
Nominations and Remuneration Committee Terms of Reference

Purpose

The Nominations Committee is a sub- committee of the Board with the objective of fairly and objectively seeking, reviewing and nominating qualified candidates for appointment to the Board of the Australasian College of Health Service Management (ACHSM).

Nominations for appointment to the Board will be referred to the Committee, taking into account :

- the overall mix of skills, as outlined in the ACHSM Board Skills Matrix and the degree of diversity identified from time-to-time by the Board as being desirable to further the strategic objectives of ACHSM
- criteria and expectations identified in the Constitution and Rules of ACHSM
- Any specific eligibility criteria published on the ACHSM website from time to time in regards to a specific Board vacancy

A further purpose of the Committee is to :

- provide recommendations to the Board on the remuneration of the College CEO
- develop and regularly review a framework that guides the Chief Executive Officer in decisions for remuneration reviews of College staff

Scope

The Nominations and Remuneration Committee is a subcommittee of the ACHSM Board and reports directly to the Board. The Committee will:

- As needed, conduct a gap analysis using the approved ACHSM Board Skills Matrix prior to appointment of Directors
- Make recommendations to the ACHSM Board on the range of skills, gender, age, ethnicity, academic background, region and experience that will best serve the current strategic objectives of the Board
- Identify and if required interview potential candidates for Board appointment
- Recommend to the Board on who should be appointed; and
- Advise the Board on whether the Board should appoint a nominee to fill a casual vacancy.
- Provide an annual recommendation to the Board on the remuneration of the Chief Executive Officer
- Develop and regularly review a policy that provides a framework and guidelines for determining annual remuneration review of College staff by the Chief Executive Officer.

Agenda

Where practicable the agenda, together with any reports or documents that relate to the agenda, should be forwarded to members at least 5 working days prior to a meeting.

Minutes

Accurate minutes (or actions) should be kept of each meeting and circulated to committee members for ratification (within a reasonable timeframe following the meeting), and then formally confirmed at the next meeting of the committee. Approved Minutes of meetings are to be provided at the next Board Meeting subsequent to a meeting of the Nominations and Remuneration Committee.

Conflicts of Interest

All members of the Committee must abide by the ACHSM Conflict of Interest Policy. At the commencement of each meeting, members should be prompted to specify any conflicts of interest they may have in respect of the proposed agenda.

Membership & Accountability

- The Nominations and Remuneration Committee is a subcommittee of the ACHSM Board, and all members will be appointed by the Board and will comprise not less than two, and up to four members, all of whom will be non-executive members.
- The Board shall appoint one independent person to serve on the Nominations and Remuneration Committee.
- The CEO / Company Secretary will attend and provide administration support to the Nominations and Remuneration Committee.

Quorum

3 Members as appointed by the Board are required to conduct a meeting.

Frequency of meetings

As needed to ensure appropriately constituted ACHSM Board in line with the ACHSM Constitution. At a minimum this committee will meet twice annually.