



**RSL**  
**NSW**

**Respecting, supporting and remembering**  
our veterans and their families

## SELECTIONS COMMITTEE CHARTER

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## 1. PURPOSE

- 1.1 The Selections Committee (**Committee**) has been established by the Board of RSL NSW (**Board**) in accordance with the RSL NSW Constitution (**Constitution**). The Committee is responsible for proposing to the Board any person who has given outstanding service to the RSL, so that the Board can recommend to RSL National the making of awards to recipients in accordance with the RSL National Constitution.
- 1.2 The Scope of the Committee's responsibilities is set out in Annexure A.

## 2. POWERS OF THE COMMITTEE

- 2.1 The Board delegates to the Committee the powers and authority set out in this Charter (**Charter**). The Board may make other delegations to the Committee from time to time. This delegation does not:
  - a) relieve the Board of its responsibilities for these matters;
  - b) preclude the Board from exercising power or authority in relation to a matter that is within the Committee's delegated authority, if the Board so decides.
- 2.2 The Committee must exercise the powers delegated to it in accordance with any directions, strategies, objectives or policies of the Board. Recommendations of the Committee shall not be binding on RSL NSW unless the recommendations are approved by the Board.
- 2.3 The Committee, in performing its functions, may:
  - a) request any employee of the RSL NSW to attend a meeting of the Committee;
  - b) to the extent permitted by law, access any document, report, material or information in the possession of an employee or external adviser of RSL NSW;
  - c) have unlimited access to both the internal and external auditors and to senior management of RSL NSW;
  - d) through the CEO, obtain reasonable independent professional advice to assist it in the proper exercise of its powers and responsibilities, with the cost to be borne by RSL NSW;
  - e) sub-delegate to such persons (or categories of persons) as the Committee determines from time to time, the authority to execute, implement and/or finalise any matter that has been approved by the Committee pursuant to this Charter, on terms and conditions substantially in accordance with the Committee's approval; and
  - f) meet any reasonable travel, accommodation or out of pocket expenses incurred by Committee members in attending Committee meetings in accordance with any relevant travel policy.
- 2.4 Such members of the RSL NSW Executive or persons nominated by any member of the RSL NSW Executive, will have direct access to the Committee as needed.
- 2.5 The responsible RSL NSW Executive for the Committee is Jeffrey O'Brien (**Responsible Executive**).
- 2.6 This Charter supersedes the Selections Committee Charter approved by the Board on 26 February 2020.

## 3. COMPOSITION

- 3.1 The Committee comprises at least three members and up to five members as follows:
  - a) the RSL NSW President;
  - b) at least one other elected Director of RSL NSW who has been awarded Life Membership, however if no elected Director holds Life Membership another Director appointed by the Board;
  - c) up to three Independent Members who have been awarded Life Membership appointed by the Board from time to time.

- 3.2 The Committee Chair is elected by the members of the Committee annually at the Committee's first meeting held after the AGM of RSL NSW (**Committee Chair**). The Chair must be an RSL NSW Director.
- 3.3 The Secretary of the Committee is the Company Secretary, or another person nominated by the Committee Chair (**Committee Secretary**).
- 3.4 The Board may appoint and may remove any member from the Committee at any time with or without cause, including the Committee Chair. If the Chair is removed by the Board, the Committee will elect another member at the next following Committee meeting.
- 3.5 The Committee may invite other people to attend Committee meetings, as it considers necessary, and from time to time request presentations from internal and external advisers at its meetings.
- 3.6 Where they are not already members of the Committee, the RSL NSW President and the RSL NSW Board Chair can attend any Committee Meeting by providing reasonable notice to the CEO of RSL NSW. Attendance at the Committee Meeting pursuant to this clause does not entitle either the RSL NSW President or the RSL NSW Board Chair to vote at the Committee Meeting.
- 3.7 Any RSL NSW Executive may attend meetings of the Committee, other than those meetings or parts of Committee meetings which are deemed by the Committee Chair to be closed to management.

#### 4. QUORUM

At least fifty percent of the members of the Committee (with at least one of those members being an RSL NSW Director), present in person or by using any technology, will constitute a quorum. The quorum must be present at all times during the meeting.

#### 5. COMMITTEE PAPERS

Unless directed by the Chair, the Committee Secretary will distribute in advance of a meeting of the Committee an agenda and any related papers to:

- a) each member of the Committee;
- b) the Responsible Executive and such other members of the management team nominated by the Responsible Executive from time to time;
- c) the external auditors; and
- d) if requested, to any Board Director.

#### 6. MINUTES

- 6.1 The Committee Secretary will prepare minutes of meetings and have them approved by the Committee Chair.
- 6.2 Minutes of meetings shall be submitted to the next meeting of the Committee.
- 6.3 Minutes signed by the Committee Chair shall be conclusive evidence of the matters recorded in such minutes.

#### 7. MEETINGS

- 7.1 The Committee will meet at least two (2) times a year, or more frequently as circumstances dictate.
- 7.2 Meetings may be face-to-face, or via telephone or video conference as considered appropriate by the Committee Chair.

7.3 The Committee Chair may call an unscheduled meeting of the Committee in their discretion.

## **8. VOTING**

8.1 Only Members of the Committee will have voting rights in relation to matters considered by the Committee.

8.2 Matters will be decided by consensus, or if a consensus cannot be reached, by a majority of votes from the members present.

## **9. CONFLICT**

If any Committee member has a material personal interest in or an interest by way of a personal or other relationship to any matter being considered by the Committee, then that Committee member must give the Committee and the Company Secretary notice of that interest as soon as that member becomes aware of the interest. Such a notice must give details of the nature and extent of the interest and the relation of the interest to the affairs of RSL NSW.

## **10. COMMITTEE REVIEW**

The Committee will review its performance annually including to consider whether it is performing effectively and has met the terms of this Charter and will report the outcome of the review to the Board.

## **11. CHARTER REVIEW AND AMENDMENT**

11.1 The Committee will review this Charter at least every two years to ensure it remains current to the needs and structure of RSL NSW and recommend amendments to the Board for approval.

11.2 This Charter may only be amended by a resolution of the Board.

## **12. REPORTING AND ACCOUNTABILITY**

12.1 The Committee is accountable to the Board for the exercise of the Committee's responsibilities and delegated authority under this Charter. The Committee will:

- a) submit copies of its minutes to the Board for noting;
- b) report to the Board on the exercise by the Committee of its authority;
- c) through the Committee Chair, provide updates and make recommendations to the Board on matters that are within the scope of this Charter.

12.2 The Committee may at any time, through the Committee Chair, refer any matter that is before the Committee to the Board for consideration (even if that matter falls within the Committee's authority under this Charter to approve).

## ANNEXURE A – SELECTIONS COMMITTEE SCOPE

The Committee has been established in accordance with the RSL NSW Constitution to consider nominations for awards granted by the RSL National Board pursuant to By Law 6 in the RSL National Constitution as in place from time to time.

So that recommendations for awards are administered expeditiously, the Committee must as and when necessary, in any year:

- a) assess the accuracy and quality of each application and citation submitted by sub-Branches or District Councils;
- b) determine whether the nomination is appropriate for the award for which the nominee is being recommended based on the requirements of the Standard Operating Procedures, the Constitution of RSL NSW and the Constitution of RSL National;
- c) recommend all nominations deemed to be appropriate to the Board of RSL NSW for decision; and
- d) advise nominating sub-Branches of unsuccessful nominations.

These assessments will be conducted out of session by email amongst Committee members and recommendations will be submitted to the RSL NSW Board for consideration and if appropriate, recommendation to RSL National.

Two formal meetings will be held by the Committee each year for the purpose of addressing any procedural or administrative matters necessary for the proper functioning of the Committee.