

### **BOARD POLICY**

#### ***BOARD DEVELOPMENT AND PRINCIPLES***

##### **Preamble**

The Board of Museum London is committed to the development of its directors and ensuring that they and their meetings are as effective as possible. Board members are Members of Museum London, a non-profit corporation and registered charity, and must adhere to requirements as outlined in the Museum London Bylaw Number 2022-1. Board members are expected to be active supporters of Museum London and its mission.

##### **Policy**

##### **Recruitment of New Board Members**

Board member succession planning and recruitment will be undertaken by the Governance Committee of the Museum London Board. The Board seeks out highly skilled and participative Board members whose diverse experience, skills, perspectives and interest in art and history will add value to and contribute significantly to the future of Museum London.

To meet this objective the Governance Committee will:

- Develop and implement nomination procedures that are approved by the Board and aligned with the Board Strategic Plan and Museum London's values. Regularly evaluate the environment within which Museum London operates and identify the governance needs this environment requires from the Museum London Board.
- Regularly evaluate and identify current Board members' expertise and skill sets to compare them with the expertise and skills the Museum London board requires to fulfill its governance responsibilities and identify any gaps.
- Implement processes and tools to evaluate candidates for the Board
- Actively solicit applications for Board membership from across the community, including from equity-seeking groups to advance equity and inclusion at Museum London
- Evaluate the suitability of applicants, create a short list of candidates, and undertake meetings/interviews with them.
- Prepare a recommendation to be presented to the members prior to and then voted on during the Annual General Meeting.
- Review and update Board recruitment package and update as required.
- Manage a list of past applicants or future potential members that is updated regularly for emergencies or for future vacancies.
- Review the nomination process periodically through the lens of equity and inclusion.

## **City of London Representation on the Museum London Board**

A representative from the City of London is not a legal or legislative requirement of the Museum London Board. However, given the strong historic and ongoing partnership between the Museum and the City and our strategic alignment, it is advantageous to offer the City the opportunity to nominate a potential candidate from City Council for election to the Museum London Board. The Museum London Board will provide the opportunity for a City Board Representative to be filled by a member of City Council or the Mayor.

The Official nominated by the City of London must:

- a) meet the requirements that Museum London places on all potential Board members
- b) have the demonstrated expertise and skill sets required by the Museum London Board at the time

When the need to fill a Board position arises the Museum London Board Chair shall deliver written notice to the City Clerk requesting a nominee from City Council for the position of the City Board Representative.

The City shall be invited to submit one (1) nominee from City Council for consideration by the Museum London Board. The written request shall articulate the expertise, skill set and commitment required by the Museum London Board given its future plans, ongoing operations and the environment in which Museum London serves.

In the event the nominee is not elected by the Board, then the Board shall request that the City submit a different nominee for consideration and election.

The nominee put forward by City Council will be evaluated by the Governance Committee following the process outlined above in this policy, and a recommendation will be made prior to Museum London's Annual General Meeting.

In the event that the City:

- a. Fails to provide a nominee for the Board;
- b. The nomination is not approved by the Board;

then the number of Directors comprising the Board shall be reduced by one (1), until such time as a City Board Representative is nominated by the City and reviewed and recommended by the Governance Committee for election to the Board, whereupon a special meeting of the members of Museum London will be called to approve the appointment, and the number of Directors shall be increased by one (1).

## **Orientation of New Board Members**

The Executive Director is responsible for ensuring that new Board members are provided with an effective orientation to Museum London. The orientation should occur prior to the individual's first Board meeting and include such things as:

- An overview of the vision, mission, strategic plan, and operations of Museum London.
- A copy of the Board by-laws and applicable legislation.
- A copy of the Board policies.
- Information on the responsibilities and expectations of the Board of Directors.
- A list of Board committees and Museum organizational chart.

- Dates of Board meetings.
- Calendar of Museum London events.
- An opportunity to meet Museum London management and have a tour of Museum London.

### **Attendance at Board Meetings**

Board members are expected to make every effort to attend Board meetings to ensure that they are informed, involved, and committed to Museum London. Board members are expected to attend a minimum of 75 % of the Board's regular meetings each year. The Board meets seven to ten times annually.

It is the Board Chair's responsibility to review Board members' meeting attendance at least once a year. If the Board Chair believes that a Board member's absences have influenced or will influence the effectiveness of the Board member and/or the absences are expected to continue, the Board Chair with the Governance Committee may ask that member to resign from the Board. The Board does not permit a leave of absence.

### **Attendance at Museum London Events**

It is important that there is a Board presence at all Museum London events, such as exhibition openings and fundraising events. This is a demonstration that the Board is committed to Museum London and its continued growth and sustainability as a cultural institution in London.

The goal is to have a minimum of two Board members attend each Museum London event and to have each Board member attend at least two events per year. A report at the Board meetings should provide a list of upcoming events.

The Board Chair is responsible for contacting Board members if they are not attending a reasonable number of Museum London events.

### **Role of Board Members in Fundraising**

Board members are expected to assist in Museum London's fundraising efforts. Board members are members of Museum London and are encouraged to make a financial contribution based on their ability to do so, recognizing that Board members also contribute in ways other than just financially.

**Last Revised Date:** June 2023

### ***MONITORING:***

#### **Adherence**

The Policy Committee will report to the Board on any areas of non-adherence within a timely manner.

#### **Policy Review**

*Method:* Internal Report

*Responsibility:* Policy Committee

*Minimum Frequency:* Three Years