

## Inside Out – Board Nomination Policy

### INTENT

The policy is intended to provide guidelines for the Inside Out Board of Directors and the Committees of the Board engaged in the nominations process for potential candidates to the Board. The policy was developed by the Governance Committee in consultation with the Access and Equity Committee. The policy was reviewed and approved by the Board of Directors.

### POLICY

The Governance Committee of Inside Out (IO) will maintain an assessment of the current composition of the IO's board of directors (Board), as well as how that composition will be affected by imminent departures of Board members, in terms of relevant factors and will ensure nomination recommendations take into consideration the following priorities:

1. Diversity

- a. Nominations will be made in compliance with the Board by-laws regarding representation of gender and race as stated in Article 4.04:

*“No more than half of the members of the Board will be representative of one Gender Identity. The ED will be included in this ratio as the ED's presence is required at all Board meetings. At least five of eleven Directors will be Aboriginal people and/or People of Colour to ensure that the Board represents the racial diversity of the Community.”*

- b. The nominations process will strive to ensure diversity of ages of Board members.
- c. The nominations process will strive for representation of transgender persons.

2. Engagement: In assessing potential candidates for nomination to the Board, the Governance Committee will consider current or past involvement in the organization within the following roles:

- a. volunteer on an Inside Out Committee;
- b. member of the organization;
- c. year-round or Festival volunteer; and/or
- d. primary contact with existing community partner, funder or sponsor.

3. Skills: The composition of the Board will strive to ensure that that the following skills, experience and expertise are represented among members and any gaps in skills among the current Board are considered when nominating new Board members:

- Artistic/film;
- Finance;
- Fundraising;

- Government/public relations
- Human resources management;
- Legal/governance;
- LGBT community development/Access & Equity/Anti-Oppression; and
- Marketing/communications.

## PROCEDURE

- A. At any time during the year, a Board member may recommend a candidate for the Board to the Governance Committee. The Board member will provide information of how the candidate meets the criteria set out in paras. 1 –3, above.
- B. Any person who meets the engagement criteria set out under para. 2, can contact the Board, either through a Board member or through the Governance Committee, to be considered as a candidate. The candidate will provide information on how they meet the criteria set out in paras. 1 – 3, above.
- C. Every September, the Governance Committee will assess the nomination requirements for the upcoming AGM (in May of the following year), will advise the Board of the nomination requirements (diversity, skills and engagement), and will canvass the Board for information on any qualified candidates, who may be interested in seeking nomination to the Board. Information on how the candidates meet the criteria set out in paras. 1 -3, above will be provided by the relevant Board member to the Governance Committee.
- D. Should the Governance Committee determine that there are insufficient candidates put forward by the Board members or by persons meeting the engagement criteria to meet the year’s nomination requirements (diversity, engagement and skills), then the Governance Committee will post a call for candidates on the IO website and the IO’s social media pages. The call for candidates will also be included in upcoming IO newsletters and email blasts.
- E. A member or members of the Governance Committee will contact each candidate and conduct a brief interview on the candidate’s qualifications, interests and ability to commit to the requirement of Board membership.
- F. The Governance Committee will meet with the Chair or Co-Chairs of the Access & Equity Committee to review the candidates and select the candidates to propose to the Board as nominees.
- G. The Governance Committee will present the proposed nominees to the Board by the February meeting of the Board.
- H. The Board will approve the proposed nominees, or request that the Governance Committee propose other nominees from the list of candidates.
- I. The proposed nominees, as approved by the Board, will be presented at IO’s Annual General Meeting. In addition, as permitted by Article 4.02 of the IO By-laws, any IO member who is interested in running as a candidate for the Board can do so by communicating their intent in writing to the existing Board no less seven (7) days prior to the date of the IO Annual

General Meeting. They can contact the Board by email (board@insideout.ca). The members present at the IO Annual General Meeting will elect new Board members from among the candidates presented.

- J. This policy will be posted on IO website and chairs of all IO committees will regularly inform their committee members of the existence and contents of this policy.