



Still Waters Residential Association

Nominating Committee Policy

12/7/2021

Purpose Statement

The Still Waters Residential Association (SWRA) Nominating Committee (the “Committee”) is a SWRA committee established to support the board of directors in fulfilling its fiduciary duties to appoint the best-qualified candidates for the board of directors by ensuring there are enough vetted and qualified candidates to fill the anticipated vacancies of Board members who no longer desire to serve on the Board.

Committee Membership

As provided in ARTICLE VII, SECTION 7.1 of the By Laws. “”The Board of Directors shall appoint a Nominations Committee of five (5) members, two (2) of whom shall be Directors and three shall be property owners under the '87 covenants in good standing. The Committee shall be appointed at least 60 days before any members' meeting at which elections for the Board of Directors is to be held. The Committee shall nominate candidates to fill Board vacancies at least 30 days prior to the election and provide that list to the Secretary. No member of the Nominations Committee shall be eligible to be nominated. Nominations of members, in good standing, may also be made by petition signed by twenty (20) or more separate owners , in good standing, filed with the Secretary at least thirty (30) days prior to the election.””

Note: The Board President shall designate a committee chairperson and vice-chairperson from the two directors serving on the committee.

Committee Meetings

The Committee shall meet as needed as directed by the chairperson. The Committee may meet in person, by telephone or by electronic means at times and places to be determined by the Committee chair. The chair will, as necessary, make verbal reports to the Board.

Procedures

The Board President shall determine the number of upcoming expiring director terms and communicate that number to the Nominating Committee.

The Board may from time-to-time task the Nominating Committee to find candidates with sets of skills, knowledge, background, demographics, or diversity that would benefit the Board.

The General Manager shall publish a notice (in September of each year) in the newsletter and webpage of upcoming Board of Directors elections for the number of expiring terms. The

notice shall state that the Nominating Committee is accepting names of Still Waters residents' who meet the requirements as stated in Article VII, Section 7.1 of the By Laws as seen above and that any interested individuals should contact any of the listed Nominating Committee members.

Any interested individuals must contact any one of the Nomination Committee members to let their interest be known.

All interested individuals, including any current directors whose terms are expiring but wish to continue serving on the Board will be interviewed by the committee at a specified date and time. However, if no candidates other than the current directors filling expiring terms have expressed an interest in serving on the board the interview process may be waived by a unanimous consensus of the committee.

After the conclusion of the interview process the committee will discuss the interviews and assign a rank to each. The Committee chair will submit to the Secretary at least 30-days prior to the election a list of the names of the best qualified (ranked) individuals equal to the current number of expiring terms.

Example: If two (2) director's terms are expiring the committee would send the names of the two (2) highest ranked candidates.

Note: Ranking should be done by a consensus of the committee members.

Vetting Guidelines

The vetting of candidates should in a relaxed informal manor.

Vetting interviews with the candidates should be scheduled for days and times considerate of the candidate and Nominating Committee members.

If possible, all interviews should be conducted in the same day.

Interviews should be scheduled at least 45 minutes to 1 hour apart to give ample time to interview the candidate as well as time for the committee members to discuss the interview before interviewing the next candidate.

Each committee member should ask the candidate(s) questions in rotation. (See appendix "A" for a list of questions not to ask as well as suggested questions).

Committee Authority and Responsibilities

Review nominations against the selection criteria established by this Committee and develop a slate of nominees that represents those criteria for board selection.

Vet all candidates to ensure that they have the proper competencies, experience, time, and willingness to fulfill their duties and responsibilities as board directors.

Ensure that the board composition reflects the necessary criteria that meets best practices for independence and diversity.

Recommend candidates to fill vacancies because of the resignation or removal of a director.

The Committee shall have no power or authority unless given to them by the Board.

Achieve other duties as assigned by the Board.

Committee Reports

The board chair will provide a verbal report to the board at the 1st Board meeting after the close of each Committee meeting.

Appendix “A”

Questions not to ask during the vetting process

- Age or genetic information.
- Birthplace, country of origin or citizenship.
- Disability.
- Gender, sex or sexual orientation.
- Marital status, family, or pregnancy.
- Race, color, or ethnicity.
- Religion.

Suggested vetting interview questions

1. What makes our mission meaningful to you?
2. What are some of your prior board leadership experiences?
3. What skills, connections, resources, and expertise do you have to offer and are willing to use on the behalf of the organization?
4. Do you have any worries or concerns about joining the board?
5. The SWRA Board meets 2 times a month for about 2 hours per meeting. How much time a month can you commit to meetings and serving the mission?
6. What motivates you?
7. What are your expectations from the management of the nonprofits where you’ve served as a board member?
8. Why did you decide to move to Still Waters?
9. How long have you been a resident of Still Waters?
10. What activities/committees have you been involved in either in Still Waters or other places that would benefit Still Waters?
11. Have you ever been in a position that required you to make an unpopular decision that affected your friends or neighbors?
12. What is one accomplishment you would like to share with us?
13. What difficulties, if any, do you see Still Waters facing in the future?
14. Are there any immediate issues you would like to address if you were selected for the Board?