



Nominations Committee Terms of Reference

Purpose:

The Nominations Committee (Committee) is a committee of the board. It is responsible for ensuring, on a continuing basis, that the Ski Jumping Canada's Board is composed of qualified and skilled persons capable of, and committed, to providing effective governance leadership to Ski Jumping Canada.

Core Values for Guiding the Committee:

The Nominations Committee is guided by the Ski Jumping Canada's values of Caring, Community, Excellence, Honesty, Sustainability & Financial Health, and Diversity & Inclusion. The committee recognizes that the culture we set at the committee level should be reflective of the culture and expectations of Ski Jumping Canada.

Key Duties:

The Committee will perform the following key duties:

- Seek, identify and recruit qualified individuals to stand for election for Ski Jumping Canada's Board of Directors – in addition to seeking candidates through the usual networking channels within the sport community, the Committee will also issue an open call for nominations through promotional efforts including, but not limited to, press releases, the Ski Jumping Canada website other online services where suitable,
- The Committee will utilize and have access to the Board Skills and Experience Matrix, with the identified gaps that should be filled in new Board Member candidates that have been recommended to the Board by the Governance Committee,
- Ensure that candidates for election meet the qualifications to serve as Director, and have fulfilled any additional requirements, including screening requirements and conflict of interest declarations,
- Communicate directly with each candidate to discuss the roles, responsibilities and expectations of a Director,
- Promote diversity of the Board in relation to gender, age, language, ethnicity, professional backgrounds, and personal experiences,
- Conduct interviews with prospective Board candidates,
- 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 as set out in the approved nomination process,

- 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 Ski Jumping Canada leadership needs, as well as Board succession planning.
- Additional duties as may be delegated to the Committee by the Board from time to time.

Authority:

The Committee will exercise its authority in accordance with the Bylaws and such additional provisions as set out in this Terms of Reference and will do so without interference from the Board.

The Committee may establish sub-committees or Task Forces to deal with specific issues in relation to the mandate of the Committee.

Composition:

The Committee does not need to comprise of current board members and shall not be composed of current Board Members seeking re-election. The Committee will be composed of up to three members who are appointed by the Board.

The Chair or designate may serve as an ex-officio member of the Committee.

Meetings:

The Committee will meet by tele-conference; video-conference or in person, as required to perform the duties required of the Committee.

Resources or Support:

The Committee will receive the necessary resources from Ski Jumping Canada to fulfill its mandate. The Committee may, from time to time, receive administrative support from Ski Jumping Canada.

Responsible to:

The Committee reports to the Board of Directors through the Chair of 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 of the committee.

Evaluation:

The Board of Directors and Chair of the Committee will evaluate the performance of the Committee. The performance of the committee will be assessed against the accomplishment of yearly objectives/deliverables, as well as fulfilling the key duties as outlined in these terms of reference

Review and Approval of Terms of Reference:

The Board will review these Terms of Reference on a regular basis, with input from the Committee as required.

Other:

Supporting and 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. The provisions of the Bylaws as they relate to the Nominations Committee will also apply.