



Nominating Committee Terms of Reference

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| Type of Committee | Strategic - Board |
| Mandate | The Committee is responsible for seeking, identifying and recruiting, on a continuous basis, qualified and skilled individuals capable of, and committed to, providing effective governance leadership to BCB as a Director. The Nominations Committee will make a recommendation at each election to the voting Members as to their preferred slate of candidates. |
| Key Duties | <p>The Committee will perform the following key duties:</p> <ul style="list-style-type: none"> • Seek, identify and recruit qualified individuals to stand for election as 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 BCB website, and other online services where suitable; • Will complete a BCB Board of Directors assessment to determine the needs, wants and skill set gaps, attributes, education within the BCB Board of Directors as outlined in the BCB Board of Directors Competency Framework. • Ensure that candidates for election meet the qualifications to serve as a Director, and have fulfilled any additional requirements, including those set out in the Nominations Policy; • Communicate directly with each candidate to discuss the roles, responsibilities and expectations of a Director; • Consider and promote diversity for the composition of the Board • Have regard to the specific and desired competencies required on the Board as a whole in soliciting nominations; • Oversee all aspects of the election procedures leading up to and at the Annual Meeting, including identifying and enforcing specific timelines and any other administrative requirements; • 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 BCB’s Board succession planning; • Such additional duties as may be delegated by the Board from time to time. |

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| <p>Authority</p> | <p>The Committee will exercise its authority in accordance with the By-laws and such additional provisions as are set out in this Terms of Reference and will do so without interference from the Board.</p> <p>The Committee does not have the authority to bind the organization in contracts, services or other resource allocations.</p> |
| <p>Composition</p> | <p>The Board of Directors will appoint an individual who best meets the required skill set to serve as the Chair of the Committee. The Board will also appoint up to two additional people to serve on the Committee. If any Committee member is interested in being nominated as a Director, he or she shall resign from the Committee.</p> <p>If the President is not standing for election at the next Annual General Meeting, then it is expected that the Board will appoint the President to serve as one of the Committee members.</p> <p>Agrees to provide their consent to be bound by the Universal Code of Conduct to Prevent and Address Maltreatment in Sport (the UCCMS), as amended from time to time, and to be subject to proceedings initiated related to potential violations of the UCCMS, including, without limitation, accepting the jurisdiction of the OSIC/Abuse-Free Sport if they are, at any point, designated as a UCCMS Participant by the NSO.</p> <p>The Chief Executive Officer (or staff designate) will be an ex-officio and non-voting member of the Committee.</p> |
| <p>Term</p> | <p>Members of the Committee will serve terms of two years with no limit to the number of terms a member may serve. In the event that all committee member positions need to be filled (with the exception of the Chair position), the Board will appoint half of the available positions as a one-year term and the other half to a two-year term to ensure a rotation of committee members.</p> <p>In the event of a vacancy, the Board will appoint a qualified person to fill the vacancy until the end of the term as described above.</p> <p>The Board of Directors will appoint or remove any member of the Nominating Committee by special resolution</p> |

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| Meetings | The Committee will meet by telephone, virtually and/or in person, as required. Meetings will be at the call of the Chair or two Committee members. |
| Resources | The Committee will receive the necessary resources from BCB to fulfill its mandate. The Committee may, from time to time, receive administrative support from BCB. |
| Reporting | As a Strategic Committee of BCB, the Committee reports to the Board of Directors. The Chair will provide a reporting on all of its proceedings to the Board. |
| Approval and Review | The Board will review these Terms of Reference on a regular basis, with input from the Committee as required. |
| Other | |

Approved May 2021

Revised and Approved March 2024