



BOARD OF DIRECTOR SELECTION AND APPOINTMENT Policy Statement

Recruitment and selection of board members that will make meaningful ongoing contributions of time, talents and finances is essential to the success of the Parasol Tahoe Community Foundation (Parasol). This policy defines criteria for selecting board members and the process to be followed in recruiting, selecting and appointing new directors.

Criteria for New Board Members

The criteria that are to be used in evaluating and selecting candidates for the board are:

- Passion for the mission of Parasol
- Time and willingness to commit to active participation on the board, including but not limited to attendance at board meetings and participation in at least one board committee
- Ability to contribute time, talent or treasure (through donations and fund raising) at a sufficient level to support Parasol's needs
- Contribution to the diversity of the board in terms of skills, experience, gender, community relationships or community constituencies represented
- Fit with specific skills identified as being needed at a particular point in time to augment the existing board
- Understanding and willingness to uphold all responsibilities of the board, including fiduciary responsibilities

Process for Director Recruitment, Selection and Appointment

New directors are to be recruited, selected and appointed through the following process:

1. Identify potential candidates for board membership on an ongoing basis through recommendations by current board members and staff, discussions at Board meetings and outreach efforts undertaken by the Governance Committee.
2. When a candidate is identified that expresses a possible interest in serving on the board, a brief resume will be obtained from the candidate and circulated, by the Governance Committee, to the full Board via email for input. Input from current board members should be sent to the Chair of the Governance Committee.

3. The candidate(s) will be discussed by the Governance Committee, which will make a determination about whether to consider the candidate(s) further. The Governance Committee will develop questions and action steps to complete the selection process for those candidates to be considered further.
4. A meeting should be held with each candidate where members of the Governance Committee and the Parasol CEO, along with any other interested board member, have an opportunity to explore the mutual fit between Parasol's needs and the person's interests. This meeting, together with any other action steps, should provide sufficient information to assess whether the candidate fits the criteria listed earlier in this policy statement.
5. The Governance Committee will decide whether to recommend each candidate for appointment by the full Board, and will present its recommendations to the Board.
6. A candidate must be approved by two-thirds of the full Board, meaning two-thirds of all current board members and not just two-thirds of those in attendance at a meeting where a quorum exists, in order to be appointed as a director.