



## **Recruitment Procedures for Adding Trustees to the Board Governance Committee**

### **Summary:**

Upon authorization and approval of the Board of Trustees to add additional community trustees or to replace any trustee(s) who is/are stepping off the Board due to concluding service at the end of their term, or desiring to take a break in service while being eligible for consideration for the Board to extend an offer to return to trusteeship service at a future time, the first step is to identify the skills, expertise, competencies and attributes needed for the Board. This will occur by members of the Governance Committee reviewing the most recent Trustees Skills and Competencies Matrix inventory for the existing Board. Review what skills and fields of expertise currently are available through current Board members and which are needed, then open the recruitment window to current Board members to submit to the Governance Committee Chair the names of potential candidates for the recruitment pool to be vetted and interviewed by members of the Executive Committee, the Governance Committee and the Executive Director. Before launching the process, review the bylaws pertaining to Board composition.

### **1. Prepare the groundwork**

- Review Delaplane Foundation bylaws regarding Board composition and total number of trustees allowed.
- Assess Board needs to determine what specific expertise, skill sets, competencies or connections the Board requires to better serve the Foundation's mission. Review this list with the Executive Committee and Executive Director for additional input.
- Review/clarify Trustee responsibilities to ensure new trustee(s) will have a clear understanding of expectations.

### **2. Recruit and vet candidates**

- Create a candidate pool by searching for potential candidates who meet the criteria that the Governance Committee has identified for expertise/skill sets/competencies need to best serve the Foundation's mission.
- Determine the "recruitment window" for when the Governance Committee will accept nominations.
- Notify the full Board of the criteria needed for potential Board candidates and invite them to submit names for consideration, contact and potential interview.
- While every Board member should be on the lookout for potential candidates for consideration of Board service, the names and qualifications of potential candidates shall be routed to the Governance Committee Chair or to a member of the Governance Committee or Executive Director who will forward the information to the Governance Chair.
- Upon closing the recruitment window, the Governance Committee shall review all submissions for the candidate pool and determine those to be vetted/interviewed.
- Vet candidates thoroughly. Interviews (either in person or virtual) will be conducted by members of the Executive Committee, Governance Committee and Executive Director.

- Review resumes and backgrounds to ensure candidates have the necessary integrity, skills and experience.
- Those involved in the interview process shall incorporate questions that have been pre-approved by the Governance committee.
- Upon concluding all interviews, the Executive Committee, Governance Committee and Executive Director shall make recommendation of which candidate(s) to bring before the full Board for vote.

### **3. Nominate and elect new trustee(s)**

- Schedule a formal meeting of the full Board. Before the meeting, provide all Board members with the names and bios/resumes' of the nominees so they can prepare for a discussion.
- Following any discussion, nominate the candidates that the Governance Committee recommends moving forward for vote.
- Have all Trustees and Associate Board members vote on their election.
- Draft a resolution to officially add the new trustee(s) and pass it with the required majority vote (a quorum must be present).
- Upon the majority vote approval of the new trustee(s), the actual invitation to join the Board is extended by the Board Chair/President or Governance Committee Chair.

### **4. Onboard and transition**

- Ensure a smooth transition of any outgoing trustees be having a letter of thanks for their service prepared and signed by the Board Chair/President and Executive Director.
- Prepare a Letter of Welcome for new Trustee(s) to be signed by the Board Chair/President and Executive Director
- Appoint a current Trustee to act as a mentor to the incoming Trustee(s).
- Conduct a thorough Board orientation by equipping the new Trustee(s) with the knowledge they need by providing them with materials such as the Foundation's Trustee Orientation Manual, general financial information and legal obligations.
- Review legal responsibilities by reminding new trustees of their legal and fiduciary duties.
- Term limits: Family Trustees/Associate Board members may continue to serve consecutive terms without a break, however, should they desire to take a break in service, they may do so by informing the Board President in writing of the request and it will be accommodated. Independent/Community Trustees will serve three, two-year terms limits after which a one-year break in service is required. Should the Independent/Community Trustee wish to continue Board service, they will need to be invited back by the Board leadership.

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