



netball
NEW SOUTH WALES

Netball NSW

Board Committee Policy

Annexure A: Terms of Reference – Nominations Committee

Adopted by New South Wales Netball Association Ltd at its Board Meeting held on 5 December 2022

Annexure A: Terms of Reference – Nominations Committee (as at 5 December 2022)

1. Purpose

- 1.1 The Nominations Committee (“the Committee”) is formed pursuant to clause 14.6 of the Netball NSW Constitution and 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 three people, all to be appointed by the Directors made up of:
- a) An independent Chair. An independent person shall not be:
 - a. a current or former Netball NSW Board Director;
 - b. a current or former Netball NSW employee; or
 - c. an Office Bearer of any Affiliate Member, Interested Member or Community Member or hold an equivalent position in circumstances where the Affiliate Member, Interested Member or Community Member is not a corporation;
 - b) A Director, provided that person is not subject to re-election or re-appointment; and
 - c) A Member representative.
- 2.2 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, or at such other time as determined by the Board.
- 2.3 The quorum of the Committee is three members.

3. Meetings

- 3.1 The Committee will meet as required. Meeting dates are scheduled as part of the annual Netball NSW Board calendar, or as directed by the Netball NSW Board, or as otherwise agreed by the Committee. Additionally, the Chairperson will call a meeting of the Committee if so, requested by any member of the Committee.
- 3.2 The Committee will meet as required to attend to matters relating to this Terms of Reference.
- 3.3 The Chairperson will settle minutes of all meetings, which will be provided to the full Board for noting at the next full Board meeting.

4. Voting

- 4.1 Subject to clause 4.2 below, matters arising for determination at Committee meetings will be decided by a majority of votes of members present.
- 4.2 A determination that a nomination is unsuitable for consideration by Netball NSW, the Board or the Members (as applicable) must be by unanimous decision.
- 4.3 In the case of an equality of votes, the Chairperson of the meeting, in addition to the deliberative vote, has a casting vote.

5. Process / Duties

- 5.1 The Committee is responsible for adhering to the requirements of the Netball NSW Constitution, as amended from time to time, and the direction of the Netball NSW Board to make recommendations to fill Netball NSW Board vacancies and/or make recommendations for the appointment of Netball NSW Board Directors.
- 5.2 The Committee must utilise a skills matrix as part of its assessment of nominees for Director vacancies.
- 5.3 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) Identify candidates to fill Director vacancies (including casual vacancies);
 - d) Review the backgrounds and skill sets of those nominated for the election, including interviewing nominees if necessary. A nomination will be eligible where it meets the skill, expertise and personal attribute sets required and identified in the Netball NSW Board Skills Matrix. Where a nomination fails to satisfy the criteria, the Committee may determine that the proposed candidate is ineligible to stand for election to the Netball NSW Board in the year that the proposed candidate has nomination for the position;
 - e) Prepare the communication to be circulated to members, in line with the annual timeline, outlining how the nominees address the current needs of the Netball NSW Board and recommending for election the candidates who best deliver a balanced, skills-based Board based on prioritised expertise/skill sets and the Board's strategic focus.
- 5.4 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) Approach possible candidates.
 - d) Review the backgrounds and skill sets of those persons who express an interest in being appointed to the Board and conduct interviews as appropriate;
 - e) Make a recommendation to the Board regarding the appointment of Appointed Directors.

- 5.5 In undertaking its processes in clauses 5.1 and 5.4 above, the Committee should also be aware of the Netball Australia State of the Game Review (Review) recommendations, in particular recommendation 2.1 and 2.2, and consider as far as possible a recommendation for election or appointment of Netball NSW Directors from an Aboriginal and Torres Strait Islander (ATSI) and Athlete backgrounds (As defined by the Review and provided that they meeting the eligibility criteria for a nomination as described above).

6. Adhoc / Additional Duties

- 6.1 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.

The Terms of Reference were last approved by the Board on 5 December 2022.