



Nominating Committee Procedures for Nominating New Directors to the NASAA Board

Approved by the NASAA Board, April 2018

Duties

In Section IV, NASAA's by-laws state that "A nominating committee shall be appointed by the Executive Committee subject to the approval of the Board of Directors within 120 days after each annual meeting. It shall be the duty of this committee to nominate candidates for the office of President and director positions to be filled at the next annual meeting. Before the election at the annual meeting, additional nominations from the floor shall be permitted."

Committee Procedures

NASAA staff will be responsible for all communications to the members of the Assembly. Chief Advancement Officer Laura Smith serves as liaison to the committee to take notes and investigate issues relating to by-laws or procedures as they arise.

The committee is budgeted for conference calls; NASAA staff will make logistical arrangements. Laura will provide the committee chair and members with background information and materials, and assist with reports.

NASAA's Nominating Committee is advised by the board of directors and the Governance Committee on various issues regarding board composition, operation and performance. However, members of the Nominating Committee conduct the nominating process independently and report directly to the membership.

In preparation for assembling a slate of board nominees, the NASAA Executive Committee asks that the Nominating Committee solicit suggestions from all members (executive directors and chairs) and current NASAA board members. Committee members should call a state's executive director first, noting that the plan is to call the chair as well. It is important to discuss the state's internal politics and governance environment with the executive director prior to talking with the chair. It is essential that Nominating Committee members follow the telephone protocol and script. It is important to be very clear when communicating with candidates that this stage of the process is not a nomination for board service, but rather an exploration that is informational in nature. The interview may or may not lead to a nomination.

The Nominating Committee will be guided by the board of directors and the Governance Committee about board composition needs, NASAA's [strategic plan](#), and NASAA's [Diversity, Equity and Inclusion Policy](#).

While the bylaws do not bar members of the Nominating Committee from becoming nominees themselves, in 2010 the Nominating Committee reaffirmed (and the NASAA board supported as a matter of policy) that Nominating Committee members not be eligible for election to board terms during the year of their service on the committee.

The Nominating Committee should place in the candidate pool only those individuals whose candidacy is undertaken with the approval and support of their state arts council.

The complete candidate pool will be presented to the NASAA board for a red-flag review. Board members will have the opportunity to review the candidate pool and share concerns related to any candidate's ability to adequately fulfill board roles and responsibilities.

Nominating Committee interviews will be mined for recommendations for at-large board service. Those results will be shared with NASAA's Governance Committee, in support of its work to nominate a slate of at-large members to the board.