

## **Sample Policy Related to Composition of the Board**

The Board of Directors is accountable for the functions outlined in the *Policy Related to Role of the Board of Directors* and utilizes the *Due Diligence Plan* to guide work.

In order to do its work effectively, with the highest degree of knowledge and competency, the Board shall be intentionally composed to include the specifically identified knowledges, skills, and experience that are necessary to carry out the Board's role and the due diligence functions. These knowledges, skills, and experience will be brought together with due consideration for diversity and networks.

ABC Organizations's Governance Committee, in partnership with ABC Organization's Chief Executive Officer, provides leadership and facilitation to this process.

Any candidate for Board membership – whether through nomination and election or appointment – shall be endorsed through the Governance Committee process, and shall be approved by the Board.

1. Annually, said knowledges, skills, and experience are identified and articulated, based on the legal and moral responsibilities of governance, ABC Organization's values and mission, and contemporary organizational needs.
  - Knowledges, skills and experience include but are not limited to financial management, legal, fund development, governance, human resources (e.g., personnel management, conflict resolution, etc.), public relations /marketing, and [expertise in the topic of the organization, e.g., human service, environment, health, education, etc.]
2. The seated Board members shall be evaluated, determining which knowledges, skills, and experience are present within the Board and which ones are absent. ABC Organization shall clearly articulate the missing knowledges, skills, and experience that must be recruited for optimum Board composition, and seek candidates that fill these gaps.
3. The seated Board members shall be evaluated with due consideration to diversity – as articulated in ABC Organization's *Values* – and networks.
  - Diversity includes but is not limited to gender, ethnicity/race, age, socioeconomics, faith, sexual orientation, etc.
  - Networks include but are not limited to, business, social, government, civic, professional, etc.
4. Candidates shall be identified – using diversity screens and networks – who will bring the necessary knowledges, skills, and experience to the Board.
5. Once appropriate candidates are identified, as outlined above, screening interviews shall be conducted with each person – whether for Board membership or officer positions – to evaluate the candidate based on ABC Organization criteria.
6. Prior to nomination or appointment, each candidate shall be informed of and agree to abide by ABC Organization's values, mission and all policies, specifically those related to the Board and to the individual Board member.