



NOMINATING COMMITTEE CHARTER

Purpose

The Nominating Committee shall assist the board of directors in fulfilling its oversight responsibilities related to reviewing upcoming board vacancies and identifying best candidates to submit for board seats.

Membership

The board will appoint the executive committee to the Nominating Committee, all of whom will serve a term of one year. The board may fill vacancies on the committee and may remove a member from the committee at any time without cause.

All members of the committee shall be NACA members in good standing.

Authority

The committee has no expressed or implied power or authority.

Responsibilities

- Assist in preparing the call for nominations of officers and directors to the board in accordance with NACA's bylaws and recruitment policies.
- Review nominations for board positions against the selection criteria established by the Board of Directors.
- Develop a slate of nominees for NACA voting members.
- Ensure that the board composition reflects the necessary criteria that meets best practices for a strong Board.

Meetings

The committee will meet at least quarterly and more often as needed. A majority of the committee members shall constitute a quorum. The committee chair will keep a copy of the committee meeting minutes and forward a copy to the board secretary. The committee chair may invite any director, officer, staff member, expert, or other advisor who isn't a member of the committee to attend, but these individuals have no voting power.



The committee will review its charter annually and recommend any proposed changes to the board for review.

This charter was approved by the board on February 15, 2024. This charter was last updated on February 15, 2024.