



A2.4A BOARD COMPOSITION AND SUCCESSION PLANNING

INTRODUCTION

It is the Board's responsibility to ensure that the Board is composed of a group of individuals who collectively possess the optimal mix of skills and experience and that there is a planned process to ensure orderly succession of Board members.

BOARD COMPOSITION

The optimal Board composition for the Foundation involves a consideration of the following four broad categories.

a) PERSONAL CHARACTERISTICS

All Directors should be committed to the Foundation's vision and purpose and possess the following personal characteristics:

- integrity and accountability;
- demonstrated high ethical standards and integrity in personal and professional dealings, and who are willing to act on, and remain accountable for, Boardroom decisions;
- passion for high standards of education;
- informed judgment;
- ability to provide wise, thoughtful counsel on a broad range of governance issues;
- mature confidence;
- preference for Board and team performance over individual performance;
- respect for others;
- a history of achievements that reflect high standards for themselves and others;
- ability to commit the time required; and
- no real or perceived conflicts.



b) SPECIFIC SKILLS AND EXPERIENCE

Directors, as a group, should possess a combination of skills and experience relevant to the Foundation's strategic goals and the Board's oversight responsibilities. The specific skills and experience sought may change from time to time in keeping with changes to the Foundation's internal and external opportunities or challenges. Relevant skills and experience include:

- Fundraising
- Legal
- Human resources
- Project management
- Community development
- Information systems
- Marketing and communications
- Organizational planning
- Social service
- Education
- Finance and accounting
- Non-profit leadership
- Board experience

c) BOARD LEADERSHIP

In order for the Board to be effective, it is important that the Board include some Directors who have the necessary skills, experience and desire to fill key leadership positions on the Board including Board Chair and Committee Chairs.



d) DIVERSITY

Within the context of the required Board skills, consideration is given to bringing together a diverse group of Directors with the goal of creating a robust Board dynamic, fulsome Board discussions and ensuring different perspectives are brought to issues. Diversity in this context includes diversity of backgrounds, perspectives and problem solving approaches.

BOARD SUCCESSION PLANNING

The Board, Board Chair, Human Resources and Governance Committee and Directors all play key roles in determining the needs of the Board and identifying potential candidates to fill those needs.

a) IDENTIFYING NEEDS

Each year, the Board, led by the Human Resources and Governance Committee, reflects on the needs of the Board and identifies the priority skills and experience desired in new Directors to fill upcoming vacancies.

To assist with this process, the Human Resources and Governance Committee develops and analyzes a Board Competency Matrix to determine:

- the optimal attributes desired for the Board as a whole;
- the skills, background and experience of continuing Directors; and
- the “priority needs” (i.e., those attributes that should be added and/or strengthened on the Board) to be filled in the appointment of new Directors.

b) IDENTIFYING CANDIDATES

All Directors are encouraged to identify candidates who meet the desired needs as identified through the above process.

The Human Resources and Governance Committee, in collaboration with the Board Chair, also searches pro-actively to identify suitable candidates.



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c) RECOMMENDING CANDIDATES TO THE BOARD FOR NOMINATION

The Human Resources and Governance Committee recommends to the Board candidates to be nominated for upcoming vacancies. The Board accepts the recommended candidates as appropriate.



SAMPLE COMPETENCY MATRIX

Director's Name	Appointment Date	Competencies/Attributes																
		Fundraising	Legal	Human Resources	Project Management	Community Development	Information Systems	Marketing and Communications	Organizational Planning	Social Service	Education	Finance and Accounting	Non Profit Leadership	Board Experience			Gender	Geography
1.																		
2.																		
3.																		
4.																		



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		Fundraising	Legal	Human Resources	Project Management	Community Development	Information Systems	Marketing and Communications	Organizational Planning	Social Service	Education	Finance and Accounting	Non Profit Leadership	Board Experience			Gender	Geography
5.																		
6.																		
7.																		
8.																		
9.																		
TARGET																		



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		Fundraising	Legal	Human Resources	Project Management	Community Development	Information Systems	Marketing and Communications	Organizational Planning	Social Service	Education	Finance and Accounting	Non Profit Leadership	Board Experience				Gender	Geography
CURRENT																			
NEEDS																			



DIRECTOR ORIENTATION

The Human Resources and Governance Committee, with the assistance of the CEO, ensures there is an orientation program for new Directors.

PROCESS

New Directors meet with the CEO to review key documents, including:

- a) this Board Manual;
- b) the Bylaws;
- c) key organizational policies and procedures;
- d) Director contact information;
- e) Current Strategic Plan;
- f) Current fundraising plan; and
- g) Copies of Board meeting minutes for the previous year.

BOARD BUDDY PROGRAM

Each new Director is paired with a Director who has been on the Board for at least one year. The seasoned Director meets with the new Director at least once in the first two months of the new Director's term to answer any questions, discuss the role of the Board and share their experience with the Foundation Board. Thereafter, the seasoned Director acts as a resource to the new Director to answer questions and offer support as required.