



Nominations Committee TOR

1. Structure and Skills

1.1. *Purpose*

The Nominations Committee (the Committee) appointed by the Board of Lacrosse Australia (LA), assists the Board in fulfilling its oversight responsibilities relating to:

- the selection of individuals to stand for election as directors at meetings of members; and
- the selection of individuals to be appointed to the Board as Appointed Directors or under a casual vacancy.

The Committee provides assurance that the Board has appropriate composition, size and commitment to discharge its responsibilities and duties. The existence of the Committee does not imply the fragmentation or diminution of the role of the Board.

1.2. *Authority*

The Board has authorised the Committee, within the scope of their duties and responsibilities set out in this charter to:

- perform the activities required to address its responsibilities and make recommendations to the Board;
- require attendance by specified personnel at meetings as appropriate, with such attendance enforced by the Board; and
- have unrestricted access to management, employees and information it considers relevant to its responsibilities under this charter.

1.3. *Membership*

The Committee shall comprise at least four, and not more than five, members from broad geographical areas and with sufficient diversity of gender and age.

The Committee shall consist of:

- A LA Director;
- two or three other persons from within the lacrosse community, whom have long-standing involvement in the administration of the sport and the requisite expertise to make a valuable contribution to the Committee; or other persons, each of whom is independent from the Board and management and has the requisite expertise to make a valuable contribution to the Committee.

Committee members can not hold a Director Position on a LA Member Association Board.



Committee member rotation is encouraged and will be reviewed annually by LA.

The LA Director will act as the Committee Secretary.

All members of the committee will be required to sign LA's Working Group code of conduct.

1.4. Chair

The LA Board shall appoint the Committee Chair. The Committee Chair shall chair the meetings of the Committee and set its agendas. Should the Committee Chair be absent from a meeting, the Committee Members present must appoint a Chair for that particular meeting.

1.5. Meetings

The Committee must meet as required, but not less than two times per year. Participants may attend by video conference and/or teleconference. The Committee Chair or any Committee Member may call a meeting of the Committee. Committee Members shall declare any conflict of interest before the commencement of each meeting.

1.6. Meeting Attendance

Any person may be invited by the Committee Chair to attend meetings of the Committee, but not necessarily for the full duration of the meeting.

1.7. Quorum and Voting

A quorum must consist of more than half of the members of the Committee. The Committee Chair shall not have a second or casting vote.

1.8. Minutes

The Committee Secretary or delegate must prepare the minutes of the Committee within seven (7) working days. After the Committee Chair has given preliminary approval, the draft minutes are circulated to all Committee members and the other Directors.

All deliberations, notes, minutes and decisions of the Committee are confidential, and the Committee shall not disseminate or disclose any such information to any individual or party, other than to the Board as per this Charter, unless otherwise directed by the Board.

1.9. Education

The Board is responsible for providing new Committee members with an appropriate induction program and ongoing educational opportunities to assist them in their role on the Committee.

1.10. Reviews



The Committee will review at least tri-annually, unless unexpected amendments are required, this Committee charter and recommend to the Board for approval any appropriate amendments.



2. Duties and Responsibilities

In assisting the Board in fulfilling their responsibilities, the duties of the Committee are to:

2.1. *Board composition and succession planning for Directors*

- Assist LA Board in establishing criteria for the selection of new Appointed or casual Directors to serve on the Board.
- Recommend that the Board fill Appointed Director positions or casual vacancies with candidates identified by this Committee. Annually review, evaluate and analyse skills and knowledge of the Board and identify skills gaps and recommend actions to address any gaps.
- Review and make recommendations regarding the composition of the Board in order to ensure the Board has the requisite expertise and its membership consists of persons with sufficiently diverse and independent backgrounds to assist in achieving the vision and goals of lacrosse in Australia.
- Research and identify for the Board appropriate candidates for consideration as Directors, as part of succession planning. In identifying candidates for membership on the Board, the Committee may take into account all factors it considers appropriate, which may include strength of character, mature judgment, career specialisation, relevant technical skills, diversity, and the extent to which the candidate would fill a present need on the Board.
- Review and assess nominees suitability (or not) for director positions on the Board.
- Provide recommendations to LA Members regarding candidates identified by this Committee for LA Board elections.
- Review and make recommendations to the full Board whether Directors should stand for re-election and consider matters relating to the retirement of Directors, including enforcing term limits.
- Conduct all necessary and appropriate inquiries into the backgrounds and qualifications of possible candidates.
- Consider questions of independence and possible conflicts of interest of Directors.

2.2. *Training and education*

- Ensure timely and relevant induction training for new directors.
- Recommend any relevant continuing professional development for Board members.

2.3. *Board requests*

- Perform any other duty or undertaking that the Board may request from time to time.

2.4. *Reporting*



- The Committee chair will report to the Board on the Committee meetings regarding all relevant matters and appropriate recommendations in a written report (with supporting material) for noting or approval by the Board.