



# Protocol for the Nominations Committee

The Internal Regulations establish the NC's terms of reference as recommending to Council and the EC suitable candidates for leadership positions within the IAA. The NC has set down the following protocols for its operations.

## 1. DUTIES

The NC shall be responsible for recommending to Council suitable candidates for election as President-Elect; members of the Statutory Committees (Audit and Finance; Executive; Nominations) and of other committees (e.g. Actuarial Standards) whose membership is limited as set out in such terms of reference adopted by Council or the Executive Committee from time to time; and President, if the incumbent President-Elect is unable to take up the position. (*Reference: Internal Regulations, Paragraph 4.1.2(a)*)

The NC shall be responsible for recommending to the Executive Committee suitable candidates for appointment as, with such appointments subject to the ratification by the Council: Delegates of the Council to Section Committees and to external organizations; members of committees whose membership is limited as set out in such terms of reference adopted by Council or the Executive Committee from time to time; and chairpersons and vice-chairpersons of Committees and other positions as determined by the Council. (*Reference: Internal Regulations, Paragraph 4.1.2(b)*)

## 2. GENERAL GUIDELINES

With regard to all nominations made by the NC, the following general protocols apply:

- a. In all its recommendations, the NC must seek to achieve geographical, linguistic and cultural balance, as well as an appropriate range of skills and practice areas. (*Reference: Internal Regulations, paragraph 4.1.2(c)*)
- b. In order to achieve further diversity, the NC also takes into consideration: size of association, gender and mother tongue of candidate. The NC also takes into consideration the ability of the candidate to attend meetings in person.
- c. Prior to the beginning of each calendar year, the Chairperson of the NC sends a letter to each Full Member Association inviting them to suggest names of potential candidates, in particular with regard to positions expected to be vacated at the following year-end. The NC keeps a list of such suggestions. Associations are asked for an update of their previous suggestions; otherwise suggestions more than four years old are automatically removed from the NC list. A name removed from the list may be added back to the list.
- d. The NC discusses those suggestions and may add other candidates for consideration.
- e. The NC may consult the relevant appointed EC liaison on committee leadership

- succession planning, as appropriate.
- f. Before finalizing its decisions, the NC will confirm the interest and availability of the selected candidates before submitting its recommendations to Council or the Executive Committee for approval.
  - g. The NC informs Council once a year of positions filled or to be filled by nominees along with additional information such as name of the incumbent, date of initial appointment, date of re-appointment, and expiry of the term of the incumbent.
  - h. The NC arranges for the publication of same information in the administrative booklet and on the web page in the Members' section of each committee.
  - i. Barring exceptions with proper justification, terms of office should be on a calendar year basis.
  - j. The NC arranges for recognition of outgoing chairpersons (e.g., award of a plaque and pin), as per the policy approved by Council and with a letter of thanks and appreciation for other outgoing appointees upon expiry of their term of office.
  - k. The NC may operate by means of a telephonic, electronic or other communication facility, and need not have a face-to-face meeting to determine its recommendations, provided that the chairperson ensures that the views of all the members of the NC are considered. (*Reference: Internal Regulations, Paragraph 4.1.2(e)*)
- 3. With regard to the positions of President-Elect members of Statutory Committees, Chairpersons and Vice-Chairpersons of other committees, President (if the incumbent President-Elect is unable to take up the position) and Delegates of the Council to Section governing bodies,** the NC may put forward more than one candidate for a position, but not more than three, when it is considered that each of them would, if elected/appointed, carry out the responsibilities and fill the position with equal distinction and the choice among them will not disrupt orderly guidelines of the Committee with respect to balance. The NC must provide to the Council (or the Executive Committee, as the case may be) a description of the merits of each candidate. (*Reference: Internal Regulations, paragraph 4.1.2 (d)*). Individuals cannot serve simultaneously on the Executive and Audit and Finance Committees.
- 4. With regard to the selection of a President-Elect,** the following considerations are taken into account:
- a. Nominations of the President-Elect shall aim to achieve cultural, geographic and linguistic diversity in leadership. (*Reference: Internal Regulations, Paragraph 4.1.3(a)*)
  - b. As an objective, the Presidency over an eight-year period shall, to the extent possible, be rotated so that two Presidents would be from Europe, two from the United States or Canada, two from the rest of the world, and two from any of these categories. (*Reference: Internal Regulations, paragraph 4.1.3(b)*)
  - c. The candidate must be a fully qualified actuary of a Full Member and shall be functionally competent in English, and if possible in a second language. (*Reference: Internal Regulations, paragraph 4.1.3(c)*)
  - d. The candidate shall, if possible, have served either as Chairperson of an IAA Committee, or in a leadership capacity in a Section. (*Reference: Internal Regulations, paragraph 4.1.3(d)*)
  - e. An individual nominated to serve as President-Elect should not have served as a member of the NC in the 16 month period prior to the date that the Council will vote

- on his/her nomination.
- f. The candidate must have experience as a leader within his or her own actuarial association and have the support of the said actuarial association to aspire to the positions of President-Elect and President in the IAA. (*Reference: Internal Regulations, paragraph 4.1.3(e)*)
  - g. After deliberations, the committee may decide to approach one or more potential candidates, on a confidential basis, in order to discuss their interest and their availability, with the clear understanding that the committee is examining various candidacies and has not yet made its final decision. Given the desirable eight-year rotation, it may be necessary to discuss the interest and availability of a candidate more than once over the years.
  - h. Once its decision is made, the NC conducts a reference check, including satisfactory completion of a fit and proper questionnaire, and obtains confirmation from the chosen candidate as to interest and availability before announcing its recommendation for President-Elect to Council at least 90 days prior to the Council meeting that will vote on the proposal.
- 5. With regard to the membership of the Executive Committee**, the Executive Committee (EC) shall consist of all Officers and eight (8) additional members to be elected by the Council upon recommendation of the NC. (*Reference: Statutes, Article VI*), and the following considerations are taken into account:
- a. The eight at-large members are to include, although they will not be representatives of, at least one member with current or recent experience in a Committee leadership capacity, one with current or recent experience in a Section leadership capacity, and at least two from each of the three geographic regions – Europe, United States/Canada and the Rest of the World. An individual nominated to serve as an at-large member of the EC should not have served as a member of the NC in the 16 month period prior to the date that the Council will vote on his/her nomination.
  - b. In making its recommendations of candidates to serve on the EC, the NC will consider individuals who take a broad view of the interests and needs of the international actuarial profession as a whole.
  - c. Individuals who serve on the Executive Committee cannot serve simultaneously on the Audit and Finance Committee.
  - d. The eight at-large members of the EC shall be elected to four year terms. These terms are to be staggered such that two new members are elected each year. Once a full term is served by someone on the EC, they are not eligible to be re-elected to the EC again as an at-large member for a period of eight years.
  - e. All candidates for the EC must be endorsed by their home association.
  - f. Should an at-large member of the EC be unable to fulfill their term, the NC will recommend to Council someone to be elected to fill the unexpired portion of the term.
  - g. For transition purposes, of the members elected to serve at-large on the EC starting in 2010, four were elected to a term of two years each, two were elected to a term of three years each, and two were elected to a term of four years each. Thus, the transition will entail electing at the end of 2011 two new members for a term of three years (ending the end of 2014) and two new members for a term of four years (ending the end of 2015). Thereafter, starting at the end of 2012, two new members of the EC will be elected each year replacing those whose terms

expire.

**6. With regard to the Nominations Committee:**

- a. Members of the NC shall be proposed by the NC and appointed by Council. They shall consist of:
  - i. The Immediate Past-President who shall be the Chairperson of the NC;
  - ii. The President and President-Elect;
  - iii. At least five, but no more than 9, additional persons chosen from amongst delegates or former delegates of the Council or former Chairpersons of an IAA Committee or Section to ensure a proper geographical, linguistic and cultural balance and reflecting indications of interest from Full Members (*Reference: Internal Regulations, paragraph 4.1.1*). In order to reduce the barrier to entry, a minority of non ex-officio members do not need to meet these experience requirements.
- b. Non-ex-officio members always total more than ex-officio members. (If the outgoing Chairperson of the NC is on the committee, he/she is considered ex-officio).
- c. Non-ex-officio mandates are for three years and are staggered. Ex-officio mandates are for one year and are renewable subject to Council approval.
- d. Non-ex-officio nominees must have relevant IAA exposure and experience consisting of knowledge of the duties of the Committees, as well as the duties of the President and President-Elect. In addition, they must have acquired a detailed and varied knowledge base of the leadership qualities, technical expertise and interpersonal relationships of a large subgroup of the people involved within the IAA and/or within their respective geographical location.
- e. Upon expiry of the term of a non-ex-officio member, this person cannot be elected for a subsequent term as a non-ex-officio unless a period of at least two years separates the two terms.
- f. Members of the NC agree to discuss among themselves only, and using means to preserve confidentiality, the committee's agenda items, documents, minutes and deliberations.
- g. When the NC discusses the candidacy of one of its members as a potential nominee to a position, the individual in question is excused from the deliberations of NC on that matter.
- h. The NC must expose its proposals for members of the NC and for President-Elect at least 90 days prior to the Council meeting that will vote on the proposals.
- i. Should a Full Member association wish to nominate an individual not on the NC proposed list, it may do so provided the proposal is submitted to the Secretariat at least 60 days prior to the Council meeting that will consider the proposals, and it has the support of at least 3 other Full Member associations, with a minimum of 10 votes at Council.
- j. No association may be involved in either the nomination or endorsement of more than one additional nominee.
- k. The NC, after consultation with the EC, as needed, will decide whether it will amend its original proposal to include additional nominee(s) proposed under i) above. A competitive vote will be mandatory should there be more than 2 valid additional nominations.

**7. With regard to the Audit and Finance Committee, membership terms are staggered**

with a maximum term of six years. The Committee should have three members with one member being changed every two years. Individuals who serve on the Audit and Finance Committee cannot serve simultaneously on the Executive Committee.

8. **With regard to the Actuarial Standards Committee**, membership must achieve a reasonable balance by practice area, nature of employment, territory, experience and size of home association, and include members with experience of the varying forms of regulatory framework for actuarial standards which exist.
  - a. Members should, as far as possible, have direct experience with writing actuarial standards.
  - b. Members are appointed for their expertise and not as representatives of Member Associations; however, their appointment must be supported by the relevant Member Association.
  - c. Members cannot be a member of the Professionalism Committee.
  - d. The terms of office are normally 3 years, renewable up to a maximum of 6 years, but these may be reduced in order to achieve staggered terms.
  - e. Total membership of the committee, inclusive of the Chair, to be between 9 to 12 members.
  
9. **With regards to the Scientific Committee (SC)**, the membership shall consist of:
  - a. A Chairperson, a Vice-Chairperson and one additional member to achieve representation from each of the three geographic regions – Europe, United States/Canada and the Rest of the World;
  - b. A member from the Supranational Relations Committee.
  - c. A member from the Communications Subcommittee.
  - d. The terms of office are normally 3 years, renewable up to a maximum of 6 years, but these may be reduced in order to achieve staggered terms.
  - e. Chairpersons of working groups are ex-officio members, with no voting rights.
  
10. **With regard to the committee chairpersons and vice-chairpersons:**
  - a. Individuals nominated as Chairperson or Vice-Chairperson of Committees shall be fully qualified actuaries of a Full Member and be functionally competent in English, and if possible in a second language. (*Reference: Internal Regulations, paragraph 4.3(a)(vii)*)
  - b. The Full Member of which a Committee Chairperson or Vice-Chairperson is a member may nominate another person as delegate to the Committee. (*Reference: Internal Regulations, paragraph 4.3(a)(v)*)
  
11. **With regard to committee chairpersons:**
  - a. The initial mandate is to be three years, subject to the continued approval of the EC.
  - b. After the initial mandate, renewal of mandate for up to three years (or longer in cases of exceptions with proper justification) upon recommendation of the NC and with EC approval.
  - c. Barring exceptions with proper justification, an individual should not hold more than one chairmanship of a committee, nor should an individual be the chairperson of a committee and the vice-chairperson of another committee, nor be chairperson of a subcommittee or a task force that reports to the committee. In other words, “double hat” situations should be avoided as much as possible.

**12. With regard to committee vice-chairpersons:**

- a. The NC takes into account the suggestions, if any, of the relevant committee chairperson.
- b. When the preferred candidate is not on the list of recommendations of the relevant committee chairperson, the Nominations Committee seeks the views of the chairperson.
- c. The initial mandate to be two years.
- d. After the initial mandate, renewal of mandate for up to four years (or longer in cases of exceptions with proper justification) upon recommendation of the NC and with EC approval.
- e. The NC considers succession to chairperson as well as overall diversity.
- f. Most committees will have two co-vice-chairpersons.
- g. Vacant positions may be appropriate.

**13. With regard to IAA Delegates to Sections and Outside Organizations:**

- a. Appointments are for three years and are subject to reappointment by the EC and to the rules of the outside organization or Section.
- b. An individual shall not serve more than two consecutive terms as a delegate for the same Section.
- c. A delegate can be nominated to more than one organization or Section.
- d. A delegate may be a member of the Section or organization to which he/she is appointed, but should not be an elected member of the governing body or serve in the leadership of that entity. (*Reference: Role of IAA Delegates to Sections and Outside Organizations*)
- e. Individuals nominated as delegates to Sections and outside organizations shall be fully qualified actuaries of a Full Member and be functionally competent in English, and if possible in a second language.
- f. The NC may recommend to the EC that the Chairperson or a Vice-Chairperson of a relevant IAA committee should normally be nominated as a delegate to a Section or to an outside organization.

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