

Draft Terms of Reference – August 2020

Board Appointment Committee

Purpose:

The Board of the Water New Zealand has established the Board Appointment Committee (the Committee) to manage the appointment of Appointed Board members in accordance with rule 7.1 (b) of the constitution, to ensure that the Board as a whole has an appropriate mix of skills, diversity and experience, based on criteria determined by the Board from time to time.

Membership:

The Committee will comprise the President, President-Elect and two other Board members, appointed by the Board in accordance with rule 13.2 of the Constitution. The President shall chair the Committee.

If a vacancy on the Committee arises at any time the Board can fill that vacancy in accordance with rule 13.2 of the Constitution.

Any Appointment Committee member(s) seeking election as an Appointed Board Member must disqualify themselves from the Board selection process and associated Appointment Committee activities established to inform that selection process. In these circumstances the Secretary shall advise the Board of the need to nominate an alternate Appointment Committee representative for the forth-coming Board appointment cycle.

Duration:

The Appointment Committee will be a standing committee of the Board, subject to review by the Board no less than three years after its establishment.

Nomination process for Appointed Board members

- a) In accordance with Rule 10.2 the Secretary shall publicly notify, through appropriate board nomination outlets, any impending Board vacancies advising the nomination procedures, requirements and closing date as approved by the Board (noting that the closing date cannot be closer to the AGM than 30 days).
- b) At least 30 days prior to the Annual General meeting, the Secretary shall provide the Committee with the details of all nominees in a format approved by the Board.
- c) The Appointment Committee meeting to select Board members must be held no later than one week before the AGM.
- d) The Committee shall select, from the candidates available, those persons to be Board members of the Association.
- e) The decision of the Committee shall be presented at the AGM for ratification in accordance with rule 10.3 of the constitution.
- f) The Committee may use whatever secret ballot methodology is acceptable to the Committee at the meeting, to derive the Board nominees from the presented candidates, providing that the methodology used is allowable under the Constitution, these terms of reference and with regard to any criteria established by the Board.

Terms of Reference Review

These Terms of Reference will be reviewed in conjunction with the Association's Constitutional review cycle or earlier as required. Such reviews will involve the Committee in the first instance prior to the normal review and approval processes of the Association Board.

Definitions

In these terms of reference unless otherwise provided or unless there is something in the subject matter or context which is inconsistent, the following expressions shall have the definitions or meanings provided below:

"Association" Association	means the company New Zealand Water and Wastes trading as Water New Zealand;
"Appointed Board Member"	members appointed by the Elected Board members
"Board"	means the Associations Board of Directors;
"Elected Board Member"	members appointed by the membership
"Member"	any person or organisation holding a current Membership in accordance with Rule 4 of the constitution