



BASKETBALL NSW (“BNSW”) CALL FOR NOMINATIONS FOR DIRECTORS OF THE BOARD

4 March 2024

To Member Association President/Chair, Secretary and CEO or GM,

BNSW Nomination Committee Members

The BNSW Nominations Committee will manage the nominations process, in the lead up to the 2024 Annual General Meeting (AGM). The Nominations Committee consists of two independent members, Carolyn Campbell (Chair) and Stuart Hodge (CEO Sports NSW) and then one board representative, Member Elected Director, Laurreta Claus.

BNSW Nomination Committee role

The Nominations Committee role is to interview all nominees and assess each person’s skills and experience in context of the BNSW Board published skills matrix. The purpose of the skills matrix is to ensure the BNSW Board as a whole, possess the collective experience and skill set required to fulfil the Board’s function, in all capacities.

Nominations form

All candidates who are appropriately nominated via the attached form are entitled to stand for election. The Nominations Committee process is designed to understand nominee fit and suitability only.

Number of director Vacancies

There are two (2) Member Elected Director positions available for election at the 2024 AGM.

IMPORTANT INFORMATION for potential nominees of the two (2) Member Elected Director vacancies

Conflict of Interest

BNSW is a public company limited by guarantee and therefore, its Member Elected Directors’ are legally bound to act in the best interest of the company and adhere to the Corporations Act 2001 (Cth). We encourage you to read the attached skills matrix and consider what you can add to Basketball NSW as a Director on the Board.

It is important to note: under the Corporations Act 2001 (Cth), Directors are bound to act in the best interests of the company they are appointed to. As such, existing Directors of members associations and their employees are strongly encouraged to understand Director obligations regarding both conflict of interest and duty. This is applicable to any nominee with existing roles in Basketball.

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Director Workload

a) Board meetings

Each Member Elected Director needs to commit to at least 4 Quarterly Board meetings, usually held on a Tuesday evening between 6-9pm and three (3) special purpose Board meeting, usually held in February, April and October on a Tuesday evening between 6-7pm.

Directors will need to allocate time to read Board papers and prepare for each meeting.

b) Committee Meetings

Additionally, each Member Elected Director will need to commit to at least one Board committee during their time on the Board. Currently, there are three sub-Committees of the Board, being:-

Finance and Audit Committee – 8x meetings per year (min 1 hour)

Risk and Compliance Committee – 4x meeting per year (min 1 hour)

Nominations Committee – as needed between February and May

Further, directors may be nominated to sit on the boards of the BNSW subsidiary, Outside Entities and internal Metro and Country advisory committees, from time to time.

c) Stakeholder engagement expectations

It is expected that all Directors will need to commit to an additional time to attend BNSW marquee event weekends and other important Board responsibilities. Currently, those key stakeholder engagement events include, but not limited to:-

1. Attendance at the BNSW State Conference;
2. Annual director involvement at BNSW league events;
3. Other new identified engagements by the BNSW Board with Association Boards

Nomination Committee – 2024 focus

Please note that the Nominations Committee will be focusing on director attributes and skill category requirements to bolster the Board's effectiveness to implement and oversee its Strategy.

Preferred skills sought are:

- Finance
- Property
- Government Relations – State or Federal
- Business, investment and commercial funding experience, including private equity or philanthropic trust

Additional Nominee Application requirements

Together with the attached Nomination Form, each nominee is required to provide:

1. A Completed Director Skills and Experience Self Assessment Form below,
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2. Curriculum vitae and
3. Director Identification Number (DIN) – if you do not have a DIN please register via <https://www.abrs.gov.au/director-identification-number/apply-director-identification-number>

by Friday 22 March 2024. They will then be asked to attend a video conference interview with the Nominations Committee via Zoom in the week commencing 2 April 2024.

If you have any questions in relation to the role of Member Elected Director, you can contact Laretta Claus via companysecretary@bnsw.com.au prior to submitting your nomination.

Company Secretary

Basketball NSW



BASKETBALL NSW
ANNUAL GENERAL MEETING

NOMINATION FORM
BASKETBALL NSW
BOARD OF DIRECTORS

.....Basketball Association Limited being a Member of the New South Wales Basketball Association Limited wishes to nominate +..... for the position of:

Please tick **Member Elected Director** - **Three Year Term**

For the Annual General Meeting to be held as a hybrid meeting by Zoom and in person at Homebush on Saturday 25 May 2024.

DATED: ____/____/____

For and on behalf of

..... Basketball Association Limited

*

+.....

Signature of Proposer*

Signature of Nominee

Insert name of Member Basketball Association

+ Insert name of nominee

* A person authorised to sign on behalf of the Member and who is a members of the Member Basketball Association.

Nominee Additional Details – Please attach a completed Director Skills and Experience Self Assessment form following, in addition to, your curriculum vitae .

N.B. **This form must be lodged with the BNSW Secretary no later than**

5:00pm- Friday 22 MARCH, 2024

Via the below email

companysecretary@bnsw.com.au

Basketball NSW – Director Skills and Experience Self-Assessment Form

Name of Nominee: _____

Basketball NSW and its Nominations Committee have determined that the following skills would best support the Board and the sport in addressing its current and future objectives:

- Governance, Risk and Director experience
- Finance
- Commercial, fund raising and sponsorship
- Sport administration in basketball or other National/State Sporting organisation
- Government relations and stakeholder engagement including in Federated Membership Models
- Strategy, critical thinking and decision making capacity
- People, culture and change management

The skills are not listed in priority order.

Other Requirements	Yes	No
Are you an employee of BNSW, a Constituent Association Member or an Affiliated Club?		
Do you hold any official position with a Constituent Association Member or an Affiliated Club?		
Are you free from any interest and any relationship which could, or could reasonably be perceived to, materially interfere with your ability to act in the best interests of BNSW?		
Are you or have you ever been disqualified from holding office under the Corporations Act?		
Please note: BNSW is committed to equal opportunity and ensuring that the Board composition reflects the diversity of our community. In particular, Aboriginal and/or Torres Strait Islander peoples and people from racial, ethnic, and/or ethno-religious minority groups, are encouraged to apply.		
Equal Opportunity Details (note completion of this section is voluntary)		
Are you an Aboriginal or Torres Strait Islander?		
Are you from a racial, ethnic and/or ethno-religious group?		
Are you a person of disability?		

Skills and Experience Self-Assessment

Governance, Risk and Director Experience
Finance
Commercial, fundraising and sponsorship
Sports Administration in basketball or other National/State Sporting Organisation
Government relations and stakeholder engagement including in Federated Membership models
Strategy, critical thinking and decision making capability
People, culture and change management

Basketball NSW

Board Skills Matrix

Last - Revised at February 2024

Section 1 – Skills Category Requirements

Skills Category Requirement	Elected Directors	Appointed Director	Currently achieved
1. Current or extensive experience in basketball sports administration or technical expertise at the State, Board or higher level.	Minimum two	As needed to balance	No
2. Played, coached, refereed, statistician (or in combination) the game of basketball for at least 15 years at a representative level or higher.	Minimum two	As needed to balance	No
3. Reside in Australia.	All	All	Yes
4. Contemporary, corporate governance experience as a Director.	Minimum two	All	Yes
5. GAICD qualified Directors	Minimum two	All	Yes
6. Formal financial and or accounting qualifications at tertiary level with significant experience (including financial risk management) and demonstrated success.	Minimum one	As needed to balance	Yes
7. Senior/functional leadership experience in business other than sport (Head of Function / General Manager / Managing Director / CEO level).	Minimum three	As needed to balance	Yes
8. Experience and demonstrated success in risk management, specifically, enterprise and compliance risk, at Board, "C" level, "Head of Risk" or responsibility for risk in significant corporate portfolio.	Minimum two	As needed to balance	Yes

Skills Category Requirement	Elected Directors	Appointed Director	Currently achieved
9. Experience in Senior government relationships at State and/or Federal	Minimum one	As needed to balance	No
10. Public Relationships/Communications/Marketing leader with senior corporate experience and demonstrated success.	Minimum one	As needed to balance	Yes
11. Experience and demonstrated success in the development of corporate strategy as a Director or Senior Manager	Minimum two	As needed to balance	Yes
12. Experience and demonstrated success in sourcing, negotiating and activating commercial sponsorships with demonstrable business return.	Minimum one	As needed to balance	No
13. Experience and demonstrated success in the management of technology led, digital & data transformation. Data security & privacy advantageous.	Minimum one	As needed to balance	Yes
14. Formal legal qualifications with 10+ years' experience and demonstrated success.	Minimum one	As needed to balance	Yes
15. Extensive career experience and understand of working with youth and young people	Minimum one	As needed to balance	Yes
16. Previous experience as Chairperson of a Board and Committee	Minimum two	As needed to balance	Yes
17. Business, investment, and commercial funding experience, including private equity or philanthropic trusts.	Minimum one	As needed to balance	Yes
18. Representation of voice across key stakeholder groups	Assessed across whole of board		

Note: The ASC requires all National Sporting Organisation (NSO) Boards to have 40% of their membership as females. Basketball NSW aims for a 40% Female / 40% Male / 20% non-specified.

Section 2 – Definitions and Examples for Skills Category Requirements

This section provides additional information as partial guidance for the Nominations Committee and Nominees.

Skills Category Requirement	Definitions and Examples
1. Current or extensive experience in basketball sports administration or technical expertise at the State, Board or higher level.	Could include experience in the last 3 years as a Board Director, CEO, COO, CFO, CIO, or similar within any sporting organization or club in a national or State competition. It could also include extensive national or higher experience in a technical area such as high performance, coaching, referees and statistics.
2. Played, coached, refereed, statistician (or in combination) the game of basketball for at least 15 years at a representative level or higher.	Extensive participation, involvement and knowledge over a significant period of time in the game of basketball.
3. Reside in Australia.	Could include a foreign citizen resident in Australia.
4. Contemporary corporate governance experience as a Director.	To have been a Director of an incorporated body or registered as a Director of a company for at least 3 years.
5. GAICD qualified Directors	Australian Institute of Company Directors - Director Course Graduate.
6. Formal financial and or accounting qualifications at tertiary level with significant experience (including financial risk management) and demonstrated success.	Degree in Accounting or Finance or full membership of CPA or CA with at least 5 years' experience and success working in roles where the qualifications were actively used to benefit the business ie Accountant, Commercial Manager, CFO, GM Finance, Finance Director. This skill set Chairs the Finance and Audit Committee. Financial Risk Management is part of this skill set also.
7. Senior/functional leadership experience in business other than sport (Head of Function / General Manager / Managing Director / CEO level).	At least 5+ years' experience in a Senior Leadership role with experience running a P & L of a commercial entity or running a business unit of a commercial entity (including autonomous government entities) that was not primarily engaged in the business of sport.
8. Experience and demonstrated success in risk management at Board or "C" level management. "Head of Risk" or responsibility for Risk in significant corporate portfolio.	Could include experience in the last 3-5 years as a Board Director who was also on the Risk Committee, CEO, COO, CFO, Chief Risk Office, Head of Risk or significant Risk Management equivalent role in a corporate environment. Focus is on Enterprise Risk including Operational risk and Compliance.

Skills Category Requirement	Definitions and Examples
9. Senior experience in government relationships at State and Federal	Held senior government positions
10. Public Relations/Communications/Marketing leader with senior corporate experience and demonstrated success.	Degree in Communications, Marketing or Media, and success working in roles where the qualifications were actively used to benefit the business ie GM Marketing, Director of Communications, Head of Marketing or Communications roles.
11. Experience and demonstrated success in the development of corporate strategy as a Director or Senior Manager	At least 5 years' experience as a Board Director, CEO, MD, member of the Executive Leadership Committee, of an entity that formally developed and successfully implemented a strategic plan, including the reporting, review and realignment of the plan.
12. Experience and demonstrated success in sourcing, negotiating and activating commercial sponsorships with demonstrable business return.	At least 3 years' experience as a Commercial Director, Sponsorship Director, Partnerships Director or similar level executive with direct accountability and demonstrable achievement of corporate commercial sponsorships, either gaining or directing such sponsorships.
13. Experience and demonstrated success in the management of technology led, digital & data transformation. Data security & privacy advantageous.	Experience leading or managing a digital transformation business project including business requirements, software platforms, data, testing, transition and launch
14. Formal legal qualifications with 10+ years' experience and demonstrated success.	Law degree and experience either in house or in a law firm. Actively working as a lawyer
15. Extensive career experience and understand of working with youth and young people	Knowledge, experience, representative of specifics and needs of working with youth and young people. Could have a background in schools, teaching, senior administrative role in youth programs or youth organisations.
16. Previous experience as Chairperson of the Board	Experience in the role of Chairperson of the Board in a concurrent or previous Director role. Comparable role in terms of size of organisation and demands on role.
17. Representation of voice across key stakeholder groups	Capture voice of members, city, country, players, referees, youth, gender, inclusivity.

Section 3 – Director attributes

This section is based on the Australian Institute of Company Directors information on the personal qualities that are desirable in all Directors.

Whilst difficult to assess by any Nominations Committee, it should be a requirement of any application that potential candidates acknowledge and provide to signature referees (ie. a signed reference in writing) to confirm they can meet these qualities.

1. **Integrity** – fulfilling a Director’s duties and responsibilities, putting the organisation’s interests before personal interests, acting ethically;
2. **Interpersonal Skills** – a Director must work well in a group, listen well, be tactful but able to communicate their point of view frankly;
3. **Genuine interest** in the organisation and its business;
4. **Active Contributor** - be willing to attend and contribute at meetings and to attend and/or represent BNSW at events and other activities.
5. **Accessibility** - Directors need to ensure that they have adequate time to devote to developing and maintaining a good understanding of the organisation’s affairs as well as meet the formal obligations of the Board.
6. **Instinct** – good business instincts and acumen, ability to get to the crux of the issue quickly; and
7. **Diligence and determination** - possess the diligence to raise issues/concerns and the determination to pursue outcomes