

Nomination Committee (NOMCO)

Terms of Reference

Role

The role of the ICE Nomination Committee is to make recommendations to the Trustee Board for the appointment of candidates for senior positions in the Institution. It also approves, on behalf of the Trustee Board, a number of specific appointments. In determining its recommendations, the Nomination Committee must ensure a balance of skills, demographics, diversity, sectoral knowledge and international membership.

Duties

The duties of the NOMCO are to:

- a. Ensure that all selection processes are transparent, open, honest and fair;
- b. Recommend to the Trustee Board nominations for the position of ICE Vice President. This appointment requires the approval of the ICE Council. Should the Council not approve the recommendation the Nomination Committee is to provide an alternative nomination;
- c. Recommend to the Trustee Board nominations for the position of Nominated Member. This appointment requires the approval of the ICE Council. Should the Council not approve the recommendation the Nomination Committee is to provide an alternative nomination;
- d. Provide the ICE Council with a focused candidate list for the positions of Council Appointee Members on the Trustee Board. If there is a fine judgement as to a candidate's ability to meet the required profile, the Nomination Committee should give the candidate the benefit of the doubt. Final judgement for approval lies with the ICE Council.
- e. Provide the Trustee Board with a focused candidate list for the positions of Ordinary Members. If there is a fine judgement as to a candidate's ability to meet the required profile, the Nomination Committee should give the candidate the benefit of the doubt. Final judgement for approval lies with the ICE Trustee Board.
- f. Recommend to the Trustee Board a nomination for the position of Director General and Secretary. This appointment requires the approval of the Trustee Board;
- g. Recommend to the Trustee Board a nomination for the position of the Group Finance Director. This appointment requires the approval of the Trustee Board;
- h. Recommend to the Trustee Board a nomination for the position of Chair of the ICE Audit Committee. This appointment requires the approval of the Trustee Board;

- i. Recommend to the Trustee Board a nomination for the position of Chair of Thomas Telford Limited. This appointment requires the approval of the Trustee Board;
- j. To oversee the process of elections to Council with particular emphasis on ensuring that the ICE Council is representative of the ICE membership and wider society;
- k. On behalf of the Trustee Board, to approve the membership of those committees directly subordinate to the Trustee Board;
- l. Recommend potential candidates for Honorary Fellowship of the Institution;
- m. Provide an annual report to the Trustee Board;
- n. Receive a report from the ICE FIR Committee annually.

Composition

The Nomination Committee shall consist of no fewer than nine and no more than twelve members of the Institution:

- The Chair (Past President of the Institution appointed by the ICE Council).
- The President of the Institution (*ex officio* member).
- The Senior Vice President of the Institution (*ex officio* member).
- A Graduate or Student member (nominated by the GSNet).
- Six Council members (elected by the ICE Council).
- Two other ICE members (approved by the ICE Council).

No member of the Nomination Committee may sit on the Trustee Board, with the exception of the President and Senior Vice President.

In appointing members of the Nomination Committee, consideration should be given to ensuring that the Committee membership reflects the broad nature of the industry¹, the international and geographical diversity of the Institution.

Meetings

Normally three per year. Meetings will comprise at least one physical meeting per year. The remainder and any ad-hoc meetings will make use of remote meeting technology where possible.

The Nomination Committee shall be quorate if over half of the committee members are present including the Chair of NOMCO or a nominated deputy.

¹ There should be a mix of clients, contractors, consultants, academia etc.

The Director General and Secretary shall attend all meetings of the Nomination Committee and shall provide the Secretariat. The Director General and Secretary shall not vote on any appointment considered by the Nomination Committee with the exception of the appointment of the Group Finance Director on which appointment the Director General and Secretary shall vote.

Tenure

With the exception of the *ex officio* and Council members, all members of the Nomination Committee shall be appointed for a three year term and may serve a second consecutive term. No member shall serve more than six years on the Nomination Committee.

Council members may serve a second term provided they are still Council members upon their appointment.