



NOMINATING POLICY AND PROCEDURES  
APPROVED BY THE BOARD OF TRUSTEES JANUARY 14, 2020

## PURPOSE

This policy and corresponding procedures have been developed to that ensure qualified, talented, and committed individuals are recruited to fill vacancies on the Board of Trustees and Volunteers for the Chatham Education Foundation. Policies and procedures apply to Trustees and Volunteers seeking to join the Board.

## NOMINATING POLICY

The Nominating Committee shall consist of the President, a Vice President and other persons appointed by the President. Any interested Board Member shall be eligible to become a member of the Nominating Committee and committee chairs are encouraged to participate. It is desirable to include members on the Nominating Committee who are not on the Executive Committee.

The Nominating Committee is accountable to the Board of Trustees to recruit Trustees, Officers, Volunteers, and Committee Members to carry out the mission and strategic plans of Chatham Education Foundation.

In accordance with the values of Chatham Education Foundation, the Nominating Committee seeks to ensure that the Board of Trustees is inclusive and representative of our community and schools. The list of nominees shall be a function of the number of vacancies to be filled, schools represented, and talents/skills needed.

Candidacy is open to any individual who has a commitment to enhancing the public school experience in Chatham Schools, and a willingness to assist in accomplishing that goal through active participation on the Board and committees. All individuals regardless of race, color, religion, creed, national origin, gender, disability, marital or veteran status or any other legally protected status who express this commitment will be considered. Candidates shall disclose and identify all professional and volunteer affiliations on the Volunteer and Trustee Application Form. The Board reserves the right to determine if a candidate has a conflict of interest with another position and/or another organization. If a prospective Trustee or Volunteer is an employee of the School District of the Chathams, the Superintendent of Schools should be consulted to ensure there is no conflict of interest, and no employee shall be appointed to any position where a conflict is present.

## NOMINATION PROCEDURE

1. The Nominating Committee must ensure that all matters concerning Trustees and Volunteers is consistent with the By-laws.
2. Meetings of the Nominating Committee shall be considered confidential.
3. Committee shall begin its work by January of each year.
4. At the first Committee meeting each year, the Committee shall review the nominating policy and procedures and recommend changes or continuation of the existing policy and procedures to the Board of Trustees. Additionally, the Committee shall update the Chatham Education Foundation Trustee and Volunteer Interest Form or other such forms or materials as needed.

5. The Nominating Committee will survey current Trustees to determine the range of skills, knowledge, interest, experience, diversity, community representation, school representation, available volunteer time and term expiration. Trustees will additionally be asked if they would consider an Officer or Chair position as this will assist in developing an Executive Committee slate. Additionally, Volunteers of Chatham Education Foundation will be surveyed to determine their interest in continuing on in their current capacity or if they would like to be considered a candidate for nomination to the Board of Trustees.
6. The Committee will report its findings to the Board and identify priority needs for that year's recruiting.
7. The Committee will prepare a public call for nomination notice, to be distributed throughout the Chatham community, using a board range of contacts and media. The notice will describe the skills and experience the Committee is seeking and ask suitable interested candidates to contact the President or Nominating Committee Chair. Internally, the Board will be briefed on the Chatham Education Foundation nomination process and priorities and asked to solicit suitable interested nominees to the Committee.
8. Each candidate for nomination will be asked to complete, sign and submit a Chatham Education Foundation Trustee and Volunteer Interest Form, indicating seriousness of commitment and include personal profile listing experience, expertise and area of interest. Only those persons who have signified their consent to serve if elected shall be elected or appointed to such position.
9. All Trustee and Volunteer Interest Forms must be submitted to the Committee for consideration no later than 15 days prior to the Annual Meeting.
10. At least two members of the Committee shall meet with each candidate prior to presenting the nominees to the Board to vet the seriousness of commitment and evaluate the skill set.
11. To prepare a slate of Trustees and Volunteers, the Committee shall first consider positions of the returning Trustees and Volunteers, then recommend the candidates who might best meet the needs of the Board.
12. According to the bylaws, the Board of Trustees shall consist of between twelve (12) and twenty-five (25) members. Trustees shall be elected by the Board at the Annual Meeting of the Foundation and shall hold the office of trustee for a term of three (3) years, or until the Annual Meeting following expiration of the term at which such Trustee's successor shall be elected. Trustees may elect to renew for one or more additional two (2) year term(s), or other term(s) approved by the Board of Trustees. The Officers, including the President, Vice President, Treasurer and Secretary, shall be elected at a regular meeting following the Annual Meeting. It is desirable that Officers and committee chairs be elected at the regular meeting the month after the annual meeting. One person may hold two or more offices. The President, Vice President, Treasurer, Secretary shall be elected to serve for a term of one year, and shall be eligible for reelection to that office. It is desirable that Officers serve for two to three years. It is also desirable that Officers rotate out of their position after three years.
13. The Nominating Committee shall develop a slate of Trustees and Volunteers to be distributed to the Board of Trustees at least 10 days prior to the Annual Meeting where the election of new Trustees will occur. Any Trustee and Volunteer Interest Form submitted to the Committee after this time that the Committee deems eligible shall be presented to the Board as a candidate for nomination at the next Regular meeting even if the business for that meeting immediately follows the Annual meeting.
14. The Nominating Committee shall develop a slate of Officers and committee chairs to be distributed to the Board of Trustees at least 10 days prior to the regular meeting the month following the annual meeting. It is desirable to include:
  - a. President
  - b. Vice President(s)
  - c. Secretary
  - d. Treasurer
  - e. Assistant Treasurer
  - f. Donor Relations Chair
  - g. Marketing Chair
  - h. Audit Chair
  - i. Grants Chair

15. In accordance to the Chatham Education Foundation by-laws, the presence at the Annual Meeting of the Foundation in person of a majority of the Board of Trustees shall constitute a quorum for the purposes of conducting business at such meeting.
16. At the Annual Meeting, the Chair of the Nominating Committee shall present the final slate to the Board for final comments. Upon an affirmative majority vote of the Board of Trustees, the nominees for Trustee will become active Trustees on the Board, and Volunteers will become active Volunteers, effective the following July 1. The new slate of Officers, Trustees and Volunteers shall then be submitted to the Secretary for inclusion in the minutes.
17. Candidates elected will receive a welcome letter from the Committee Chair. The new Trustees, Volunteers, and Officers shall take office as of July 1, the beginning of the new Fiscal Year.
18. In accordance to the Chatham Education Foundation by-laws, any vacancies in the Board and any vacancies caused by an increase in the number of Trustees pursuant to a duly adopted resolution of the Board, may be filled by the affirmative vote by all of the remaining Trustees present, even though less than a quorum of the Board, or by the sole remaining trustee.
19. Vacancies on the Board may, but need not, be filled during the unexpired term by approval of the Board of Trustees at a Regular meeting. Service of an unexpired term by a person so appointed shall not preclude his/her serving additional terms.
20. If a vacancy occurs among the Trustees, the Nominating Committee may convene and nominate a proposed successor. This candidate shall be voted on at the next Regular meeting of the Board of Trustees, and upon an affirmative majority vote of the Board of Trustees, the nominee will become an active Trustee on the Board.
21. In the event of a vacancy in the office of the President, a Vice President shall fill the office of President until such time as the Nominating Committee is able to fill the position. In the event of a vacancy in the office of the Treasurer, an Assistant Treasurer shall fill the office of Treasurer until such time as the Nominating Committee is able to fill the position.