



Protocol for the Nominations Committee

The Internal Regulations establish the Nomination Committee's (NC) terms of reference as providing to Council and the Executive Committee (EC) suitable nominees for leadership positions within the IAA. The NC has set down the following protocols for its operations.

1. ROLE

- a. The NC shall be responsible for providing to Council suitable nominees for election as
 - i. President-Elect;
 - ii. Individual members of the Audit and Finance; Executive; and Nominations Committees and of other committees whose membership is limited as set out in their terms of reference adopted by Council or the EC from time to time; and
 - iii. President, if the incumbent President-Elect is unable to take up the position. (Reference: Internal Regulations, Paragraph 4.4.2(a))

- b. The NC shall be responsible for providing to the EC suitable nominees for appointment as, with such appointments subject to the ratification by Council:
 - i. IAA Delegates to Section Boards;
 - ii. Members of committees whose membership is limited as set out in their terms of reference adopted by Council or the EC from time to time; and
 - iii. Chairpersons and Vice-Chairpersons of committees, forums and other positions as determined by the EC. (Reference: Internal Regulations, Paragraph 4.4.2(b))

2. GENERAL GUIDELINES

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

- a. In making its nominations, the NC must seek to achieve geographical, linguistic, gender and cultural balance, as well as an appropriate range of skills, practice areas and size of home Full Member Associations. (Reference: Internal Regulations, paragraph 4.4.2(c))
- b. The NC also takes into consideration the ability of the nominee to attend meetings in person.
- c. No later than the end of January of each calendar year, the Chairperson of the NC sends a letter to each Full Member Association inviting them to propose names of potential candidates, in particular for positions expected to be vacated at the following year-end.
- d. The NC discusses those proposals 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. The NC will confirm the interest and availability of the selected nominees before finalizing its decisions and submitting its nominations to Council or the EC for election or appointment.
- 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 this information on the web page in the

Members' section of the NC.

- 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 nominations, provided that the Chairperson ensures that the views of all the members of the NC are considered.

3. With regard to the positions of President-Elect, members of the Audit and Finance, Executive and Nominations Committees, Chairpersons and Vice-Chairpersons of other committees and forums, President (if the incumbent President-Elect is unable to take up the position) and IAA Delegates to Section Boards: the NC may provide more than one nominee 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 NC with respect to balance. In such cases the NC must provide to Council (or the EC, as the case may be) a description of the merits of each nominee. (Reference: Internal Regulations, paragraph 4.4.2 (d)).

4. With regard to the selection of the President-Elect, the following considerations are taken into account:

- a. Nominations of the President-Elect shall aim to achieve cultural, geographical, gender and linguistic diversity in leadership. (Reference: Internal Regulations, Paragraph 4.4.4(a)(i))
- 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 Asia, Latin America and the Caribbean, Oceania and Africa (ALOA) region and two from any of these categories. (Reference: Internal Regulations, paragraph 4.4.4(a)(ii))
- c. The nominee must be a fully qualified actuary of a Full Member Association and shall be functionally competent in English and, ideally, in a second language. (Reference: Internal Regulations, paragraph 4.4.4(a)(iii))
- d. The nominee shall normally have served in a leadership capacity of committees and Sections, or as a member of the EC. (Reference: Internal Regulations, paragraph 4.4.4(a)(iv))
- 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 on which Council will vote on his or her nomination.
- f. The nominee must have experience as a leader within his/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 4.4.4(a)(v))
- g. After deliberations, the NC may decide to approach one or more potential nominees, on a confidential basis, in order to discuss their interest and their availability, with the clear understanding that the NC is examining various potential nominees 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 potential nominee 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 nominee as to interest and availability and the continued support of his or her home association before announcing its nomination 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 EC shall consist of all Officers and eight (8) additional members to be elected by Council upon nomination by the NC. (Reference: Internal Regulations, paragraph 4.1.1), 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 or Canada and ALOA. 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 Council will vote on his or her nomination.
- b. In making its nominations for membership of 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 EC cannot serve simultaneously on the Audit and Finance Committee unless they are ex-officio members.
- d. The eight at-large members of the EC shall be elected for 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 nominees for the EC must be endorsed by their home association.
- f. Should an at-large member of the EC be unable to complete their term, the NC will provide to Council a nominee to be elected to fill the unexpired portion of the term.

6. With regard to the Nominations Committee:

- a. Members of the NC shall be nominated by the NC and elected by Council. They shall consist of:
 - i. The Penultimate Past-President who shall be the Chairperson of the NC;
 - ii. The Immediate Past-President, President and President-Elect;
 - iii. Nine additional persons chosen to ensure a proper geographical, linguistic, gender and cultural balance and reflect indications of interest from Full Member Associations (Reference: Internal Regulations, paragraph 4.4.1(c)).
- b. Current and former Officers shall always account for a minority of the members of the NC.
- 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 a full term of a non-ex-officio member, this person cannot be elected

for a subsequent term as a non-ex-officio member unless a period of at least two years separates the two terms.

- f. Should a non-ex-officio member not be able to fulfill his or her term, the NC will provide to Council a nominee to be elected for a term of up to three years, having regard to the need to preserve appropriate staggering of terms.
- g. 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.
- h. When the NC discusses 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.
- i. The NC must expose its proposals for members of the NC at least 90 days prior to the Council meeting that will vote on the proposals.
- j. Should a Full Member Association wish to nominate an individual for the NC who is not among those nominated by the NC for that role, 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 nominations, and it has the support of at least 3 other Full Member Associations, with a minimum of 10 votes at Council.
- k. No association may be involved in either the nomination or endorsement of more than one additional nominee.
- l. 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 j) above. A competitive vote will be mandatory should the total number of the nominees by the NC and the Full Member Associations together with the continuing non-ex-officio NC members exceed 9.

7. With regard to the Audit and Finance Committee, membership terms are staggered with a maximum term of four years. Should a member not be able to fulfill his or her term, the NC will provide to Council a nominee to fill out the remainder of that term. If such remaining term is less than two years in length, the replacement member will be eligible to be nominated again to serve a full four-year term. Individuals who serve on the Audit and Finance Committee cannot serve simultaneously on the EC unless they are ex-officio members.

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 elected for their expertise and not as representatives of Full Member Associations; however, their appointment must be endorsed by the relevant Full 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 Chairperson, is to be between 9 and 12 members.

9. 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 Association and be functionally competent in English and, ideally, in a second language. (Reference: Internal Regulations, paragraph 4. 5(a)(viii))
- b. The Full Member Association of which a committee Chairperson or Vice-Chairperson is a member may designate another person as delegate to the committee. (Reference: Internal Regulations, paragraph 4. 5(a)(vi))
- c. Individuals nominated or re-nominated as Chairperson or Vice-Chairperson of committees shall be supported by their home Full Member Association.

10. With regard to committee Chairpersons:

- a. The initial mandate is to be three years.
- b. After the initial mandate, renewal of mandate for up to three years (or longer in cases of exceptions with proper justification) upon nomination by 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. In other words, “double hat” situations should be avoided as much as possible.

11. With regard to committee Vice-Chairpersons:

- a. The NC takes into account the suggestions, if any, of the relevant committee Chairperson.
- b. The initial mandate is to be two years.
- c. After the initial mandate, renewal of mandate is permitted for up to four years (or longer in cases of exceptions with proper justification) upon nomination by the NC and with EC approval.
- d. The NC considers succession to Chairperson as well as overall diversity.
- e. Most committees will have two co-Vice-Chairpersons.
- f. Vacant positions may be appropriate.

12. With regard to Forums:

- a. Normally Forums will have one Chairperson and one Vice-Chairperson except for the purpose of transition.
- b. Individuals nominated or re-nominated as Chairperson or Vice-Chairperson of forums shall be supported by their home Full Member Association.
- c. Appointments for Chairperson are for 3 years, appointments for Vice-Chairperson are for 2 years and both can be renewed once upon nomination by the NC and with EC approval.
- d. Barring exceptions with proper justification, the Chairperson or Vice-Chairperson of the Advance Committee should not be the Chairperson or the Vice-Chairperson of a Forum.

13. With regard to IAA Delegates to Sections:

- a. Appointments are for three years and are subject to reappointment by the EC.
- 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 Section.
- d. A delegate may be a member of the Section to which he or she is appointed, but should not be an elected member of the governing body or serve in the leadership of

- the Section. (Reference: Role of IAA Delegates to Sections)
- e. Individuals nominated as delegates to Sections shall be fully qualified actuaries of a Full Member Association and be functionally competent in English and, ideally, 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.

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