

The Nominating Committee

This is supposed to be a powerful, independent leadership organization, authorized directly by the Fellowship at a general meeting. Our bylaws require that the Nominating Committee each year choose people to fill half the Board positions (who are then elected by the Fellowship at the Annual Meeting). Recently, however, the role of the Nominating Committee appears to have been markedly diminished and it has performed like an agency of the Board rather than an independent authority.

The Nominating Committee should not be a black box. Its charge should be public knowledge and people should be at least generally aware of its operation. I would like to see the charge published in the newsletter, and I have drafted one below which incorporates some of the principles I believe will lead to greater transparency in CVUUF governance. I've tried to make it sound sort of like a policy—i.e., empowering real decisions within both essential and recommended guidelines. It is very much a draft, and is in fact too long for the newsletter but easily could be condensed for publication.

Once upon a time, the Nominating Committee personally contacted each member of the Fellowship for input on the makeup of the future Board. Every year every single member was specifically engaged in a conversation about how things were going and who should be leading us forward. Quaint, I know. And soliciting money was not part of the conversation at all—it was about drawing out a different kind of stewardship responsibility. In fact, we did this long before we first attempted an every-member canvass for fundraising. Yes, as we grew it got cumbersome—eventually (before we stopped doing it) it got way too cumbersome—and yes, a lot of the calls were not terribly productive in terms of generating a slate for the Board. But the principle of wide accountability for leadership was well and truly established, and I think we need to return to that principle in ways that are more appropriate for our current circumstances.

On a related matter, the Board should not be a self-appointed body. It is necessary to fill vacancies for resignations and other necessary changes, but appointment should not be the main way new faces come to the top level of CVUUF leadership. This is not in any sense meant to disparage the quality of the Board's appointments. My concern is about restoring integrity to the Fellowship's official selection process. I encourage any Trustees (I will do this myself) who came onto the Board by way of a phone call from Claudia, Jeff, or David, to make themselves unavailable for nomination when their current terms expire. They could of course come onto the Board at another time in the usual way. All previous Trustees are likely suspects to be contacted by future Nominating Committees, which is by far the more transparent route onto the Board.

I also believe the Board should not be composed of OCR investors. Responsibility to the owners is a key principle of policy governance and it is in my opinion very important to be absolutely unambiguous about who “owns” the Fellowship—that is, CVUUF members as a whole. Again, this is not in any way meant to disparage the ability of the individuals concerned to wear multiple hats and keep their roles separate. I have every confidence we can do this scrupulously, myself included. It is not even really about the

potential appearance of conflict of interest, although if the recession persists issues could arise regarding the lease of the sanctuary which may become awkward. This is really an issue of transparency. However pleased we are with the cleverness of the financial arrangements, and however grateful for them, we must be aware that the position of OCR investors as CVUUF Trustees is and will remain anomalous, particularly to newer members of the Fellowship.

It is traditional for Nominating Committees to decide as a rule that Trustees must not be employees of the Fellowship or their relatives. And people have from time to time suggested other general guidelines, for example will advise the Committee to phase out OCR investors. Conversations with the Nominating Committee can include guidelines which do not properly belong in the Committee's charge, and if certain qualities or skills are particularly desired on the Board at a particular time they should be emphasized in those conversations. Since the Nominating Committee is a body authorized by the Fellowship, its actual charge should be held pretty closely to the bylaws requirements. The Nominating Committee reports to the Fellowship, and gives advance notice to the Board when it can as a courtesy since the Board President runs Fellowship meetings.

DRAFT Charge to the 2009 CVUUF Nominating Committee:

Your responsibility is to present to the CVUUF Annual Meeting on (date), candidates for (number) positions on the Board of Trustees. The candidates must have agreed to be nominated. Their names must be presented to all CVUUF members in writing at least 10 days before the Annual Meeting, preferably by publication in the Fellowship newsletter. The following Trustees' terms are expiring: (names).

You must present at least as many nominees as there are terms expiring. You may present more nominees, in which case a run-off will be conducted at the Annual Meeting.

You must specify which people are being nominated for at-large positions and which are intended for President, Vice-President, or Secretary (delete as not expiring).

You may nominate a Trustee whose term is not expiring for one of the officer positions if you also nominate someone to fill the remainder of that Trustee's current term.

You may nominate a Trustee whose term is expiring for another term (including for an officer's position) unless that person would be ineligible to complete the new term because of the bylaws' restriction on consecutive years of service.

In selecting nominees, you must consult as widely as practicable among CVUUF members. You are expected to contact a representative selection of active members for specific input, including but not limited to senior staff and current members of the Board and Council, and you must provide clear opportunities for other CVUUF members to

contribute to your process. Communication with the Nominating Committee and the Committee's own deliberations must be kept confidential.

These are the general criteria to be used in your selection:

- Trustees must be committed members of the Fellowship in good standing and should be able to represent the Fellowship at community functions.
- The Board as a whole must have a mix of abilities, experience, and personalities which will enable it to lead the Fellowship effectively.
- Trustees must be broadly representative of the Fellowship and must see themselves as responsible to the Fellowship. They should be (or be prepared to become) readily visible and accessible.