



Nominating Committee Policy and Procedures

POLICY STATEMENT:

In support of the Governance and Nominating Committee Terms of Reference and Nordic Combined Ski Canada (NCSC) bylaws, the purpose of the nominating committee is to support and advise the Board in fulfilling its responsibility to stakeholders by ensuring the Board is comprised of individuals who are best able to discharge the responsibilities of Directors.

Policy Category: Governance

Approval Authority: Board

Approval Date: [•], 2022

Next Review Date: Annual

Revision Date(s) Approval: [•], 2022

Related Policies:

- Code of Conduct and Ethics
 - Conflict of Interest
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Nominating Committee will:

1. Annually review the appropriate mix of skills, knowledge and expertise and diversity required to discharge the Board's duties and make any required recommendations. Determine whether the requirements identified in Appendix "A" (attached) are satisfied by the current composition of the Board. This assessment is completed annually and whenever a director retires.
2. Recommend to the Board, the candidates the Committee considers appropriate for appointment or re-election to the Board having regard to the required skills, experience, ability to exercise independent judgement and expertise.
3. Recommend to the Board candidates the Committee considers appropriate for removal from the Board.

4. Establish processes for the identification of suitable candidates for appointment or re-election to the Board and the selection procedures for appointment; and the removal of non-performing directors.
5. Ensure that the Board orientation process is in place, with regular reviews of its effectiveness.
6. Establish and maintain the selection, appointment and succession planning process of the Chair of NCSC.
7. Review any change in a non-executive director's interests, positions, associations or relationships that could bear upon the director's independence.
8. Assessing the independence of directors in the event of any change in circumstances.
9. Ensure that the Board, Contractors and Committee members annually sign:
 - Code of Conduct – Board, Contractors and Committees of the Board
 - Conflict of Interest Policy

Board Recruitment and Succession Plan

10. As per the Approved NCSC Articles of Continuance and bylaws, the NCSC Board will be comprised of a minimum of 5 directors and a maximum of 11. This will include the following positions, whose roles and responsibilities are outlined in the NCSC Bylaws:
 - Chair
 - Vice Chair
 - Treasurer
 - Secretary
11. The election process and terms are outlined in the bylaws.
12. On an annual basis the Governance and Nominating Committee will assess the skills and commitment level of the Board and actively seek to fill any gaps, see Appendix "A".
13. Filling the gaps will include seeking possible directors with relevant skill sets by utilizing the following:
 - Board member personal networks
 - Volunteer and contractor networks
 - Recommendations by partners such as Own the Podium, Canadian Olympic Committee, Sports Canada, etc.
 - Interested persons who have directly approached the board
14. In some cases, the gaps will need to be addressed by a non-board member (volunteer) who will report directly to the Chair of NCSC.

Appendix "A"
Board Skill Matrix

Required Skills	Board Member	Skill Level
Leadership		
Governance & Administrative Controls		
Legal expertise		
Risk Management		
Financial management/accounting expertise		
Marketing		
Fundraising ability		
Sport programming expertise		
Long-range planning		
Communications		
Access to foundations, corporations and individual philanthropists		
Media contacts		
Political contacts		
Corporate contacts		
Competition Management		