**<insert organisation name>**

**Briefing Document**

**Independent Chair of the Nominations Committee**

**[Insert date]**

**Introduction**

The purpose of this briefing document is to provide a comprehensive overview of [Insert organisation name], including the composition of the [INSERT ORGANISATION NAME] Board, key strategic focus areas and the constitutional requirements to facilitate a robust process to identify, assess and select an optimal Board composition to achieve high performance.

The content of the briefing document includes:

* An overview of [INSERT ORGANISATION NAME] and its role as a Sporting Organisation (SO)
* An overview of the [INSERT ORGANISATION NAME] Board composition considering continuing Directors following the [INSERT YEAR] Annual General Meeting (AGM)
* A summary of the composition and operations of the [INSERT ORGANISATION NAME] Board
* A summary of the Nominations Committee process as detailed in the [INSERT ORGANISATION NAME] Constitution
* An overview of the timetable for elected Directors as required by the Constitution
* A general overview of [INSERT ORGANISATION NAME] strategic priorities and initiatives

To support the briefing document and provide additional context to the operations of the Nominations Committee, the following appendices have been included:

1. [INSERT ORGANISATION NAME] Strategic Plan
2. Overview of the [INSERT ORGANISATION NAME] Board and Sub-Committee structure
3. The [INSERT ORGANISATION NAME] Board skills audit and the expected attributes of Directors
4. [INSERT ORGANISATION NAME] Nominations Committee Terms of Reference

**Overview of [Insert organisation name]**

[INSERT ORGANISATION NAME] is the Sporting Organisation (SO) for overseeing [insert sport] in [insert jurisdiction]. [INSERT ORGANISATION NAME] exists to provide the opportunity to participate in [Insert sport] from recreational junior levels through to elite senior competition. [INSERT ORGANISATION NAME] is responsible for delivering these benefits to members and ensuring [Insert sport] in [insert jurisdiction] achieves consistent success, a strong positive public profile and continuing player, officiating and spectator support at all levels.

In total, more than XXX,000 registered participants regularly play [Insert sport] in [insert jurisdiction].

[INSERT ORGANISATION NAME] is also responsible for the administration and operation of representative teams, who between them have won …

As a recognised SO, [INSERT ORGANISATION NAME] has several requirements, including:

* Demonstrate the organisation is the single entity representing all forms of the sport in [insert jurisdiction] from the community through to high performance
* Be accountable at the national level for providing its members with sound programs, services and policies
* Ensure its financial statements and annual reports are independently assessed each year
* Be accountable for establishing and enforcing the key policies that underpin integrity in the sport
* Maintain a system to register and report all member details
* Adopt standards of governance maturity expected of [INSERT ORGANISATION NAME] relevant to the size of the organisation and the level of public investment received.

**Our Strategic Priorities and Initiatives**

The current [INSERT ORGANISATION NAME] Strategic plan was developed following extensive consultation with staff, members and other key stakeholders and list the key priorities as:

**Strategic Priority 1:**

**Strategic Priority 2:**

**etc**

[INSERT ORGANISATION NAME] has established values that are central to how the organisation functions. The values describe the way in directors, staff and athletes behave, interact and work together. The values are:

* INSERT VALUES

**Current [INSERT ORGANISATION NAME] Board Composition**

The [INSERT ORGANISATION NAME] Board will experience considerable turnover at this year’s AGM, with XX current Directors not seeking reappointment following the expiry of their terms. The [insert #] Directors whose terms are expiring are:

* **1**
* **2**
* **3, etc**

The continuing Directors are:

* **4** (name, director since, 3-4 dot points on professional and sport background (playing, admin, etc) and any specific role on the board (Finance Director, Chair, etc)
* **5**
* **6, etc**

An overview of the [INSERT ORGANISATION NAME] Board and sub-committee structure be found in **Appendix B.** Furthermore, a Board skill set summary and the expected attributes of [INSERT ORGANISATION NAME] Directors can be found in **Appendix C.**

**Members**

Section [Insert #] of the [INSERT ORGANISATION NAME] Constitution details the role and function of the Members in the election of new Directors. The Members are:

* [INSERT DESCRIPTION OR LIST]

In accordance with clause [Insert #] of the [INSERT ORGANISATION NAME] Constitution …

Insert details of

* **Annual Meeting** - The Annual Meeting shall be held no later than ……… in each year. The business to be conducted at an Annual Meeting shall be to:
	+ Confirm the minutes of the previous Annual General Meeting
	+ etc

**Nominations Committee**

In accordance with the [INSERT ORGANISATION NAME] Constitution, the Board has established a Nomination Committee for the purposes of:

* Ensuring that there is a robust approach to Board composition at [INSERT ORGANISATION NAME] providing an environment where the Board is best equipped to carry out effective and responsible decision making and oversight
* Assessing, reviewing and making recommendations concerning Director and Committee appointments and ensure nomination and induction processes are appropriate
* Identifying candidates to fill Director vacancies (including casual vacancies) and assess all nominees for Director vacancies, including the power, to determine that a nomination is unsuitable for further consideration by the Company, the Directors or the Members.

The Nominations Committee is comprised of [Insert #] members:

* An Independent Chair who shall be appointed by the Board
* [Insert #] elected [INSERT ORGANISATION NAME] Board Members
* [Insert #] invited Member representatives

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

* Insert summary ~6 dot points…
* and then refer to the Terms of Reference of the Nominations Committee as approved by the Board can be found in **Appendix D.**

**Nomination Process**

In accordance with clause [Insert #] of the [INSERT ORGANISATION NAME] Constitution, nominations of candidates from the Members for election to the Board shall be delivered to [INSERT ORGANISATION NAME] on the prescribed form [Insert #] days prior to the date of the General Meeting.

Before any nominee is eligible to be elected to a position on the [INSERT ORGANISATION NAME] Board, the nominee must provide the relevant nomination materials to the Company Secretary such as: (select from)

* The nominee’s CV relevant to the position.
* The nominee’s interest in or positions held, in any [INSERT ORGANISATION NAME] association worldwide within the [Insert #] years immediately preceding the date of nomination.
* The nominee’s interest in or positions held whether pecuniary or otherwise directly or indirectly relating to any business or business venture, company and/or corporation associated with the sport of [insert sport] within [Insert #] years immediately preceding the date of nomination.
* If the nominee has not had an interest in or held any position of the type referred to above, a statement to that effect

**Timetable for Election of Directors**

The following is an overview of the procedural timeline for the election of directors at the [Insert #] AGM scheduled for [Insert date]:

**1. [Insert date]**

* The Chief Executive must give at least [Insert #] days’ notice in writing of the date of the Annual General Meeting to each Member.

**2. [Insert date]**

* [Insert #] days prior to the date of the General Meeting, nominations of candidates from the Members for election to the Board of Directors shall be delivered to [INSERT ORGANISATION NAME] on the prescribed form.
* Before any nominee is eligible to be elected to a position on the [INSERT ORGANISATION NAME] Board, the nominee must submit the relevant nomination materials not less than [Insert #] days prior to the date of the election, such statement setting out the requirements described above.
* A Member desiring to bring business before a meeting must give [Insert #] days’ notice of that business in writing to [INSERT ORGANISATION NAME]. This business shall be special business.

***3.* [Insert date]**

* At least {Insert #] days prior to the Council Meeting, notice to be sent to Members containing:
	+ An Agenda with a summary of the items included in the agenda
	+ A list of all Director nominees (and NomCo report as an appendix)
	+ etc

***4.* [Insert date]**

* Date of the AGM and Director elections.

**Voting Procedure**

Section [Insert #] of the [INSERT ORGANISATION NAME] Constitution details the voting procedure for the election of nominees to the [INSERT ORGANISATION NAME] Board. The voting process is as follows:

* Insert relevant detail

**Appendix A. Strategic Plan**

**Appendix B: Overview of the [INSERT ORGANISATION NAME] Board and Committee Structure**

**Appendix C**. [INSERT ORGANISATION NAME] Board skill set summary and the expected attributes of Directors

|  |  |  |  |
| --- | --- | --- | --- |
| **Skill Area** | **Description** | **Skill Area** | **Description** |
| **Strategy** | Experience in and ability to critically review strategy through constructive questioning and suggestions. | **High Performance** | Thorough understanding and experience in operations, management and development in high performance sport |
| **Finance** | Qualification and experience in accounting and finance to analyse statements, assess financial viability, contribute to financial planning, oversee budgets and oversee funding arrangements | **Sport Administration** | Current or recent experience as a Director on the board of a Sporting Organisation (other than [Insert organisation name]) or qualification and experience in executive level sports administration. |
|  **Risk Management** | Experience in risk management and ability to identify and monitor key risks to [Insert organisation name]. | **Corporate Governance** | Extensive experience in the maintenance and operation of the rules, relationships, policies, systems and processes whereby authority within a company is exercised. |
| **Legal** | Qualification and experience in law and sound understanding of compliance, legal and regulatory requirements. | **Medical/Health** | Qualification and experience in the area of medicine/sport’s medicine. |
| **Executive Management** | Qualification and/or experience at an executive level in business (other than sport). | **Information Technology** | Qualification and experience in the management or operation of information technology. |
| **Media/****Communications** | Qualification and/or experience in areas including media, communications, marketing and branding. | **Commercial Fundraising/ Sponsorship** | Experience and demonstrated success in developing and achieving significant commercial sponsorships. |
| **Participation/****Grassroots Sports** | Thorough understanding and experience in the operation, management and development of grassroots sport. | **Policy** | Experience and demonstrated success in identifying key issues for a company/organisation and developing appropriate policy parameters within which the company/organisation should operate. |
| **High Performance** | Recent experience in sport at a national representative level. |  |  |

**Appendix C**. [INSERT ORGANISATION NAME] Board skill set summary and the expected attributes of Directors

|  |  |
| --- | --- |
| **Attribute** | **Description** |
| **Integrity** | * Fulfilling director’s general duties and responsibilities.
* Putting [Insert organisation name] interests before personal interests.
* Acting ethically and transparently.
* Declaring any conflicts or potential conflicts.
* Maintaining confidentiality
 |
| **Effective Listener and Communicator** | * The ability to listen to, and appropriately debate and challenge other people’s viewpoints.
* Communicate effectively and considerately with a broad range of stakeholders.
 |
| **Critical Thinker** | * Critically analyse complex and detailed information and develop innovative approaches and solutions to problems.
 |
| **Leader** | * Make and take responsibility for decisions and actions of the Board.
* Appropriately represent the Board.
* Take responsibility for the organisational culture, specifically the culture of the Board.
 |
| **Genuine Interest** | * Have a genuine interest in [Insert organisation name] and [Insert sport] in general.
 |
| **Business Instinct** | * Have a good business instinct and the ability to get to and work through key issues efficiently and effectively.
 |

**Appendix D:** [INSERT ORGANISATION NAME] Nominations Committee Terms of Reference

