

Tennis Ireland Nominations Committee Terms of Reference:

Approved by Tennis Ireland Board



## **Terms of Reference**

# **Tennis Ireland Nominations Committee**

This document describes how the Tennis Ireland Nominations Committee is constituted within Tennis Ireland and the roles and responsibilities of the Committee.

It also details some operational procedures as to how the Committee should conduct its business.

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**Terms of Reference**

## **Tennis Ireland Nominations Committee**

The following Terms of Reference may be subject to alteration or amendment at any time by resolution of the Tennis Ireland Board.

### **1. Composition of the Committee**

The Nominations Committee shall consist of two Representative Directors, two other directors not being Representative Directors and an independent person who is not a director, chosen by the President.

Members of the Committee shall hold office from the Tennis Ireland AGM until the conclusion of the following AGM.

Should a vacancy arise on the Committee then the Board shall appoint a qualified person to fill the vacancy for the remainder of the vacant position's term

### **2. Quorum**

The quorum for the transaction of the business of the Committee shall be the number of members present in person and entitled to vote which equals 50% plus one of the total number of appointed Committee members. Accordingly, for a Committee of five appointed persons the quorum is three.

### **3. Communication & Authority Structure**

The Committee is a sub-committee of Tennis Ireland and reports directly to the Board through the Chairman of the Board, copying the Company Secretary.

The Committee shall report to the Board in writing.

The Committee must keep a record of all meetings and decisions and provide reports and/or information to the Board within ten days of meetings. Such reports will include information about confirmed positions and the process of nominations.

### **4. Role**

The Nominations Committee, under Article 32 (c) of the Articles of Association of Tennis Ireland, is charged with the task of reviewing any nominations for the offices of President or President-Elect for the purpose of ensuring that any person being the subject of any such nomination complies with any rules set out in these Articles or otherwise prescribed by the members in general meeting regarding eligibility for election to the relevant office;

The Board have also charged the Nominations Committee to identify non- representative candidates with the requisite skills and experience to serve on the Board of Tennis Ireland in accordance with the eligibility criteria laid down in the Tennis Ireland Memorandum and Articles of Association for the selection of such candidates.

### **5. Operational Matters**

The Committee shall meet as often as required to fulfil its objectives. Meetings may be conducted by means of conference telephone or other electronic means whereby all persons participating in the meeting may hear each other speak.

The Committee shall:

- Through the Committee Chair, consult with the Board to determine the skills and experience most desired in addressing the governance mandates
- Prepare a job specification for each role detailing the expectations of and the legal obligations of Directors including the time commitment required
- Identify candidates for the role(s) of Portfolio Directors as defined in the Tennis Ireland Memorandum and Articles of Association
- To Vet nominated candidates for the role of President in accordance with the requirements specified in the Tennis Ireland Memorandum and Articles of Association
- Recruit candidates for the position of Portfolio Director with full regard for the demonstrated skills and ability of candidates to contribute effectively to the leadership of Tennis Ireland, reflecting the diversity of the membership and striving to achieve gender balance
- Consider candidates on merit and against objective criteria and recommend a single candidate for each role from among the suite of candidates identified
- Communicate such candidates to the Board as per the agreed timeframe
- Take due care to use the widest possible means of communicating vacancies to the membership of the Organisation and conduct its business in a clear and transparent manner
- Where possible carry out its duties in a manner that encourages a long-term view of Tennis Ireland's leadership needs as well as Board succession planning
- The Chair of the Nominations Committee should attend the AGM to present the candidates and to answer any questions which may be raised by the membership
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## **6. Resources**

The Committee members including shall be entitled to claim mileage and subsistence expenses from their respective branch during their time in office and pursuant to standard Tennis Ireland Board policy on expenses.

Accommodation expenses must be approved in advance through the Tennis Ireland office who will handle all bookings