



## 2019 SACA BOARD OF DIRECTOR ELECTIONS - NOMINATIONS COMMITTEE GUIDANCE

Having regard to a recent skills and capability review undertaken by the Australian Institute of Company Directors and succession planning factors created by the:

- retirement of Andrew Hilditch (noting his legal skills and significant experience and reputation in first class, national and international cricket);
- resignation of Andrea Slattery (noting her governance skills); and
- retirement of Will Rayner (noting his finance and audit skills);

the Nominations Committee provided guidance in the 2019 Call for Nominations that candidates with the following specific skills and competencies were expressly sought:

- finance/accounting system skills, particularly Chartered Accountant or Certified Practising Accountant qualifications;
- governance/board/committee/chair experience;
- high performance cricket/sport experience;
- significant commercial and business expertise;
- high level government and stakeholder relations experience; and
- legal.

The Nominations Committee further notes that the SACA Board has previously approved a target of at least 40% female representation on the SACA Board. The current composition of the SACA Board does not yet meet this target.

### **Having considered the candidate statements provided by all candidates, the Nominations Committee:**

- **notes that Will Rayner, who was appointed to fill a casual vacancy, ceases to hold office at the 2019 AGM in accordance with clause 11.7(c) of SACA's constitution and has nominated to be elected at the 2019 AGM. The Nominations Committee considers that Will is a preferred candidate for election considering his skills in governance, finance and audit and his past experience as a district cricket player;**
- **considers Andrea McCauley to be a preferred candidate for election to the Board, noting her extensive experience in high performance cricket and her reputation in first class, national and international cricket and in cricket coaching; and**
- **considers James Orchard to be a preferred candidate for election to the Board, noting in particular his accounting and business qualifications and his past experience as a district cricket player.**

The Nominations Committee considers that, having regard to the statements submitted by the nine other candidates who have nominated for possible election to the SACA Board, no other candidate strongly demonstrates all of the specific desired skills and competencies sought, but that all candidates:

- possess the general skills and competencies required of a person who could be elected to the SACA Board and have an appreciation of and experience of the governance standards required of the SACA Board; and
- would be placed to make a contribution to the SACA Board.



The Nominations Committee indicates that the above guidance reflects its responsibility to identify the persons who have the skills and competencies to complement the overall skill set, experience and diversity required to achieve a balanced, fit for purpose Board to oversee the delivery of SACA's strategic objectives and operational plan by the Chief Executive. The guidance should not be taken as a reflection of the specific competencies of the nine other candidates.

## **NOMINATIONS COMMITTEE ROLE AND FUNCTION**

The SACA Constitution provides that:

- the role of the Nominations Committee shall be to perform the functions allocated to it in the SACA Constitution and such other functions as may be delegated to the Nominations Committee by the Board from time to time (clause 13.5(h)); and
- the Nominations Committee may give guidance to the Directors or Members on the election of persons standing for election as Member Elected Directors (clause 13.5(i)).

The Nominations Committee Charter further sets out the function of the Committee to include providing guidance on:

- the balance of skills, knowledge, experience, independence and diversity on the Board; and
- the election of persons standing for election as Member Elected Directors, including identifying and making recommendations to Members regarding preferred candidates.

The Nominations Committee, in giving any guidance to the SACA Board or Members in relation to candidates, will have regard to the overall skill set, experience and diversity required to achieve a balanced, fit for purpose Board to oversee the delivery of SACA's strategic objectives and operational plan by the Chief Executive.

A copy of the Nominations Committee Charter is available at [www.saca.com.au](http://www.saca.com.au)