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Building Your Nonprofit Board

The Power of the Nominating Process

Successful nonprofit boards are far more than groups of dedicated people with shared interests; they result from careful planning and evaluation, education, and appropriate, stimulating demands on participants' talent.

This guide will help you define the qualities your nonprofit needs from its board and establish clear expectations of what the organization and its board members can expect from each other. It will also provide you with guidelines for identifying candidates and taking them through a nominating process that prepares them to serve.

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N O M I N A T I N G C O M M I T T E E R E S P O N S I B I L I T I E S

While committee responsibilities vary from board to board, the tasks listed below are typical of a board Nominating Committee:

- To understand and promote the organization's mission and goals
- To clarify board member responsibilities and provide up-to-date board job descriptions
- To cultivate potential board leadership from within the board
- To evaluate board members' eligibility for re-election
- To strive for a diverse, representative board
- To identify, cultivate, and recruit new board members
- To judge objectively the qualifications of prospective board members
- To recommend prospective members for nomination to the board
- To conduct board orientation sessions for new board members
- To plan ongoing board development programs

N O M I N A T I O N P R O C E D U R E S

In the process of bringing new members onto the board, it is typical for the Nominating Committee to:

- Identify who is responsible for managing the nominating process
- Develop/update the written job description for board members
- Assess the qualities of the organization's current board and identify the qualities needed in the next group of board candidates
- Identify prospective candidates for nomination based on the selected qualities
- Approach prospective candidates about their interest in being considered
- Interview prospective candidates
- Select candidates for presentation to the board
- Present candidate profiles and recommendations to the board
- Invite board discussion and vote on candidates
- Orient the newly elected board members



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ASSESSMENT OF ORGANIZATIONAL NEED

Map the assets of your current board

The following template is offered as a guide for assessing the resources of your current board members and identifying areas where your nonprofit may want to strengthen representation.

Customize the categories in each row to reflect that qualities important to your organization. Then create a column for each board member, and check off all the areas that apply to them. (Bear in mind that some board members may be rotating off.) You should readily be able to identify the balance of your board’s composition and define areas that need to be addressed by incoming members.

Category	Member 1	Member 2	Member 3	Member 4, etc.
Professional Background				
Corporate experience		✓	✓	✓
Nonprofit experience	✓			
Arts	✓			
Accounting				
Financial management			✓	
Government				
Journalism				
Law		✓		
Medicine				
Marketing				✓
Organizational management	✓		✓	
Public relations				
Planning				
Other				
Fund Raising				
Professional experience	✓			
Prospective major donor			✓	
Access to donors		✓		
Readiness to participate in fund raising	✓	✓		
Connectivity				



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Category	Member 1	Member 2	Member 3	Member 4, etc.
Public recognition	✓	✓		
Representative of client base			✓	
Prospective board leader	✓			
Age				
Young				
Mid-life	✓		✓	✓
Senior		✓		
Gender				
Female	✓		✓	✓
Male		✓		
Race/Ethnic Background				
Asian/Pacific Islander				
Black/African American	✓			
Hispanic/Latino			✓	
Native American				
White/Caucasian		✓		✓
Other				
Other (Disability, sexual orientation, other characteristics important to your organization)				
Location				
Local	✓			✓
National		✓		
International			✓	
Board Committees				
Executive	✓			
Nominating		✓		
Program				✓
Development/Fund raising	✓	✓		
Finance			✓	
Other				

Table adapted from *Six Keys to Recruiting, Orienting, and Involving Nonprofit Board Members*, published by BoardSource.



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Analyze your nonprofit's resources and needs

Examine the grid of characteristics you chose for analyzing your current board. (In the example above, three of four board members have corporate experience, but only one has nonprofit experience. Three of four board members are female. No board members are young.) Define your board's needs in terms of the qualities that will create an ideal balance for your organization.

Depending on your nonprofit's mission, you may want to weigh certain categories, such as professional skills, geographic location, age, or ethnic diversity. The object is to have enough variety to ensure a broad range of input and healthy debate of issues.

Consider terms of office in thinking about the balance of qualities that are important to the board. Are you likely to lose anyone in the next year?

Be certain to consider the importance of prospective board leadership in your thinking about what you need from candidates.

Define your targets

Define and categorize the qualities needed to strengthen and balance your board. Identify likely resources for those candidates.

Define the number of candidates you want to include in the current pool. You are likely to have to approach more than the number of candidates you want, assuming that all candidates you approach will not agree and that the nominating committee may not want to propose all candidates for nomination.

Go after *qualities* that meet your organization's needs. This helps shift the focus from personalities, and it gives you greater leeway to accept or reject candidates gracefully.

Define your timing

In general, it is most efficient to bring board members or in groups or "classes" together. This consolidates the nominating and orientation processes and creates uniform terms of service. You will need to decide whether your organization wants to rely on an annual nominating process or nominate members on an as-needed or as-identified basis.



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CANDIDATE IDENTIFICATION & APPROACH

Finding prospective board candidates

- Ask your current board members or funders for contacts.
- Explore programs that match interested candidates with nonprofits (such as Greater DC Cares Greater Washington Board Leadership Program).
- Explore community-based volunteer programs in your area.
- Identify local corporations that are making special efforts to demonstrate community involvement. Talk with your local Chamber of Commerce or the local chapters of professional organizations; pay attention to your local paper.
- Pay attention to trends in corporate philanthropy. Corporations that give money are most likely to give time, as well.

Approaching prospective board candidates

- Decide who will make the initial approach. It will vary depending upon the candidate.
- Briefly describe the mission of your nonprofit and its key activities.
- Be clear about your intent. Tell the prospective candidate that you would like to know if s/he is interested in being considered as a candidate for your board. Be clear, also, that consideration does not automatically mean nomination and that nomination does not mean election.
- Ask the prospective candidate for a resume or CV to share with the Nominating Committee.
- Define the next steps in the process for the prospective candidate.
- Offer the prospective candidate a copy of the job description for board members.

Meeting prospective board candidates

- We recommend that the executive director and at least one board member who does not already know the prospective candidate meet to discuss, in detail, the expectations of the organization and the expectations of the candidate.
- Be prepared with succinct details about individual board member responsibilities, the responsibilities of committees, and of the board as a whole. You may want to provide materials from the orientation manual (see Orientation section).
- Offer written materials on your nonprofit for the candidate to review, such as your annual report, business plans, strategic plans, financial statements, lists of funders, names of other board members.
- If a board contribution is expected, be explicit about it.
- Be prepared with a uniform set of questions that all candidates will be asked so that you will have the information to make comparisons.



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- Be candid and truthful in everything you say. It would be very damaging for a new board member to learn that s/he was misled during the nomination process.
- Encourage candidates to talk with other board members if they have questions or would like to hear a broader perspective.
- Be clear about the time frame within which you are working so that candidates will know what to expect in terms of response to their interest.

CANDIDATE SELECTION & NOMINATION

Candidate Selection

The Nominating Committee is charged with analyzing the results of prospective candidate interviews and determining who will move forward to become a candidate for nomination.

If the Nominating Committee is not ready to propose a candidate to the board, it might invite the candidate to volunteer on a task force or committee that includes non-board members. This is an excellent opportunity for the organization and the candidate to get to know each other.

Some organizations require reference checking for board candidates, just as they would for new employees. This is not widely practiced, but it is not unreasonable.

Board Action

Your nonprofit's corporate by-laws are likely to have specific requirements related to the election process. Check them to be certain that you circulate the appropriate information about the election to all board members within the required time frame. The by-laws will also tell you what margin of votes is needed for election.

Circulate profiles of finalists to all members of the board well in advance of the board meeting at which elections will take place.

The Chair of the Nominating Committee routinely makes the presentation of candidates and guides the discussion prior to vote by the board.

Candidate Notification

As soon as the board has voted on new members, it is appropriate for the chairs of the Nominating Committee and the board to notify those members and welcome them. The chair of the Nominating Committee, or another representative, should also contact any candidates who were not elected and tell them why.

Ideally, send any components of a board orientation manual that have not already been shared with the new board members to them immediately.

Schedule an orientation for new board members as soon after their election as is practical.



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BOARD MEMBER ORIENTATION

Effective orientation is key to the success of new board members. New board member orientation should include extensive written materials about the organization as well as an opportunity to meet with other board members and staff to learn about the organization's work.

We strongly recommend that orientation materials be assembled into a board members' manual and given to all board members, new and old. Individual components will need to be updated on a regular basis.

Recommended board orientation materials

- Organizational mission, guiding principles, and history
- Summary of current organizational activities and programs
- Staff roster
- Board roster, including officers and committees and terms of service
- Board policies (such as conflict of interest)
- Responsibilities of board members
- Schedule of board meetings and other key events
- Articles of incorporation
- Corporate by laws
- Minutes of recent board meetings
- Evidence of insurance coverage, in particular Directors' and Officers' Liability coverage
- The organization's strategic plan
- The organization's business plan and budget for the current year
- Most recently audited financial statements and recent interim financial statements
- List of the organization's supporters (and members , if applicable)
- Sample general funding proposal