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| **DOCUMENT TITLE**  | New director appointment process  |
| **LAST UPDATED**  | October 2022  |
| **PURPOSE**  | This director appointment process is designed to help boards recruit and appoint new directors. This tool covers a variety of issues to be considered including timelines, job description, candidate interviewing, selection, and due diligence. |
| **HOW TO USE** | This tool can be referred to by the board of directors (and/or nominations committee) prior to departure of an existing board member.  |
| **ADDITIONAL NOTES / CONSIDERATIONS**This process can be adapted according to the needs of the organization and in accordance with your organization’s constitution and bylaws (relative to director nomination and selection).Other tools or supporting documents are referenced throughout and are available as part of the viaSport governance toolkit.This document does not constitute legal advice and should not be relied upon as such. Expert counsel is recommended if there are any issues requiring clarification.  |

# New director appointment process

Appointing a new director takes foresight, planning, and time. Succession of an existing Director will be required as their tenure as a Board member ends. Other times, the organization may need new and different skill sets to respond to a changing business environment. Regardless of the reason, recruiting, assessing and selecting a new director requires a structured, well-defined and timely approach. In most cases, the board and/or nominations committee may suggest or propose candidates, however the final appointment is usually by ballot of the voting membership.

Many not-for-profit organizations and sport clubs select Board members, they don’t appoint. Board member appointment via election does not preclude a club or association from actively recruiting for particular skill sets. Additionally, clubs and associations may want to review their Board appointment and electoral process and consider a mix of appointed and elected board members, ensuring some consistency in the critical skill sets needed on a board of directors.

## Sample timeline

A board member recruitment process can typically take four to five months.

A sample timeline for board appointment selection may be as follows:

(*NOTE: Some timelines may need to be adjusted to take nominations committee meetings or Annual General Meetings (AGMs) into account.*)

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| **Week 1** | Conduct board discussion to identify recruitment needs  |
| **Week 2** | Agree and document director role description and posting |
| **Week 3** | Post the director of the Board position |
| **Week 4-6** | Receive candidate applications and close posting |
| **Week 7** | Screen applications after closing date and shortlist candidates |
| **Week 8-9** | Interview shortlisted candidates  |
| **Week 10-11** | Complete due diligence of preferred candidate(s) |
| **Week 12** | Conduct second round interviews (if necessary) |
| **Week 13-14** | Confirm appointment by nominations committee and/or or board for appointed roles or conduct Election by membership in compliance with by-laws |

Three weeks should be sufficient from initial posting to closing date, depending on the robustness of your communication channels, posting mechanisms (e.g., association website, newsletters, viaSport or Sport BC job posting boards, etc.), and time of year (relative to where in the competition schedule the sport is).

## Confirmation of approach

The board and/or nominations committee should discuss the open position(s) and confirm that board members agree on the approach, nomination process, and timelines. The Chair of the Board should consult any documents or by-laws that contain information about Director recruitment and election/appointment to ensure compliance.

The board ideally would employ the Board Skills Matrix to identify the knowledge, skills, experience and attributes required for the Director role. The exercise of the Board Skills Matrix also provides a useful opportunity to reinforce Board expectations for all current members of the Board.

Where a nominations committee is prescribed by the organization’s by-laws, or the board wishes to use such a committee to run the process, the committee members should be agreed by the Board in accordance with any by-laws (if applicable), prior to the nomination process beginning.

A nominations committee seeking to offer a fair and balanced nomination and appointment process may consist of the following committee members:

* A director not seeking re-election
* A representative of the sport from club or regional level
* An independent person with experience in governance and/or board recruitment
* A representative from a relevant multi-sport organization

In order to agree expectations amongst board members, and offer guidance to the nominations committee, it may be helpful to consider the following questions:

* What are the three most important qualities or traits that the director(s) will need to have?
* What skills, experiences, or backgrounds are the missing from the board that may hinder the organization’s ability to achieve its strategy?
* How do we decide which of these missing skills are most important? (NOTE: The Board Skills Matrix from the viaSport governance toolkit can support the due diligence required to answer this question.)
* Do we require greater diversity of thought or broader representation around the table?
* Where do we expect to find this person?
* Do we have any particular people in mind?
* What do we expect this person to contribute on a monthly basis (duties and responsibilities)?
* Why would a capable person want to take this role – what is in it for them?
* What will the interview and selection process be?
* When do we want the role to start?

## Director job description and posting

Use the available job descriptions templates as a starting point for discussion about your organization’s requirements. Together with the board needs matrix, the job description template will help build out a specific job description closely matching the needs of your organization.

It's important to talk about the benefits of becoming a director, particularly in the copy used in the job posting. People need to be drawn in and motivated. Focus on the cause, the strategy, the quality of the board members and governance processes, and the learning opportunities. Think like a potential candidate and ask, "What’s in it for me?” and “What gets me excited?”. Recruitment postings for board members can be ineffective if they fail to inspire. Look at sport and recreation from the outside and remember that it makes a valuable contribution and is a fun, challenging area to work in.

## Attracting candidates

Advertise the role on your organization’s website, SIRC.ca, viaSport.ca, SportBC.ca, local post-secondary institutions, volunteer boards, and in newsletters sent to members. Target the messaging towards individuals with the knowledge, skills and experience that are highest priority for the organization.

Board recruitment is the board’s responsibility, not that of staff. Staff should not be involved in a process that selects people to whom they are ultimately accountable. If your organization is a volunteer organization, then it is everyone’s responsibility to get the word out. How the board recruitment and nomination process is handled reflects on the organization.

## Candidate selection and interviews

Use the Director Interview Toolkit to assist in structuring the interview with potential candidates. Consistency in interview structure and questions is important to minimize conscious or unconscious biases from coming into play. Candidates should be evaluated against the requirements of the job description and the strength of the answers to interview questions.

Prior to the interview, provide a briefing email for interview candidates, outlining:

* When and where the interview will take place
* Who will be on the interview panel
* The structure of the interview
* What preparation is required by the candidate (if any)
* A copy of the organization’s strategic plan or other background information

NOTE: This step is only required if director nomination and appointment occurs outside of an election process.

## Follow-up

Respond to applicants who are screened out promptly, within a week of the application deadline. It’s important to show respect to everyone who applies; it creates a strong brand experience and is remembered by candidates. A candidate who is not right this year may become a great board member in subsequent years.

Where more time is required, keep candidates updated with a “we are still considering you, so please bear with us” email. Feedback to interviewed candidates should be by phone and not email. This not only simple courtesy but allows the panel Chair to explain to unsuccessful candidates why there was not a fit on this occasion.

## Due diligence

Consider doing due diligence on a preferred candidate right after the first interview. If this step isn't done until the end of the process, it's human nature to look for references that back up the decision already taken. Early due diligence helps maintain an objective assessment of capability.

There are many questions that can be posed to a reference provider. Three typical questions to ask are:

* We are considering appointing <insert name here> to our board. What observations would you be able to share from your experience of working with them?
* How do they contribute to or add value to the board/job/role?
* Is there anything else we should be aware of in considering them for a governance role?

## Letter of Appointment

Use the ‘Director Appointment Letter’ template for new Directors. The document is formal and detailed, setting out a variety of expectations clearly. Confirm it meets the needs of the organization (include Nominations Committee procedure and/or by-laws).