

Becoming a WFNS Board Member

This document aims to inform and assist those interested in joining the Board of Directors of the Writers' Federation of Nova Scotia by providing insight into our Board election processes and the expectations for those serving on our Board.

There are six sections in this document:

1. Terminology
2. What is WFNS's Board of Directors?
3. How are Directors elected, and how long do they serve?
4. What do Directors do?
5. Are Directors compensated?
6. How do I become a candidate for election to the incoming Board?

1. Terminology

To keep this document as brief and comprehensive as possible, we use several abbreviations and specific terms:

- **WFNS:** the Writers' Federation of Nova Scotia
 - **General Member:** a WFNS member in good standing, meaning they have paid membership dues (or had their dues waived) for the year in which the next AGM will be held
 - **Writers' Council:** a special, permanent designation for WFNS members who have produced a professional body of work
- **AGM:** WFNS's Annual General Meeting, normally held on the third Monday of each June, to which all current General Members are invited and at which all General Members may vote
- **Board:** WFNS's Board of Directors, annually composed of eight to twelve Directors
 - **incoming Board:** the eight to twelve Directors whose governance begins after AGM elections
 - **outgoing Board:** the eight to twelve Directors whose governance ends after AGM elections
- **Director:** a member of WFNS's Board of Directors, who normally serves at least one two-year term and at most two consecutive two-year terms
 - **continuing Director:** a Director whose two-year term reaches its mid-point at the AGM, meaning they do not require election or re-election to continue in their position
 - **Executive Director:** a non-elected, permanent WFNS staff member who is not a Board member
 - **incoming Director:** a Director whose first two-year term begins after AGM elections
 - **outgoing Director:** a Director whose first or second two-year term ends after AGM elections
 - **re-elected Director:** a Director whose first two-year term ends at the AGM but who is then elected for a second two-year term
- **Standing Committee:** one of nine annually recruited groups of Directors, Writers' Council members, General Members, and/or WFNS staff members that provides advice and assistance to the Board and/or Executive Director

2. What is WFNS's Board of Directors?

WFNS's Board is a “governance board,” meaning that its Directors oversee the strategic direction, fundraising efforts, overall financial health, and by-law and policy compliance of WFNS. In contrast to a “working board,” a governance board *does not* require its Directors to engage in the daily operations and activities of the organization: these are handled by WFNS's Executive Director and support staff. Each Director is, however, expected to serve on at least one of WFNS's nine Standing Committees—each of which must be chaired by a Director. Directors often participate directly in the delivery of committee-related special events and fundraising events.

The Board operates on an annual governance cycle that runs from one AGM to the next—that is, approximately, from mid-June of one year to mid-June of the next year. The eight to twelve Directors who serve during each governance year comprise that year's Board.

The eight to twelve Directors serving on the Board each year may include up to four Directors who are General Members but are not also Writers' Council members. All remaining Directors must be both General Members and Writers' Council members.

3. How are Directors elected, and how long do they serve?

At each AGM, the attending General Members vote to elect or re-elect a number of incoming Directors equal to the number of outgoing Directors. The vote is conducted through a single virtual ballot, on which each General Member may select any number of candidates up to the number of outgoing Directors. The candidates with the most selections across all ballots will be elected to the Board.

Once elected to the Board, a Director is expected to serve a two-year term. At the end of their first two-year term, they may run for re-election at the AGM to serve a second consecutive two-year term. Normally, a Director does not serve more than two consecutive terms (i.e., four consecutive years), but there is no prohibition on past Directors running for additional non-consecutive terms, which means an individual who served on the Board several (or many) years ago may run for election again.

Directors' two-year terms are staggered so that, at each AGM, approximately half of the Board (i.e., four to six Directors) will be outgoing. The other half of the Board (i.e., four to six Directors) will be continuing into the second year of their first or second term, meaning they do not require election or re-election. Each AGM, then, involves the election (or re-election for a second term) of only four to six Directors to the Board. WFNS's Governance & Elections Policy recommends that at least a quarter of the incoming Board (i.e., two or three Directors) be completely new to the Board, having never before held a Board position.

This staggering of Directors' two-year terms ensures continuity in governance, allowing continuing and re-elected Directors to mentor incoming Directors and to see multi-year efforts through to completion. This staggering of terms also ensures change, making space each year for incoming Directors with new ideas, priorities, perspectives, experiences, backgrounds, and skill sets.

4. What do Directors do?

Following each AGM, the incoming Board meets immediately and votes to elect—from among that year's continuing, incoming, and re-elected Directors—four Board Officers:

- **President** (whose duties include general supervision of WFNS activities and chairing of all Board meetings and General Meetings);
- **Vice President** (whose duties include acting as President in the President's absence);
- **Secretary** (whose duties include keeping the minutes of each Board meeting and the AGM); and
- **Treasurer** (whose duties include assisting in the preparation and presentation, at the next AGM, of a budget for WFNS's upcoming financial year and of a financial report of WFNS's previous financial year).

All Directors not elected to a Board Officer position are referred to as **Directors-at-Large**.

All Directors (whether Board Officers or Directors-at-Large) are responsible for attending all regular Board Meetings (one held virtually immediately following the AGM and one held virtually on the third Monday of each month September through May) and the AGM (held virtually on the third Monday of June).

Any Director (whether a Board Officer or a Director-at-Large) who fails to attend two or more consecutive Board meetings—or fails to accept other responsibilities as determined or assigned by the Board—will be asked by the Board to justify their actions and may have their directorship revoked.

Each Director (whether a Board Officer or a Director-at-Large) is also expected to chair or join one or more of the nine Standing Committees of the Board:

- Equity, Diversity, Inclusion, and Accessibility (EDIA) Committee
- Finance Committee
- Fund Development Committee
- Jampolis Facilities Committee
- Membership & Engagement Committee
- Personnel Committee
- Programs & Special Projects Committee
- Recruitment & Nominating Committee
- Strategy & Policies Committee

In general, each committee supports the Board in advancing governance objectives and WFNS's Executive Director in advancing operating activities. Each committee has a specific scope, purpose, and set of roles and responsibilities. Each committee is chaired by a Director and composed of at least one other Director; most committees include one to three seats for Writers' Council and General members and a final seat for the Executive Director or relevant Support Staff employee.

5. Are Directors compensated?

While WFNS supports, advocates for, and provides numerous opportunities for compensation of literary labour, all Directors (whether Board Officers or Directors-at-Large) work on a volunteer basis.

WFNS's Conflict-of-Interest Policy specifies that Directors "are not eligible to receive a salary, honorarium, tip, or gift from WFNS for the performance of regular board duties during their tenure on the Board." This is standard conflict-of-interest policy in the nonprofit sector, and it helps to ensure that Directors act in the best interests of the organization and not for personal benefit.

However, because General Membership is required for the performance of Board duties—namely, voting at the AGM—Directors are provided with complimentary General Membership for each governance year in which they serve. Candidates not-yet-elected to the Board, however, will need to pay membership dues (or have their dues waived) for the year in which they're running for election.

6. How do I become a candidate for election to the incoming Board?

General Members and Writers' Council members may self-nominate for election or re-election to the incoming Board by declaring their candidacy through a **written candidacy statement** submitted by the deadline of WFNS's public call for candidates, which will usually be about 30 days (and will always be at least 15 days) before the next AGM.

- Your written candidacy statement will be accepted only through the method described in WFNS's public call. Currently, the only method is through our online Board Candidacy Statement form.
- Your written candidacy statement will be included in the documents that are made available to all General Members at least 14 days before the AGM.
- Your written candidacy statement will also be shared with the outgoing Board's Recruitment & Nominating Committee, which is responsible for soliciting interest in joining the board and for endorsing a slate of candidates that would fill all positions vacated by outgoing Directors. If this committee determines you could be a particularly valuable contributor to the incoming Board, it may endorse your candidacy in the AGM documents. Its endorsement does not guarantee your election to the Board.

Your candidacy statement should fully inform voters by including

- your name and status as a General Member and/or Writers' Council member;
- your literary, nonprofit, or other relevant experience;
- your aims, that is, what you hope to contribute to the incoming Board;
- any Standing Committee(s) you hope to join; and
- any Board Officer position(s) you hope the incoming Board will elect you to fill.

Self-nomination is the approach preferred by WFNS. If you intend to nominate another individual for election to the incoming Board, we recommend contacting them at least 42 days before the AGM (giving them time to self-nominate); providing them with access to this document; and offering your assistance in preparing their candidacy statement, as described above.