



Information for Prospective Board Members

Thank you for considering standing for election to the Shuswap Theatre Board for the coming year. This document outlines the way our board works and what will be expected if you should decide to stand for election to the Board

Here are some resources that may help you get oriented:

- Our policy manual can be found at <http://shuswaptheatre.com/resources/policy-manual/>
- On the same page you can find our Constitution and Bylaws which spell out the framework for the society.
- Policy number 2.2 spells out some of the expectations of Board members. It is appended to this document.
- All our board minutes are posted on the website at <http://shuswaptheatre.com/resources/minutes/>. It may be helpful to read some of our recent minutes to get a sense of work under way.

Our policy manual is a work in progress and we are trying to approve new and revised policies as quickly as we can. The Constitution and Bylaws refer to Board members as “Directors” of the society, but we usually call them “board members” to avoid confusion with the directors of plays. Each board member receives a binder containing the policy manual and is expected to keep it up to date as policies are created and modified. It is a good practice to bring the manual to each meeting. New and revised policies are sent out by email and posted on the website.

Our board is made up of nine people elected at our Annual General Meeting which is usually in September. The board members themselves elect the officers of the society from among themselves: President, Vice-President, Secretary and Treasurer. All those standing for election must be members in good standing of the society.

The board currently meets the third Wednesday of each month at 7:00 pm though this can be changed by a decision of the board. Board members are expected to be at all meetings if reasonably possible. Frequent absences, even for good reasons, may be a sign that the individual does not have enough time to adequately fulfill the duties of a board member.

There is a significant amount of information shared by email and we have found that it is not possible for a member to participate adequately if he or she does not have access to email or check it regularly. It is recommended that members have their own private email address (rather than sharing it with another family members) because confidential information is sent

out from time to time. We use *Google Groups* as a way to privately communicate to all board members at once and this works very well.

Reports and agenda are emailed to members in advance of each meeting and members are expected to review them before the meeting. Occasionally, to deal with urgent matters, we will make motions and vote by email. See policy 2.1.1 which governs how this works. When matters are more complicated or controversial, we are more likely to call an emergency meeting.

Board members are expected to take on additional responsibilities beyond simply attendance at meetings. These could be officer positions (e.g. Vice President, Secretary), committee or temporary task group duties or taking responsibility for an area of operations.

Purpose

The purpose of the board is to govern the society so that its mission is fulfilled in the most effective, efficient and financially sustainable way.

The following Vision statement was drafted at a recent Board retreat:

To enrich the lives of community and theatre members through diverse and inspiring live entertainment.

Over the past few years the board has been working toward becoming less of a “managing” board and more of a “visionary” board. In other words we have been developing policy that empowers and guides various groups and individuals to carry on the day-to-day business of running the theatre, while the board spends more time considering where we are going and how we can get there. We are looking for ways to spend our time more effectively on the things that really matter, to be forward thinking. We are also looking to recruit board members who can provide an advocacy link to other organizations in the community, such as funding organizations or special demographics (youth, seniors, aboriginals, etc.).

August, 2013

POLICY NUMBER: 2.2	DATE ADOPTED: April 12, 2011
POLICY TYPE: Governance Process POLICY TITLE: Responsibilities of Directors (Board Members)	DATE AMENDED:

Definition:

For the purposes of this policy the word *Directors* refers to all elected and/or appointed members of the Board of Directors of the Society. It does not refer to directors of productions.

Responsibilities of Directors

The Directors of the Society:

1. have a fiduciary duty (i.e. a duty of care) to act honestly and in good faith in the best interests of the Society and to place those interests above their own personal interests when participating in decision making.
2. are required to follow and cause the Society to follow the terms of its Constitution and Bylaws, proposing amendments to those documents as are deemed to be in the best interests of the Society.
3. are expected to avoid conflicts of interest, and to excuse themselves from decisions in which such a conflict exists or appears to exist.
4. are expected to attend all regular and extraordinary meetings of the Board as much as is reasonably possible.
5. serve as a communication and advocacy link to the wider community.
6. strive individually and collectively to create an environment in which excellence is achieved in all aspects of the Societies mission and activities.
7. govern as a body primarily through the creation of written policies which embody the goals of the Society, delegating authority and encouraging freedom within appropriate limits for individuals and groups working within the Society to exercise their creativity and pursue excellence.

Please see the Constitution and Bylaws for further requirements which affect the Board and its Directors. These include procedures for removal or replacement of a Director when necessary.