



Heritage Consulting Inc.

Better Recruitment Equals Better Board Members for Your Historic Site

A Dozen Key Documents

Handouts we will discuss in the session and provide on the Heritage Consulting Inc. website.

1. Ideal Nominating Committee make up and job description.
2. Matrix to use to identify future board candidates.
3. Sample board member application form to be circulated to all possible candidates.
4. Sample board member agreement/contract outlining expectations for board meeting attendance, board giving (if required), committee and event participation.
5. Sample board member job description.
6. The document list we recommend be shared with every board candidate before nomination.
7. Contents of new board member binder, google drive, or Drop Box folder.
8. Outline for a 45-minute board orientation session provided by the Nominating Committee after nomination.
9. Outline of a one-hour board training on their roles and responsibilities for the Executive Director or Nominating Committee member to conduct, with a bibliography for additional information.
10. Board source information on legal duties of all nonprofit directors.
11. 10 board responsibilities according to board source.
12. A Nominating Committee work plan for the year-long board building cycle to pull these activities together.



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1. What does the Nominating Committee Do? Who should serve? + Job Description

1. Overview: What does the Nominating Committee do?
 - a. Role is often spelled out in bylaws.
 - b. If not in bylaws, create the committee as a standing committee.
 - c. It is the most important committee, and focuses on the future (2-5 years) of the historic site.

An ideal “charge statement” for a Nominating Committee:

Nominations to the board shall be made by the Nominating Committee appointed by the board and shall be set forth in the notice of the annual meeting. The Nominating Committee shall consist of no less than three (3) members and no more than five (5) members and shall have as chairperson a member of the Board of Directors who shall be responsible for directing and coordinating the affairs of the committee. The terms of the committees shall be for one year commencing at the time of the annual meeting.

2. How many people should serve on the Nominating Committee?
 - a. Three to five people
 - i. Ideal candidates for the Nominating Committee:
 1. Current Board President
 2. Most recent past Board President
 3. Current volunteer but not board member
 4. A representative from a partner organization you want to cultivate
 5. Former committee member or chair
 6. Executive Director is ex officio to this committee

3. Nominating Committee job description:

The Nominating Committee will have between 3-5 members, appointed by the Board President or the Board of Directors as noted in the bylaws. The Board President will serve as the Nominating Committee chair. Nominating Committee members will review the organization’s current approved work plan, budget, Strategic or Long-range Plan, and annual report to understand the future direction of the organization.

The Nominating Committee will meet at least quarterly and meet jointly with the Executive Committee once a year, to review the current and future needs of the organization. The Nominating Committee members will seek possible candidates from the volunteers currently involved with the historic site and ask board members and committee chairs for advice about possible candidates to solicit. Committee

members will share the board application form and the board commitment document with every possible candidate and encourage all to apply. The Nominating Committee will use a board matrix form to identify skills and talents needed, and vet the individual candidates based on their applications and the future needs of the organization. The committee will rank possible candidates and supply the list to the Board President when any vacancy occurs throughout the year and at least two months in advance of the annual meeting. Nominating Committee members should be careful not to give the impression that they are making offers of board service to any candidate. The Nominating Committee's most important job is to identify possible candidates for board service, as a talent scout for the historic site. The Board of Directors will decide on the slate of candidates to be placed for nomination and election.



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2. Board Skills Matrix for Historic Sites

Skills	Person A	Person B	Person C
Lives in town			
Is a collector or local historian			
Financial management background			
Human resources skills			
Attorney			
Marketing background			
Collections care background			
Architecture/construction/preservation background			
Connections/familiarity to community			
Media connections			
People person/great host/hostess			
Politically connected			
Known philanthropist			
Serves on other boards in town/region			
Under 40			
Under 60			
Adds diversity			
Men/women			
Has the ability to make a gift			
Willing to ask others for donations			



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3. Sample Historic House Museum Board Member Application Form

Name _____

Address _____

Home/work/cell phone _____

Preferred email address _____

Current employer, your title _____

List any current or past volunteer activities with the historic site in the past below.

Have you ever served on another nonprofit board? Which one? When? How long?

Why are you interested in committing your time and energy to our historic site?

What do you think are the characteristics of a great board member?

Fundraising is a significant obligation of board service. Please see our board commitment form. Can you tell us about your experience in fundraising? Please be specific.

Would you be willing to attend lunch with our Executive Director, in which the goal was to make a major donor ask?

Board members bring experience, wisdom, strategic thinking, and their personal contacts. Can you tell us about your personal contact list and if you might use it to help solicit members for the museum?

What kind of autonomy do you have over your day-to-day calendar? There will be committee meetings between board meetings and occasional donor lunches - would you be able to attend?

Are there any specific questions you want to ask us about board service for our historic site?

Please return this completed document to a Nominating Committee member.



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4. Board Member Contract

I, _____ understand that as a member of the Board of Directors of The _____ name of organization_____, I have a legal and ethical responsibility to ensure that the organization does the best work possible in pursuit of its mission and goals. I believe in the purpose and the mission of the organization, and I will act responsibly and prudently as one its stewards.

As part of my responsibilities as a board member:

1. I will interpret and convey the organization's work and value to the community, represent the Organization.
2. I will attend at least seventy-five percent (75%) of the organization's board meetings and events and 75% of the committee meetings of which I am a member.
3. Each year I will personally maintain an individual membership _____ minimum amount _____ which may be in addition to any membership maintained by an organization with which I am affiliated.
4. Each year I will make a personal financial contribution, in addition to my membership.
5. I will actively participate on at least one board committee and on one or more fundraising activities.
6. I will act in the best interests of the organization, and recues myself from discussions and votes where I have a conflict of interest, in accordance with ___name of organization_____ current conflict of interest policy.
7. I will stay informed about what's going on in the organization. I will ask questions and request information. I will participate in and take responsibility for making decisions on issues, policies and board matters.
8. I will work in good faith with staff and other board members as partners toward the achievement of our goals.
9. I will support the decisions of the board to the best of my ability and as my conscious allows. In situations where I cannot publicly support the decisions of the board if so required, I will agree to resign my seat.
10. If I do not fulfill these commitments to the organization, I will expect the board president to call me and discuss my responsibilities with me.

In turn, the organization will be responsible to me in several ways:

1. I will be sent, without request, no less than quarterly, financial reports and an update of organizational activities that allow me to meet the "prudent person" standards of the law.
2. Opportunities will be offered to me to discuss with the executive director and the board president the organization's programs, goals, activities, and status; additionally, I can request such opportunities.

3. The organization will help me perform my duties by keeping me informed about issues in the industry and the field in which we are working, and by offering me opportunities for professional development as a board member.

4. Board members and staff will respond in a straightforward fashion to questions that I feel are necessary to carry out my fiscal, legal, and moral responsibilities to this organization. Board members and staff will work in good faith with me towards the attainment of our goals.

5. If the organization does not fulfill its commitments to me, I can call on the board president and the executive director to discuss the organization's responsibilities to me.

Board Member

Organization name Board Chair:

Printed Name: _____

Printed Name: _____

Date:

Date:



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5. Sample Board Member Job Description

Board members of the _____ Historic House Museum serve a three-year term when elected unless they are serving for the unexpired term of a former board member. Board members are expected to attend and actively participate in all monthly board meetings. Board members will be automatically removed if they miss more than _____ board meetings, without providing a valid reason for not attending, as specified in the organization's bylaws.

Board members will read all minutes, financial statements, work plans, strategic plans, budgets, IRS 990 forms, and any other official documents provided to them and will ASK QUESTIONS pertaining to these documents so that board members understand the workings of our historic site.

Board members are expected to financially support the organization yearly as well as the events and activities of the historic site through their individual gifts according to the board commitment document they received when they were nominated to the board. Board members will also support other fundraising activities of the museum as required.

Board members will actively participate on one committee and attend any required monthly committee meetings.

Board members will sign an annual conflict of interest statement and assure the confidentiality of all information they receive as part of their board service. Board members will not speak to the press under any circumstance and will refer all press inquiries to the Executive Director.



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6. Documents to Share BEFORE the Candidate is Nominated:

1. Board member application form
2. Board commitment or agreement form
3. Bylaws with all amendments
4. Most recent financial statement
5. Annual report for the last year (if there is one)
6. Current approved work plan
7. Current approved budget
8. Minutes from the last two board meetings
9. Newsletters for the last two months
10. Collections Management Plan (including Deaccession policy)
11. Disaster Preparedness Plan
12. Strategic Plan or Long-Range plan
13. Membership brochure
14. General interest brochures



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7. Documents to Include in any Board Member Orientation Packet

1. Bylaws with all amendments
2. Incorporation papers
3. Board list with home addresses, phone numbers, and email addresses
4. Contact information for the organization's key staff, attorney, accountant, insurance broker, and auditor
5. Minutes from the last six board meetings
6. Executive Committee minutes from the last six months
7. Most recent financial statement
8. Annual report for the last year (if there is one)
9. Current approved work plan
10. Current approved budget
11. Most recent audit (if there is one)
12. Copy of insurance certificate for Officers and Directors insurance
13. Organizational chart with all staff names
14. Newsletters from the last six months
15. Board commitment or agreement form
16. Conflict of interest form (if you ask board members to sign one each year)
17. Membership brochure
18. Collections Care Policy Including Deaccession policy
19. Disaster Preparedness Plan
20. General interest brochures
21. Strategic Plan



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8. Outline for a 45-minute Board Orientation Session Provided by the Nominating Committee After Nomination

1. WHAT the organization does, not HOW
2. Brief explanation of the current Mission and Vision of the organization
3. Take a tour of the building(s), see collections and storage areas
4. Who is on the staff?
5. What the budget is, major income sources, major activities, and events each year
6. Overview of the annual report from last year
7. Discuss which committee of the board interests them?
8. Board member expectations and review the board member contract
9. Meet Board President
10. Meet Executive Director
11. Assign a board member buddy to assist and guide the new board member through the first six months of meetings



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9. Outline of a one-hour board training outline on their roles and responsibilities for the Executive Director or Nominating Committee member to conduct, with a bibliography for additional information

1. Thank you for agreeing to serve.
2. Review board member contract
3. Overview of state nonprofit law and how it applies to your historic site.
4. Duties of all nonprofit board members: Duty of Care, Loyalty, and Obedience to the Law
5. Examples of how the board demonstrates each of these duties.
6. Historic Site boards are both working and governing boards.
7. 10 typical board member responsibilities
8. List of historic site board yearly tasks
9. What individual Historic site board members do (refer to board member contract)
10. Board's role in fundraising, what the staff's role in fundraising
11. Conflict of interest, read and sign annual conflict of interest statement.
12. Role of the Board President
13. Role of staff versus board, board management of Executive Director, Board President supervises the Executive Director
14. The Executive Director hires and manages other staff.
15. Executive Director longevity, how boards can help retain quality staff.
16. Summary and questions

Learn more about nonprofit board duties from the following books from Board Source:

Ingram, Richard. *Ten Basic Responsibilities of Nonprofit Boards, Third Edition*, Board Source, 2015.

Board Source, *The Nonprofit Board Answer Book: A Practical Guide for Board Members and Chief Executives, Third Edition*, Board Source, 2011.

Lakey, Berit, *Board Fundamentals: Understanding Roles in Nonprofit Governance, Second Edition*, Board source, 2010.

#10 WHAT DOES BOARD SERVICE ENTAIL?

How the three main roles of the board relate to the 10 basic responsibilities of nonprofit board members:



Sources: [Board Fundamentals](#), [Ten Basic Responsibilities of Nonprofit Boards](#), [Leading with Intent](#), [Legal Responsibilities of Nonprofit Boards](#)

The three legal duties of a nonprofit board member:

Care

Pay attention to the organization's activities and operations

Loyalty

Put the interests of the organization before personal and professional interests.

Obedience

Comply with applicable federal, state, and local laws; adhere to the organization's bylaws; and remain the guardians of the mission.

How current boards rate themselves on the ten basic responsibilities:

Responsibility	CEO	Chair
 Mission	A-	A-
 Financial Oversight	B+	B+
 Legal/Ethical Oversight	B+	B+
 CEO Support	B	B+
 Strategy	B-	B
 CEO Evaluation	B-	B
 Monitors Performance	B-	B
 Community Relations	C+	C+
 Board Composition	C	C+
 Fundraising	C	C



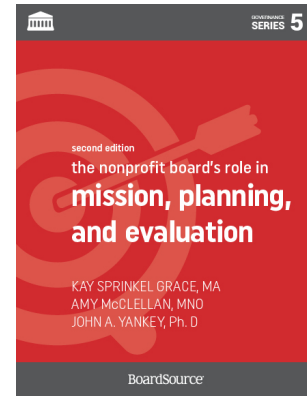
Additional resources to support the TEN BASIC RESPONSIBILITIES OF NONPROFIT BOARDS

Ten Basic Responsibilities of Nonprofit Boards – BoardSource’s best-selling publication – explores the board’s ten core responsibilities, distinguishing them from those of the chief executive and senior staff. Outlined below, the 10 responsibilities map to some of BoardSource’s most popular downloadable content and resources. Dig in and start downloading!



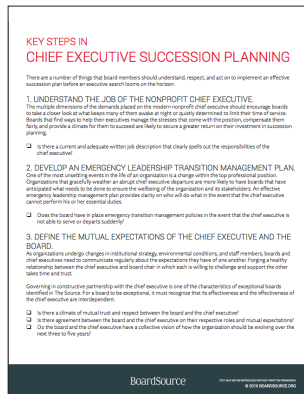
Determine mission and purposes, and advocate for them.

The board is responsible for ensuring that the organization’s mission is clearly stated and enthusiastically supported.



Select the chief executive.

The board’s ability to consistently recruit and retain an effective leader is a critical factor in organizational success.



3

Support and evaluate the chief executive.

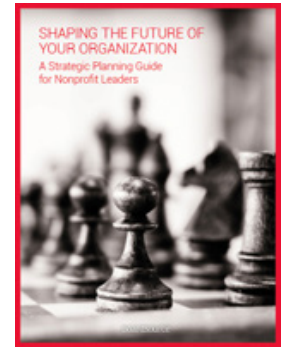
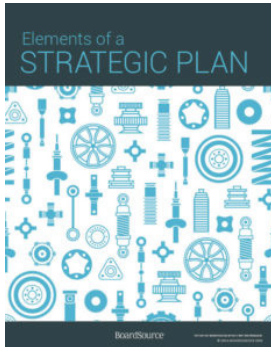
Providing personal and organizational support for executive leadership, periodically assessing the chief executive's performance, and acknowledging strong service through appropriate compensation are key board responsibilities.



4

Ensure effective planning.

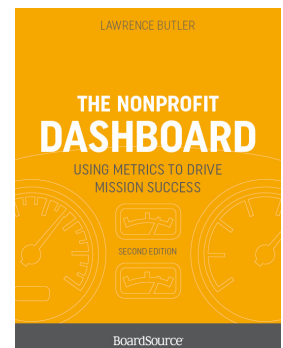
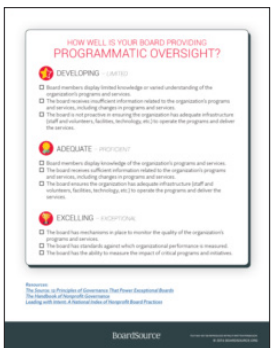
Through the planning process, the board and staff translate the organization's mission into objectives and goals to be used to focus energy and resources.



5

Monitor and strengthen programs and services.

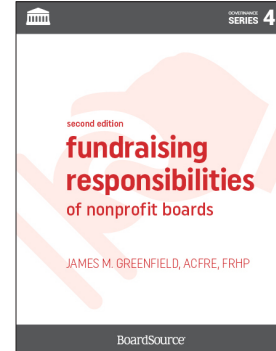
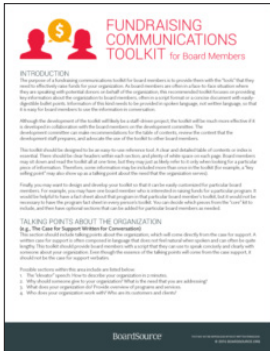
The board's fundamental responsibility begins with ensuring that current and proposed programs and services align with the organization's mission and purpose.





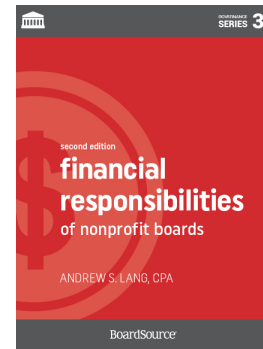
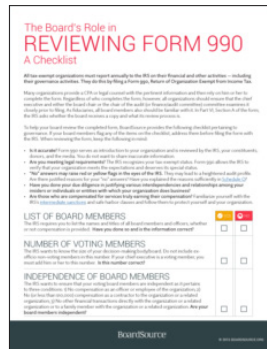
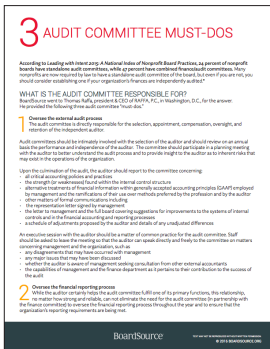
Ensure adequate financial resources.

While much can — and should — be expected of the chief executive and management team, boards are responsible for ensuring an organization has the funds it needs and that it doesn't spend beyond its means.



Protect assets and provide financial oversight.

Safeguarding organizational assets, and holding them “in trust” on behalf of others, is one of the most important board functions.



Build and sustain a competent board.

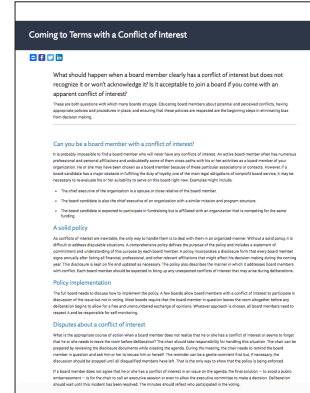
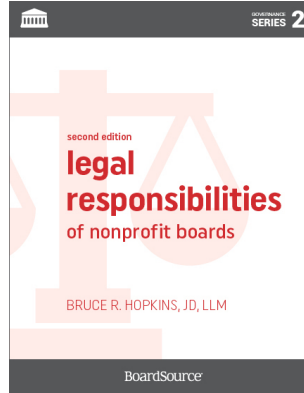
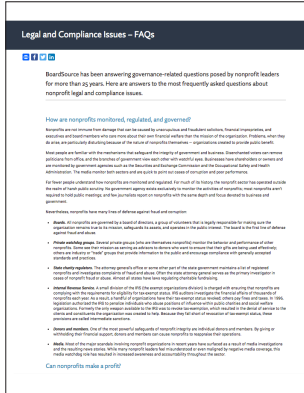
Three principles typically apply: Boards will only be as effective as their individual board members; the level of expectation for board members is consistently articulated by the organization its leaders; and well-balanced boards depend on the sustained diligence of a governance committee.





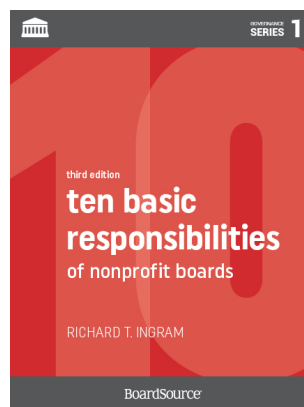
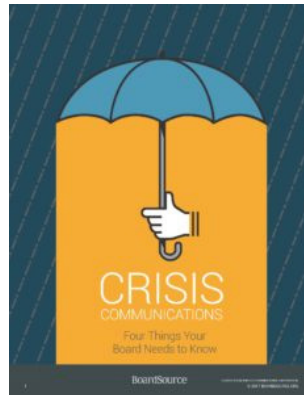
Ensure legal and ethical integrity.

Because the board is ultimately responsible for ensuring adherence to legal standards and ethical norms, its members should collectively exhibit diligence, commitment, and vigilance.



Enhance the organization's public standing.

Board members should think of themselves as ambassadors and advocates — and together with management strategically communicate the organization's story and aspirations while contributing to a healthy and accurate public image.



Source: [Ten Basic Responsibilities of Nonprofit Boards](#)



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12. Yearlong Nominating Committee Work Plan

May	Nominating Committee is appointed, set date for first meeting, Board President is Chair of Nominating Committee.
May	Nominating Committee meets, reviews Strategic Plan, Work Plan, budget, and most recent annual report, sets date for meeting with Executive Committee, sets dates for quarterly meetings for year.
June	Meets jointly with Executive Committee, discusses the skills and talents needed for new board members, discuss current board roster, review board member application form, review board member commitment form, review board matrix form, make any revisions.
July	Nominating Committee begins to ask board members and committee chairs for names of new board member prospects.
July	Nominating Committee starts to contact prospects, and discuss application process, share applications and board commitment forms, collect applications.
October	Nominating Committee meets to review all applications, compares skills and talents to board matrix created based on discussion with the Executive Committee, sorts, and vets all submitted applications.
Anytime	Nominating Committee tells candidates they are on waiting list if inquired.
October	Nominating Committee creates a ranked list of recommended candidates, provides this list to Board President.
November	Board reviews recommendation list from the Nominating Committee, board interviews final candidates if desired, and board places candidates on slate for election.
December	Board offers slate to board (or membership per bylaws) for vote. New board members are elected to the board, Nominating Committee continues to collect names for next cycle.
December	Board President sends welcome letter, sends list of board meeting dates for the year.
January	Board provides board orientation, supply binders/files of information, board sends press release about new board members, new board members attend first board meeting with their board buddy.
February	Board provides Board Training for all board members at least every other year.
March	Nominating Committee reviews list of candidates not nominated, determines if they should be in next list of possible candidates, continues to look for candidates.
April	Review work plan, make revisions based on year experience, send to board for work plan approval, send suggestions to board president for new Nominating Committee members for yearly appointment by Board President. Repeat cycle.