

## **RESPONSIBILITIES OF THE NOMINATING COMMITTEE**

The primary responsibilities of the Nominating Committee are to identify, recruit, and nominate person to serve as members of the board of directors. Identification of well-qualified candidates will result from a carefully planned process designed to obtain influential, knowledgeable and representative leadership from the board's jurisdiction.

The major steps in this process are –

- ⊙ Determining what is needed to strengthen the board.
- ⊙ Putting together a list of prospective nominees.
- ⊙ Developing a tentative slate of nominees.
- ⊙ Recruiting candidates who are willing to serve
- ⊙ Developing a final slate of nominees and recommending this slate to the board prior to the annual meeting in February. The December and/or January meeting should include discussion and input from existing board on prospective board members.

For a variety of reasons, vacancies may occur on the board during the period between elections. When these occur, it is the responsibility of the Nominating Committee to recommend a suitable candidate for appointment by the board to fill the vacancy.

The following is a more detailed discussion of the major steps in the nominating process.

### **1. Determine what is needed to strengthen the board**

The board should give the Nominating Committee a list of the qualities that are sought in prospective board members. In order to provide the committee with this information, the board should have –

- ⊙ An annual process by which the board has the opportunity to assess its strengths and weaknesses (may be included in the strategic planning process).
- ⊙ A process to determine its own standards of board responsibilities. The board should create a list of these responsibilities for the committee to discuss with prospective members.

Board members need a combination of knowledge, expertise, influence and commitment.

Board members representing the community should have expertise in many areas, including –

- ⊙ Legal affairs.
- ⊙ Personnel Management.
- ⊙ Financial Management
- ⊙ Nurturing business and personal relationships that will benefit the board.
- ⊙ Fund raising.
- ⊙ Strategic planning.
- ⊙ Public and Community relations.
- ⊙ Service development.
- ⊙ Education

In order to represent the whole community, board members should reflect, be respected by, and be able to exercise influence in many areas, including –

- ⊗ The power groups.
- ⊗ All social strata.
- ⊗ The business and financial community.
- ⊗ Culturally diverse groups.
- ⊗ The government.
- ⊗ Related organizations.

Board members should be committed to meeting the board's standards for the following:

- ⊗ Attendance at meetings.
- ⊗ Annual giving.
- ⊗ Committee participation.
- ⊗ Terms of office.
- ⊗ Contributions to capital or endowment campaigns. Board representation.
- ⊗ Training.
- ⊗ Volunteering.
- ⊗ Attendance at activities and the annual meeting.

The use of board profile grid may help determine which qualities are present and which are missing on the board.

The sample grid lists the various kinds of knowledge, expertise and influence that are generally needed for an effective board. Once this information is available, the Nominating Committee can assess the strength of the board in various areas and determine what knowledge, expertise and influence are needed to strengthen the board as a whole.

## **2. Putting together a list of prospective nominees**

After deciding what knowledge, expertise and influence are needed to strengthen the board, the Nominating Committee and board need to conduct an active search for people with the necessary characteristics.

All board members can be a valuable resource to the Nominating Committee. In the course of their regular activities, board members have opportunities to observe and evaluate the performance, attitude and interest of people they interact with through work or the community at large. There are also significant resources outside the board. Leaders in government, business, industry, finance, and education; professional associations; health and welfare organizations, women's groups; church and civic groups have contact with numerous individuals who may fill the needs of the board.

When discussing possible board nominees, it is important to –

- ⊗ Let people know what qualities are being sought in prospective board members.
- ⊗ Ask the right questions to determine suitability for board membership.

Some questions that might be asked about a prospective nominee follow:

- Ⓞ Is this person active and influential in the community?
- Ⓞ Is this person respected, recognized, and accepted in his or her field of interest?
- Ⓞ Is this person ready, willing and able to place LEAF in his or her top three philanthropic giving priorities?
- Ⓞ What are this person's business or personal time commitments? Does he or she work well with people and in groups?
- Ⓞ Can he or she express ideas clearly and accurately?
- Ⓞ Does he or she have imagination, compassion, and good judgment?
- Ⓞ Is this person willing to make decisions and take risks?
- Ⓞ Do other people listen to him or her?
- Ⓞ Does this individual have the time, interest, community knowledge, and good judgment to make a successful board member?
- Ⓞ Does this individual possess any knowledge, expertise, or influence the board Nominating Committee has decided is needed to strengthen the board and achieve board goals?
- Ⓞ Is the candidate willing to accept the responsibilities and duties of a board member?
- Ⓞ Is this individual recognized for high ethical standards?

### **3. Developing a tentative state of nominees**

After reviewing the potential candidates, enough names should be selected to make up a tentative slate of nominees and alternates for each nominee. This group should then be analyzed in light of the following question: Does this group as a whole possess all or most of the elements needed to strengthen the board and achieve board goals? Sometimes, when the group is reviewed as a whole, it becomes apparent that certain vital elements have been overlooked and one or two changes would strengthen the tentative slate of candidates.

### **4. Recruiting candidates who are willing to serve**

Getting people to agree to serve is the most critical step in the nominating process. When approaching prospective nominees, keep the following recommendations in mind:

- Ⓞ Remember that **who** does the asking is crucial. Be sure the approaching and asking are done by persons most likely to secure acceptance. These persons may or may not be members of the Nominating Committee.
- Ⓞ Always contact a prospective nominee in person. If approached by telephone or letter, the candidate is more likely to say no. It is sometimes helpful if two persons make the contact jointly.
- Ⓞ Arrange sufficient time to talk without interruption. The best method is a visit to the home or office by appointment.
- Ⓞ Be prepared to discuss LEAF and the board's goals and priorities.
- Ⓞ Provide a briefing kit, which might contain the following:
  - a) Information about the duties of a board member
  - b) List of current board members and their terms of office
  - c) A schedule of meetings or other events to attend
  - d) LEAF's annual report
  - e) A copy of the board's current financial statement

- ⦿ Be truthful about the demands of the job. People are entitled to know what kinds of contributions and commitments they are being asked to make. Explain that board members are expected to make financial contributions based on each person's ability to contribute.
- ⦿ Explain to prospective nominees the process by which they were chosen. This explanation need not be personal or detailed, but it is gratifying for people to know they were carefully chosen in terms of what they could contribute to the board.
- ⦿ Emphasize the needs of the community, satisfaction of serving others, and the possibilities for personal growth. Recognize that each nominee will decide to join (or not join) the board based on its relevance and the value it will add to their lives, as well as their understanding of how they can contribute to the organization.
- ⦿ Tell the candidate what resources will be available for guidance and support. New members should receive an orientation to their jobs and a board manual as part of these resources.
- ⦿ Listen carefully and respond honestly to reactions and reservations. Answer questions as completely as possible and offer to supply information not immediately available.
- ⦿ Make it clear that willingness to be nominated does not automatically ensure election.
- ⦿ Give the individual time to think it over, if necessary. Most people resent being pressured. Arrange a definite time to call back for decision and be sure to follow up.

## **5. Developing the final slate of nominees**

As the candidates listed on the tentative slate of nominees are approached and invited to serve, some will accept and some will decline. Before making recruiting calls, the Nominating Committee should select alternates to fill possible vacancies.

The Nominating Committee should closely monitor how the final slate is developing and maintain a proper balance between the various elements needed to strengthen the board.

### **Final steps to complete the nominating process**

The responsibility of the Nominating Committee for recruiting board members ends when an appropriate slate of candidates or appropriate individuals are recommended to fill vacancies. There are, however, several additional steps that need to be taken to complete the process. These final steps are responsibility of the chairman.

Successful nominees need to be notified of their election, be given information about board meetings they will be expected to attend, and feel supported in their new role.

Persons who have agreed to allow their names to be placed in nomination for the board are entitled to a thank you, whether they are elected or not. It is particularly important that individuals understand why they were not elected. These reasons usually relate to the need for balanced leadership or special skills on the board, not to any personal deficiencies. Neglecting this courteous gesture can generate ill feeling and lose a potential future leader.

Through a careful, coordinated effort on the part of the chairman, the Nominating Committee and board itself board of directors will be selected to provide table, enthusiastic leadership for LEAF.

## **GOOD BOARD DEVELOPMENT INCLUDES ORIENTING, EDUCATING, AND MOTIVATING YOUR BOARD**

Recruiting a good board takes time, commitment, energy and leadership. Once assembled, therefore, a good board deserves the investment of time, commitment, energy, and leadership needed to keep it that way. The responsibility for developing your board to its maximum potential should be shared by the board chairman and the board as a whole.

Effective board development activities include orientation, workshops, retreats, outside speakers and workshops offered by management assistance organizations. Consider one or more of these options for your board and inform prospective board members what will be expected of them in terms of commitment.