



Nomination and Election Policy and Procedure

POLICY:

A. Excerpts from By-Laws (proposed revision 2024) - Articles pertaining to the composition of the Board of Directors and Election Term

2.02 Board of Directors

The affairs of Fierté Sudbury Pride shall be managed by a board of six (6) to eight (8) directors, each of whom at the time of their election or within ten (10) days thereafter and throughout their term of office shall be a member of Fierté Sudbury Pride. Each director shall be elected to hold office until the first annual meeting after they have been elected or until their successor shall have been duly elected and qualified. Duties of Board of Directors are described in Schedule A.

2.03 Election and term

The Directors shall be elected by the Members. A nominee must be nominated by an existing member who is in good standing. The nominating member must complete and sign the nomination form and send it to the person they are nominating. If the nominee chooses to accept the nomination, they must complete the remainder of the nomination form and submit it to the secretary.

The Members will elect

- one half of the Directors for a 2-year term, and
- one half of the Directors for a 1-year term.

After this time, newly elected Directors shall be elected for 2 year terms.

4.01 Officers

The Board will not appoint officers. Co-Chairs (2), Treasurer and Secretary will be decided by the membership at the annual general meeting. The Board may appoint leads for committees as it deems necessary. These leads will have authority and duties as the Board assigns.

The office of Treasurer and Secretary may be held by the same person and may be known as the Secretary-Treasurer.

B. Implementation Of Staggering Terms For The Directors

AGM for 2024 fiscal year:

3-4 directors will be elected for one-year term

3-4 directors will be elected for two-year terms

AGM for 2025 fiscal year and every year thereafter

All directors (6-8) will be elected for two-year terms



C. Criteria required of a director

Requirement of the Ontario Not-For-Profit Corporations Act (ONCA) (the 'Act')

Candidates acknowledge that they meet the criteria stipulated in the Act under Articles 24(8)

(9) (10). When elected, candidates are required to sign a form acknowledging and declaring

that they meet the following criteria:

- a. Not under 18 years of age;
- b. Not a person who has been found under the Substitute Decisions Act, 1992 or under the Mental Health Act to be incapable of managing property;
- c. Not a person who has been found to be incapable by any court in Canada or elsewhere;
- d. Not a person who has the status of bankrupt.

PROCEDURE

D. Nomination Process - Invitation to Fill Director Positions

A month before the AGM, the board will send an invitation to the members to fill the director positions. Interested members will fill the Fierté Sudbury Pride Nomination Form and submit it by email to the treasurer of the board at treasurer@sudburypride.com by the closing date. There will be no nominations from the floor at the annual meeting.

E. Annual Meeting – Elections

The list of candidates will be shared with the members along with the documentation for the annual meeting.

- If there are more candidates than the number of positions available, the board will indicate that it will proceed with an election in order to fill the director positions.
- If the number of candidates is equal or less to the number of positions to be filled, candidates will be acclaimed.

F. Board Directors – Competence and Skills

Because the Board of Directors plays such an important role in the administration of the affairs

of the Corporation, Fierté Sudbury Pride is looking for individuals who:

- Can bring a variety of skills, experience, and diversity to the organization.
- Have backgrounds that complement those of the other directors. The diversity is vital to maintaining a balanced board composition.
- Have concern for FSP's development.
- Are prepared to set aside any potential personal conflict to support the well-being of the organization.
- Have a developed sense of value and personal integrity.
- Are sensitive and tolerant of views and opinions different from their own.



- Are friendly, responsive, and patient, and have a sense of humor.
- Work well with individuals and groups.
- Can listen, analyze, and think clearly and creatively.
- Are willing to prepare for and attend board and committee meetings.
- Will take responsibility and follow through on assignments.
- Are willing to contribute to the organization.
- Are willing to develop skills they need in order to be effective board members.

G. Responsibilities of Individual Board Directors

Excerpt from Schedule A of Bylaws (proposed revision 2024)

Each individual board member is expected to:

- know the organization's mission, policies, programs, and needs as well as understand its collective purpose
- reliably read and understand the organization's financial statements and board materials in advance of meetings
- serve as active advocates and ambassadors for the organization
- fully engage in identifying and securing the financial resources and partnerships necessary for the organization to advance its mission
- leverage connections, networks, and resources to develop collective action to achieve the organization's mission
- prepare for, attend, and conscientiously participate in board meetings
- support board decisions once made
- participate fully in one or more of Fierté Sudbury Pride's committees
- engage in learning opportunities to better understand the community we serve
- respect the experiences of all who bring their voices and lived experiences into the boardroom and the organization
- uphold the legal duties and laws regarding nonprofit governance
- follow the organization's bylaws, policies, and board resolutions
- sign an annual conflict-of-interest disclosure and update it during the year if necessary, as well as disclose potential conflicts before meetings and actual conflicts during meetings
- Attend and participate in the Annual General Meeting
- maintain confidentiality about all internal matters of the organization
- take lead on organizing at least one (1) event throughout the year
- attend at least 80% of board meetings

Date approved by the Board of directors: August 26th, 2024