## Template – Nominations Committee Terms of Reference

“Organization” refers to: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

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|  | **Nominations Committee** |
| **Mandate** | The Nominations Committee is a committee of the Board of the Organization. It is responsible for ensuring, on a continuing basis, that the Organization’s Board is composed of qualified and skilled persons capable of, and committed to, providing effective governance leadership to the Organization. |
| **Key Duties** | The Committee will perform the following key duties:* Seek, identify and recruit qualified individuals to stand for election as Directors – in addition to seeking candidates through the usual networking channels within the club, the Committee may also issue an open call for nominations through promotional efforts including, but not limited to, press releases, the Organization’s website, other online services where suitable, and advertisements in local newspapers.
* Ensure that candidates for election meet the qualifications to serve as a Director, and have fulfilled any additional requirements, including those set out in Attachment ‘A’ and Attachment ‘B’.
* Communicate directly with each candidate to discuss the roles, responsibilities and expectations of a Director.
* Promote a balance in the composition of the Board by recruiting candidates from different sub-sections of the club or community.
* Promote diversity of the Board in relation to gender, age, language, ethnicity, professional backgrounds, and personal experiences.
* Have regard to the specific and desired competencies required on the Board as a whole in soliciting nominations.
* Oversee all aspects of the election procedures leading up to and at the Annual General Meeting, including identifying and enforcing specific timelines and any other administrative requirements.
* Where appropriate, identify individuals for future nomination as Directors and maintain this information for use by future Nominations Committees.
* Carry out these duties in a manner that encourages a long-term view of the Organization’s leadership needs, as well as Board succession planning.
* Such additional duties as may be delegated to the Committee by the Board from time to time.
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| **Authority** | The Committee will exercise its authority in accordance with the Organization’s Bylaws and such additional provisions as are set out in this Terms of Reference and will do so without interference from the Organization’s Board or staff.To be eligible to hold office as a Director, an individual must meet the requirements of the Provincial act*,* must satisfy any further requirements as set out in Attachment ‘A’, and must complete a Candidate Qualification Form as set out in Attachment ‘B’. No member of the Nominations Committee may be seeking office in the election. The Nominations Committee will finalize nominations at least 60 days before the Annual General Meeting and will circulate same to members not less than 45 days before the Annual General Meeting. |
| **Composition** | The composition of the Nominations Committee is: * A former President
* Two individuals appointed by the Board

Members of the Committee will serve terms of one year, which may be renewed by the Board to a maximum of three consecutive terms. |
| **Meetings** | The Committee will meet by telephone or in person, as required, with meetings held at the call of the Chair.  |
| **Resources** | The Committee will receive the necessary resources from the Organization to fulfill its mandate. The Committee may, from time to time, request and receive administrative support from the Organization. |
| **Reporting** | As a standing committee of the Organization, the Committee operates independently of management and the Board. Status reports at a meeting of the Board, or full reports at a meeting of the Members, shall be presented by the Chair. |
| **Approval and Review** | The Board will review these Terms of Reference on a regular basis, with input from the Committee as required. |
| **Other** | Supporting or rejecting a candidate Director requires a simple majority of Committee members. Should any Committee member be interested in being nominated as a Director, he or she shall resign from the Committee. |

**Attachment “A”**

**QUALIFICATIONS AND CORE COMPETENCIES OF ELECTED DIRECTORS**

A Director shall fulfill all requirements of the provincial act, shall be a resident of Canada, and shall be of legal age.

Directors of the Organization commit themselves to ethical, businesslike and lawful conduct, including proper use of authority and decorum when acting as Directors. Accordingly, Directors must be able to represent un-conflicted loyalty to the interests of all the Organization’s members. This accountability supersedes any conflicting loyalty such as to advocacy or interest groups, and membership on other boards. It also supersedes the personal interest of any Director acting as a participant in the Organization’s services or having a family member who is a participant in the Organization’s services.

Directors will be recruited based upon their demonstrated ability to contribute significantly to the leadership of the Organization and to fulfill their statutory fiduciary responsibilities. The core competencies that ideally will be reflected in the Board as a whole are:

* Knowledge of strategic and business planning;
* Human resources management expertise;
* Legal and risk management expertise;
* Business and corporate experience, including expertise in financial management; and
* Demonstrated leadership skills in the non-profit sector or other endeavours.

All candidates for election as a Director will complete and submit a Candidate Qualification Form (Attachment ‘B’).

**Attachment “B”**

**CANDIDATE QUALIFICATION FORM**

*This form must be submitted to the Organization by the date of \_\_\_\_\_\_\_\_\_\_\_\_\_*

This form is to be completed by any person nominated for election as a Director with the Organization. To be eligible for nomination, a person must:

* Be of legal age
* Be a resident of Canada
* Have the endorsement of the Nominations Committee

Name of Candidate: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Address: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Phone Number(s): \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Email Address: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

1. **Please provide a brief summary of your experience in swimming.**
2. **Please provide a brief summary of your experience in associations engaged with swimming.**
3. **Please provide a brief summary of any previous experience with the Organization.**
4. **Please provide a brief summary of your experience with other voluntary or community organizations.**
5. **Please highlight additional skills or competencies that would contribute to the effective leadership and governance of the Organization**

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Signature Date

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**Candidate Endorsement**

The Nominations Committee hereby endorses \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ as a candidate for election as a Director with the Organization.

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Chair of Nominations Committee (Name) Signature

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Date