



Nominating Committee Policy and Procedures

Purpose

In support of the Governance and Nominating Committee Terms of Reference and Surf Canada 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.

Nominating Committee will:

- 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 the above are satisfied by the current composition of the Board. This assessment is completed annually and whenever a member retires.
- Recommend to the Board 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.
- Recommend to the Board candidates the Committee considers appropriate for removal from the Board.
- 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.
- Ensure that the board orientation process for individual Directors of the Board is in place, with regular reviews of its effectiveness.
- Establish and maintain the selection, appointment and succession planning process of the President of Surf Canada.
- Review any change in a non-executive director's interests, positions, associations or relationships that could bear upon the director's independence.



- Assessing the Independence of directors in the event of any change in circumstances.
- Ensure that all board members, Contractors and Committee members annually sign:
 - Code of Conduct – Board of Directors, Contractors and Committees of the Board
 - Conflict of Interest Policy

Board Recruitment and Succession Plan

As per the Approved Surf Canada Articles of Continuance and bylaws, the Surf Canada Board will be comprised of up to 8 directors and a President. This will include the following positions, whose roles and responsibilities are outlined in the SJC Bylaws:

- President
- Vice President
- Treasurer
- Secretary

The election process and terms are outlined in the bylaws.

On an **annual** basis the Governance and Nominating Committee will assess the skills and commitment level of the Board of Directors and actively seek to fill any gaps.

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

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		

In some cases the gaps will need to be addressed by a non-board member (volunteer) who will report directly to the President of Surf Canada.

See the **Board Recruitment and Succession Plan (2017)** for additional information.