The Canadian Association of Journalists
L'Association Canadienne des Journalistes

TERMS OF REFERENCE

Director Nominations & Vetting Working Group

Policy intent

This policy defines the roles and objectives of the Nominations & Vetting Working Group, in conjunction with the stipulations set forth in the *Committee Governance Policy*.

Policy responsibility

CAJ Board

Policy

1. **Role**
   - 1.1. The working group is formed by the governance committee, in periods leading up to elections or by-elections, or when vacancies are present and need to be filled by appointment.
   - 1.2. The working group oversees the planning, development and execution of director nomination, election and appointment efforts.
2. **Authority**
   - 2.1. The nominations & vetting working group is an ad-hoc group of the governance committee, with authority to:
     - 2.1.1. request information from any source that the working group deems appropriate in the support of its roles and responsibilities; such requests, as appropriate, can be forwarded by anyone from the working group to the senior staff person, who will determine the best way to obtain the required information;
     - 2.1.2. request funds from the board to support the activities of the working group, by preparing a budget, and utilize any granted funds in the manner outlined in the request; and
     - 2.1.3. make recommendations regarding nominations, elections and appointments to the CAJ board, in line with the *Regions Policy* and the *Elections, By-elections and Appointments Policy*, with input and consultation from the governance committee, executive or others, as deemed appropriate.
3. **Responsibilities & Objectives**
   - 3.1. Oversee the implementation of any electoral aspects of the CAJ's strategic plan.
   - 3.2. Oversee the execution and delivery of the nomination, election and appointment activities.
   - 3.3. Ensure that those nominated for director roles fill one or more of the identified needs within the *Board Skills Matrix*.

3.4. Maintain positive relationships and necessary interactions with industry stakeholders.
3.5. Operate at arms' length from the role of the CRO, who can not be a member of this working group.
3.6. Create all communication pieces needed for all necessary messaging related to nominations, elections and appointments and provide these to the communications committee for dissemination.
3.7. Working group members must reply to requests from fellow group members within three days.

4. Membership

4.1. The working group shall be comprised of three board members, at least one of whom is part of the governance committee.
4.2. A CAJ staff person, ex-officio, non-voting.
4.3. The elected CRO shall be restricted from being a member of this subcommittee.
4.4. Anyone from the working group may liaise directly with the senior staff person as appropriate for the needs of the group, but should also include in any communication everyone else from the working group.

5. Meetings

5.1. The working group shall meet as needed.

6. Reporting

6.1. The working group shall provide a written report of its activities to the governance committee chair and board for each board meeting.
6.2. Each report shall include:
6.2.1. information about all meetings held since the last report (including a list of attendees of the meetings, as well as topics discussed at the meetings);
6.2.2. a list of each work item the group addressed, and the details of the group's contribution; and
6.2.3. details of any motions made or recommendations being brought forward by the group.

Related References, Policies, Procedures and Forms:

This Policy References:

Committee Governance Policy
Regions Policy
Elections, By-elections and Appointments Policy

This Policy is Referenced by:

None

Forms and documents:

Board Skills Matrix

Policy History:

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