

Policy Title:	Nominations Policy
Approval Authority:	Board of Directors
Adopted:	2017
Current Version Approved:	March 13, 2020

### **Purpose**

1. The purpose of this Policy is to support the Nominations Committee in defining and fulfilling its responsibilities, as well as to inform individuals about the process to be nominated for a position as an Ontario Artistic Swimming (OAS) Director.

### **Application**

2. This Policy applies to OAS, the Nominations Committee, OAS Member clubs and any individual wishing to be nominated for a position as an OAS Director.

### **Responsibilities**

3. The Nominations Committee will adhere to the Nominations Committee Terms of Reference (Appendix A).

### **Board Assessment**

4. The Nominations Committee will complete a skills assessment exercise to determine the needs, wants and gaps of skills, attributes, education and experience of OAS Directors. This information will be used by the Nominations Committee to target specific individuals for nomination as a Director.

### **Solicitation of Nominations**

5. The Nominations Committee will identify and recruit individuals to stand for election as Directors by seeking candidates through:
  - a. The usual OAS networking channels;
  - b. The Sport Information Research Centre; and
  - c. An open call for nominations through promotional efforts including, but not limited to, press releases, the OAS website, other online services where suitable, and advertisements in newspapers or via social media.
6. The Nominations Committee may also approach eligible individuals to determine their interest in serving as a Director.

7. When soliciting candidates, the Nominations Committee will write targeted ads or notices particular to the medium in which the position is being promoted. For example, a notice posted on the OAS website should describe the particular skills that are desired for a Director as well as outlining some of the responsibilities of the role.
8. The Nominations Committee will also appoint a contact person from among its members who can answer questions about the nomination process and the role of a Director.

### **Nomination of Candidates**

9. Individuals can submit nominations to the Nominations Committee so long as an Application Form and any supporting materials are submitted before the final deadline and signed by the individual that is being nominated.

### **Review of Nominees**

10. The Nominations Committee will review each Application Form and any supporting materials to ensure that the individual is eligible, to determine their regional affiliation, to assess their skills, attributes, education and experience, and compare the assessment with the particular skills that are desired for a Director.
11. The Nominations Committee will short-list the applicants based on the specific and desired competencies required by the Board and will ensure the individual is eligible as well as perform reference checks and interviews. The Nominations Committee will also communicate directly with the short-listed candidates to discuss the role, responsibilities and expectations of a Director.
12. Upon the Nominee's request, a nominee who the Nominations Committee believes is ineligible will be given the opportunity to demonstrate their eligibility. The Nominations Committee will vote to determine the eligibility of any nominee whose eligibility is in question. This decision is final and may not be appealed.
13. The Nominations Committee will make a final report to the voting Members before the Annual Meeting or any Member's meeting at which an election occurs and may recommend their preferred slate of Nominees. The Nominations Committee may not prevent a candidate from running unless the candidate is ineligible.

### **Timelines**

14. The Nominations Committee will identify a deadline for the submission of nominations. All deadlines will be described here and on the Application Form.
15. The Nominations Committee will set the following deadlines, which may be extended by the Nominations Committee in special circumstances:

Timeline	Deadline
90 days before Annual Meeting	Nominations Committee will begin soliciting nominees
75 days before Annual Meeting	Nominations Committee will begin reviewing Application Forms and supporting materials submitted by nominees
75 to 30 days before Annual Meeting	Nominations Committee will short-list candidates and conduct the Nominations Committee's due diligence
30 days before Annual Meeting	Nominations are closed

### Communication

16. Once the Nominations Committee confirms the nominee's eligibility, the nominee may begin to inform individuals that they are registered to run for election.
17. The Nominations Committee will distribute Application Forms and supporting materials submitted by nominees to Members no fewer than fifteen (15) days prior to the Annual Meeting or any Member's meeting at which an election occurs in order to ensure voting Members can make an informed decision.

## Nominations Committee Terms of Reference

**Committee name:** Nominations Committee

**Type:** Board Committee

**Composition:** The Nominations Committee will consist of at least three (3) and not more than five (5) voting members, at least 2 of whom are not OAS directors. All members must be registrants in good standing with OAS and Canada Artistic Swimming. The President will appoint the Chair of the Nominations Committee in accordance with the Ontario Artistic Swimming (OAS) Bylaws. The Chair is normally a current director or past director of OAS.

**Purpose:** The Nominations Committee leads recruitment, education, evaluation and succession planning for the board and board committees.

**Responsible to:** Board of Directors

**Term:** Nominations Committee members will be appointed for a term of two (2) years unless removed in accordance with the OAS Bylaws.

**Meetings:** The Nominations Committee will hold at least four (4) meetings a year, at the call of the Chair. In addition, the Chair is required to call a meeting of the Committee if requested to do so by:

- a. Any Committee member;
- b. The Executive Director;
- c. The President.

Notice of a meeting may be written or verbal.

Meetings may be held by way of in person, teleconference or internet as determined by the Chair or by majority of the Committee members.

**Quorum:** A majority of members of the Committee in accordance with the OAS Bylaws.

**Voting:** Each Committee member is entitled to one vote, in person, orally, in writing or by email, in accordance with the Bylaws. Members of the Committee are not entitled to vote by proxy. Resolutions will be decided by a majority of the votes being in favour of the resolution. In the case of a tie, the motion will be considered defeated.

- Vacancy:** When a Committee member vacancy occurs, the Chair, with approval from the board, may appoint a qualified individual to fill the vacancy for the remainder of the vacating individual's term.
- Removal:** Members are removable by a majority vote of the board in accordance with the OAS Bylaws.
- Reporting:** The Nominations Committee will report to the board on all of its proceedings. The Committee will record minutes of all meetings, a copy of which will be forwarded to the Executive Director.
- Authority:** The Nominations Committee is empowered by the board to make decisions within the mandate established by these Terms of Reference, in accordance with the Nominations Policy and OAS Bylaws.
- Budget:** The Executive Director must approve all Nominations Committee expenditures. No committee has the authority to incur debts in the name of the corporation in accordance with the OAS Bylaws.
- Responsibilities:** The Nominations Committee leads recruitment, education, evaluation and succession planning for the board and board committees. The Nominations Committee will:
- a. Review board members' performance and conduct a board skills evaluation process;
  - b. Consider the short and long-term plans of the organization and any special board qualities that are required to carry out these plans;
  - c. Develop a matrix of skills, attributes, education and experience that exists on the board and identify any gaps;
  - d. Review terms being served and contact board members to see if they intend to serve again;
  - e. Identify, evaluate and recruit qualified individuals to stand for election as a Director, including writing targeted ads or notices;
  - f. Draft a call for nominations based on the wants and gaps on the OAS board and the need to replace members, and have it published by OAS staff;
  - g. Appoint a contact person from among Committee members who can answer questions about nomination process and role of a Director;
  - h. Review Application Forms and supporting materials to ensure candidates are eligible, to determine their Region affiliation, and to assess their skills, attributes, education and experience;

- i. Conduct reference checks and interviews with any short-listed candidates.
- j. Approve any Nominee campaign material;
- k. Make a final report to voting Members at on those nominated including identification of any gaps that need to be filled, for the information of those voting. The Nominations Committee may recommend their preferred slate of Nominees;
- l. Design and conduct orientation of new board members; and
- m. Report quarterly (or more frequently, if required) to the board on the Committee's work.

**Approval:** The Board of Directors approved the Terms of Reference on March 13, 2020.