



TERMS OF REFERENCE

Name	Nominations Committee
Mandate	<p>The Nominations Committee is a Board Standing committee of Wrestling Canada Lutte (WCL). As such, the Committee will ensure, on a continuing basis, that the WCL Board of Directors is composed of qualified and skilled persons capable of, and committed to, providing effective governance leadership to WCL.</p> <p>This Committee will also provide recommendations to WCL on membership for positions on other WCL committees.</p>
Key Duties / Responsibilities	<ol style="list-style-type: none"> 1. Seek, identify and recruit qualified individuals to stand for election as Directors. In addition to seeking candidates through the usual networking channels within the wrestling community, the Committee will also issue an open call for nominations. 2. Have regard to the specific and desired competencies required on the Board as a whole in soliciting nominations. 3. Assist the Board in determining the specific and desired competencies required on the Board. 4. Ensure that candidates for election meet the qualifications to serve as a Director, and have fulfilled any additional requirements (the Committee does not make recommendations for any preferred candidates on the slate). 5. Communicate directly with each candidate to discuss the roles, responsibilities and expectations of a Director. 6. Promote diversity of the Board in relation to gender, age, language, ethnicity, professional backgrounds, and personal experiences. 7. Oversee all aspects of the election procedures leading up to the Annual Meeting, including identifying and enforcing specific timelines and any other administrative requirements. 8. Where appropriate, identify individuals for future nomination as Directors and maintain this information for use by future WCL Nominations Committees. 9. Ensure any Director vacancies are addressed in accordance with the Bylaws.



	<p>10. Identify individuals who may be strong candidates for positions on WCL committees and relay this information to the appropriate persons within WCL.</p> <p>11. Carry out these duties in a manner that encourages a long-term view of WCL’s leadership needs, as well as Board succession planning.</p> <p>12. Undertake other responsibilities that may be assigned by the BOD.</p> <p>Duties of the Chair:</p> <ul style="list-style-type: none"> - Develop the agenda for committee meetings in consultation with committee members - Chair the meeting and ensure that the committee makes recommendations within its mandate and organizational policies and plans - Ensure the communication of the committee’s recommendations and actions to the BOD - Represent the committee to the BOD and the Members - In collaboration with the ED, prepare written reports of recommendations, progress or any other relevant information for submission to the BOD and Members - Stay informed on relevant organizational policies - Ensure that committee members are informed of all critical matters
<p>Authority</p>	<p>The Committee will exercise its authority in accordance with WCL’s Bylaws and such additional provisions as are set out in this Terms of Reference, and will do so without interference from WCL Board or staff.</p> <p>The Nominations Committee will finalize nominations at least 30 days before the Annual Meeting and will circulate approved and/or recommended nominations to Members not less than 21 days before the Annual Meeting of Members.</p> <p>May from time to time invite to its meetings such other individuals as it deems can contribute to the work of the Committee (eg. consultants).</p> <p>Can schedule meetings and other activities to facilitate decision-making.</p> <p>Review and make recommendations to revise terms of reference.</p>



Composition	<p>The Committee shall be comprised of no less than three and up to five members. Its members will exclude any person seeking election to the BOD for which nominations are being prepared.</p> <p>CHAIR: The Board will appoint or re-appoint the Chair of the Committee when the association has completed the election of new Directors and appointment of Officers following an Annual Meeting.</p> <p>MEMBERS: The BOD will appoint up to four additional members to the Committee, including previous or current Board members not seeking re-election. Should the necessary competency not be present on the Board at the time of appointment, the Board may appoint a member(s) to the Committee from outside the Board.</p> <p>Ex-officio non-voting members include:</p> <ul style="list-style-type: none"> - President - Executive Director <p>TERMS / VOTING:</p> <ul style="list-style-type: none"> - All members will serve terms of one (1) year, which may be renewed by the BOD, annually. - Decision-making is by majority vote. Quorum shall be the majority of committee members. - Each member will have one (1) vote. There are no proxy votes. - Should any Committee member be interested in being nominated as a Director, he or she must resign from the Committee.
Meetings	The Committee will meet by teleconference and if required, at the call of the Chair.
Staff Support & Resources	The Committee will work within the established WCL budget, and will be supported by the Executive Director, as necessary.
Reporting	<ul style="list-style-type: none"> - Meeting minutes and notes will be maintained - Updates provided for BOD meetings - The Committee will report to the Members at the Annual Meeting of Members in the form of a written report



Approval and Review	These Terms of Reference were approved by the BOD on June 23, 2017. This document will be reviewed every two (2) years by the Committee and the BOD and will be updated by the BOD as required.
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