



## Nominations Committee Terms of Reference

### Purpose

The Nominations Committee (Committee) is a standing committee of the Board of Directors of Softball BC, although it is not necessarily comprised of current Directors. It is responsible for ensuring, on a continuing basis, that the Softball BC Board of Directors is composed of qualified and skilled persons capable of, and committed to providing effective governance leadership to Softball BC.

### Core Values for Guiding the Committee

The Nominations Committee is guided by Softball BC's values, as stated in the strategic plan. The Committee recognizes that the culture we set at the Committee level should reflect Softball BC's culture and expectations.

### Key Duties

The Committee will perform the following key duties:

- Seek, identify and recruit qualified individuals to stand for election for Softball BC's Board of Directors – in addition to seeking candidates through the usual networking channels within the sport community, the Committee will also issue an open call for nominations through promotional efforts, including, but not limited to, press releases, the Softball BC website, and other online services where suitable.
- The Committee will utilize and have access to the Board of Directors Skills and Experience Matrix, including the identified gaps to be filled by new Board of Directors Member candidates recommended to the Board of Directors by the Governance Committee.
- Ensure that candidates for election meet the qualifications to serve as Director, and have fulfilled any additional requirements, including screening requirements and conflict of interest declarations.
- Communicate directly with each candidate to discuss the roles, responsibilities and expectations of a Director.
- Promote diversity on the Board of Directors in terms of gender, age, language, ethnicity, professional backgrounds, and personal experiences.
- Conduct interviews with prospective Board of Directors candidates.
- Oversee all aspects of the election procedures leading up to and at the Annual General Meeting, including identifying and enforcing specific timelines and any other administrative requirements as set out in the approved nomination process and in alignment with the organization's bylaws.
- Where appropriate, identify individuals for future nomination as Directors and maintain this information for use by future Nominations Committees.
- Carry out these duties in a manner that encourages a long-term view of Softball BC leadership needs, as well as Board of Directors succession planning.
- Additional duties as may be delegated to the Committee by the Board of Directors from time to time.

**Authority**

The Committee will exercise its authority in accordance with the Bylaws and such additional provisions as set out in these Terms of Reference.

The Council, with the Board of Directors' approval, may establish Working Groups or Task Forces to address specific issues related to the Committee's mandate.

**Composition**

Although a committee of the Board of Directors, the Committee need not be composed of current Directors. The Committee will be composed of up to three (3) members appointed by the Board of Directors.

The appointed members of the Committee will serve one-year terms, renewable.

The President or designee may serve as an ex officio member of the Committee, but does not have a vote.

The Committee will be supported through the Executive Director or their designate.

Should a vacancy occur on the Committee for any reason, the Board of Directors may appoint a qualified member to fill it. The Board of Directors may remove any member of the Committee. Should any Committee Member be interested in being nominated as a Director, he or she shall resign from the Committee.

**Meetings**

The Committee will meet by videoconference or in person, as required, to perform its duties. The Chair will call meetings. Supporting and rejecting a candidate Director requires a simple majority of Committee members.

**Resources or Support**

The Committee will receive the necessary resources from Softball BC to fulfill its mandate. The Committee may, from time to time, receive administrative support from Management.

**Responsible to**

The Committee reports to the Board of Directors through the President. Status reports at a meeting of the Board of Directors, or full reports at a meeting of the Members, shall be presented by the Chair of the committee.

**Evaluation**

The Board of Directors and the Committee's Chair will evaluate the Committee's performance. The Committee's performance will be assessed against the achievement of yearly objectives/deliverables and the fulfillment of the key duties outlined in these terms of reference.

**Review and Approval of Terms of Reference**

The Board of Directors will review these Terms of Reference regularly, with input from the Committee as required.

**Other**

The Bylaws' provisions regarding the Standing Committees will also apply.

Date of Approval: January 27, 2026

Date of Review: February 1, 2028