



## **Nominations Committee Terms of Reference**

The objectives of the Bowls Victoria Nominations Committee (Committee) are to:

- (a) determine the pipeline of Director nominees for election to the Board;
- (b) identify and recommend candidates to fill vacancies occurring at the end of a Directors tenure, and
- (c) consult with Regions on nominees for the role of Director and manage casual vacancies.

### **Key Responsibilities**

The Committee should ensure that an appropriate and transparent process is in place for the effective succession planning and renewal for the Board and Board Sub-Committees.

The principal responsibilities and functions of the Committee are as follows:

- (a) Annually present to the Board a list of individuals recommended for nomination for election to the Board and for appointment to the Committees of the Board (including this Committee).
- (b) Before recommending an incumbent, replacement or appointed Director, reviewing his or her qualifications and experience, including capability, availability to serve, independence and other relevant factors (including appropriate background checks).
- (c) Assist in identifying and recruiting candidates for the Board with a view to achieving an appropriate balance of skills, knowledge, experience, independence and diversity.
- (d) Annually review the composition of each Board Committee and present recommendations for Board Committee memberships to the Board as required.
- (e) Examine any other matters referred to it by the Board. The Committee will act in accordance with any protocol approved by the Board from time to time as being applicable to the Committee's objectives, responsibilities, composition or administration.

- (f) Develop and implement a succession plan for Directors, using a Board skills matrix
- (g) Review the Director nomination and election process.
- (h) Manage the recruitment process of appointed Directors in liaison with the Board.
- (i) Review and recommend an election process for Board President and Deputy President.
- (j) Review any offer of resignation by a Director and recommend an appropriate course of action to the Board.
- (k) Ensure that there is an effective induction program co-ordinated by the Chief Executive Officer and President for all new Directors.

### **Membership of the Committee**

The Committee shall comprise three members plus the President as an ex-officio member of the Committee, as follows:

- (a) A Director of Bowls Victoria, who shall be the Committee chair.
- (b) Two external members appointed by the Board, who shall be at arm's length to Bowls Victoria.

External members of the Committee cannot themselves be a candidate for Board positions for a period of 18 months after ceasing as a Committee member.

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

The Committee may invite other people to attend Committee meetings, as it considers necessary, and from time-to-time request presentations from internal and external advisers at its meetings.

The Board may remove any member from the Committee at any time with or without cause.

### **Meetings of the Committee**

Committee meetings will be held as determined by the Committee chair and must be minuted. Minutes will be tabled at the next Board meeting along with any recommendations from the Committee.

A quorum of the Committee is any three members of the Committee.

In accordance with the Delegations of Authority and subject to the agreement of the Chief Executive Officer, the Committee may utilise external resources to assist with the work of the Committee.

The Committee and its members must refer all matters for public comment to the Chief Executive Officer. The deliberations and recommendations of the Committee are confidential.

### **Major Interactions**

- Bowls Victoria Chief Executive Officer
- Bowls Victoria Board
- Bowls Victoria Committee Chairs

### **History and Version Control**

The Nominations Committee Terms of Reference will be reviewed every three years.

<b>Version</b>	<b>Reviewed By</b>	<b>Reviewed</b>	<b>Approved By</b>	<b>Date Approved</b>
1.0	Governance Committee	January 2021	Board	26 <sup>th</sup> April 2021
2.0	Governance Committee	March 2024	Board	10 <sup>th</sup> April 2024