



Nomination and HR Committee Terms of Reference

1.	Purpose
1.1	The purpose of the Nomination and HR Committee (the Committee) is to ensure that Ambulance Wish Singapore (AWS) has the right Board, Committee members and Executive Director to carry out its work efficiently and effectively. It also has oversight of the organisation's human resource strategy, policies and procedures.
2.	Role of the Committee
2.1	The Committee reports to the Board of Directors.
2.2	Regularly review the structure, size and composition of the Board in relation to the Memorandum and Articles of Association, to ensure that the Board has an appropriate balance of independent Board members and to make recommendations to the Board with regard to any adjustments that are deemed necessary.
2.3	Identify potential new Board, Advisory panel and Committee members for nomination to the Board, and succession planning.
2.4	Initiate search, identify potential candidates and explore their interest and availability for Board service.
2.5	Nominate individuals to be elected as new directors, existing directors for reappointment and Board Members for election as Board officers.
2.6	Review and approve nomination of external members to Committees.
2.7	Design and oversee Board member and External Committee member orientation and cessation processes.
2.8	Perform skills gap assessment and identify training needs for the Board and Committees
2.9	Review processes and tools for evaluating Board, Committee and individual director performance.
2.10	Review results of Board self-evaluation
2.11	Employment of Executive Director (ED) and senior management staff, when necessary

2.12	Review and approve human resource policies, job descriptions, remuneration policy, and key performance indicators
2.13	Review proposals on learning and development strategies, effort and resources so as to support of the development of talent with the organization for current, on-going needs and future needs.
2.14	Review proposals on performance appraisal for employees within the Charity to ensure equitable rewards for performance including increments, annual wage supplement, variable bonuses and other incentive schemes, if appropriate.
2.15	Ensure that the highest level of integrity and professionalism is upheld by all employees of the organization by monitoring and assessing any case of misconduct that are escalated for its investigation and deliberation, in accordance with the organisation's rules of governance and code of conduct.
2.16	Act as the final committee of appeal to investigate, arbitrate and address employee grievance, in accordance with the organisation's grievance procedure.
2.17	To identify and address the risks that are associated with the Committee's scope of work.
2.18	Other duties or tasks as specifically delegated from time to time by the Board.
3	Membership
3.1	The Committee will have maximum 3 Board Members with one board member serving as Committee Chair and any external members appointed by the Board.
3.2	The ex-officio members are the Board Chair and the Executive Director or its designate.
3.3	The external member will have experience and/or expertise in the scope of work for this Committee. For this Committee, it can include individuals with one or more of the following experience/expertise: senior management, HR, governance.
3.4	The appointment for Committee members shall be a term of three years. Reappointment for subsequent terms of three years is permitted.
3.5	In the event that the Chair ceases to be a Member of the Board, the Chair also ceases to be Chair of the Committee.

3.6	In case of disagreement on interpretation of roles, or adherence to mandates adopted by the Committee and the Board, the Committee Chair in consultation with AWS Board, may remove an external member.
3.7	All members have to abide by AWS's Conflict of Interest policy and make annual Conflict of Interest declaration.
4.	Responsibilities of the Committee members
4.1	Be current and informed on all Committee activity and current events
4.2	Attend and actively participate at Committee meetings.
4.3	Foster positive relationships and effective communication with all.
4.4	Energetically debate issues to produce the best quality outcome then support the consensus opinion regardless of personal viewpoint.
4.5	Follow conflict of interest and confidentiality policies.
5.	Meetings
5.1	It is recommended that the Committee should meet at least four times a year and additional meetings may be convened by the Chair as needed, and any member of the Committee or Management may request for a meeting at any time if they consider it necessary.
5.2	The quorum for a committee meeting is half the committee (if the committee has 4 members and above), and at least 2, if the committee has 3 members.
5.3	The Chair of the meeting shall be the Chair of the Committee or his designate.
5.4	Notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed shall be given to the members of the Committee prior to the meeting in a timely manner.
5.5	The proceedings and resolutions of all Committee meetings, including the names of those present and in attendance, shall be duly minuted. Minutes of Committee meetings shall be circulated to all member of the Committee and to the Chairman of the Board, and made available on request to other members of the Board.
5.6	After each Committee meeting, the Chairperson shall report the Committee's findings and recommendations to the Board.



5.7	Prior to circulation, the minutes are to be confirmed by the Chair of the Meeting.
6.	Support
6.1	The Committee will be supported by the Executive Director and the Secretariat.