be made at the September Board Meeting for the following nomination process.

2.4 The quorum of the Committee is all three members

## **3 Chairperson**

3.1 The Chairperson of the Committee will be selected by the members of the Committee following its formation, and following each change of membership of the Committee.

## **4 Meetings**

- 4.1 The Chairperson will call a meeting of the Committee if so requested by any member of the Committee.
- 4.2 The Committee will meet as required to attend to matters relating to this Terms of Reference.
- 4.4 The Chairperson will prepare minutes of all meetings, which will be provided to the full Board for noting at the next full Board meeting.

## **5 Voting**

- 5.1 Matters arising for determination at Committee meetings will be decided by a majority of votes of members present.
- 5.2 In the case of an equality of votes, the Chairperson of the meeting, in addition to the deliberative vote, has a casting vote.

## **6 Process / Duties**

- 6.1 The process to be followed by the Committee in relation to Elected Directors is as follows:
  - a) Review the skill audit of the existing Board, paying particular attention to the skills of the Directors coming to the end of their term;
  - b) Recommend the skills which are to be highlighted as areas of need for new Directors of Netball NSW to ensure an appropriate skills balance and succession planning;
  - c) Review the backgrounds and skill sets of those nominated for the election, including interviewing nominees if necessary;
  - d) Prepare the communication to be circulated to members, in line with annual timeline, outlining those nominees which address the current needs of the Netball NSW Board.
- 6.2 The process to be followed by the Committee in relation to the appointment of Appointed Directors is as follows:
  - a) Review the skill audit of the existing Board, paying particular attention to the skills of the Directors coming to the end of their term;
  - b) Recommend the skills which are to be highlighted as areas of need for new Directors of Netball NSW to ensure an appropriate skills balance and succession planning;
  - c) Review the backgrounds and skill sets of those persons who express an interest in being appointed to the Board and conduct interviews as appropriate;
  - d) Approach possible candidates.

- e) Make a recommendation to the Board regarding the appointment of Appointed Directors.

## **7 Adhoc / Additional Duties**

7.1 Aside from those duties specifically outlined in item (6) above relating to Directors joining the Board, the Committee may also meet from time to time to consider items such as:

- (a) The overall skills balance of the Board;
- (b) Succession planning; and / or
- (c) To meet with prospective Directors outside of the normal election and appointment cycle.