

## AGSCAPE IS SEEKING BOARD OF DIRECTOR NOMINATIONS FOR THREE CORPORATE SEATS AND ONE COMMUNITY SEAT

### Skill sets needed:

Board governance/ By-Laws & Policy Development, Finance and Risk Management.

### About AgScape:

AgScape provides factual, balanced, curriculum-linked food literacy programs and resources to Ontario educators and students. All programs are delivered free of charge across Ontario.

### About the board:

AgScape's board consists of twelve directors elected by our membership. Eight represent corporate members and four represent community members. Directors are elected in rotation. Each year four positions are up for election. Board members attend bi-monthly meetings in person or by phone, and board terms are three years long.

**PLEASE NOTE: ALL MEMBERS OF THE BOARD OF DIRECTORS MUST BE OR BECOME MEMBERS OF AGSCAPE AT THE RELEVANT LEVEL (CORPORATE OR COMMUNITY [membership level](#)) WITHIN 30 DAYS OF THE ANNUAL GENERAL MEETING May 13, 2020.**

If you or your organization is interested in holding a seat on our board for a three-year term, please review the board of director qualifications information then fill out and submit the attached board of directors' nomination form.

**Please send completed nomination package to AgScape by mail, fax, or email to:**

Audrie Bouwmeester, Board Chair [audrie.bouwmeester@milk.org](mailto:audrie.bouwmeester@milk.org)

OR

Glenna Banda, Executive Director [Glenna.Banda@agscape.ca](mailto:Glenna.Banda@agscape.ca)

**Nomination Deadline:  
Tuesday April 13, 2020  
by 11:59 pm**

**Board of director elections will be held during  
AgScape's annual general meeting May 13, 2020**

## BOARD MEMBER QUALIFICATIONS

(as stated in By-Laws)

### 4.01 QUALIFICATION

#### Each director shall

- .01 Be at least eighteen (18) years of age;
- .02 Not be an undischarged bankrupt nor a mentally incompetent person;
- .03 Be qualified by terms of section 8.05;
- .04.1 The Corporate Director shall qualify as a director only as long as the corporation is, or becomes within thirty (30) days, a member of the organization and thereafter remains throughout the term. If during a term of office it becomes necessary for the corporation to replace their representative to the Organization who was present when the corporation was first elected to the Board, the corporation will submit to the Chair (or his delegate) the name and pertinent background information of their proposed representative for approval or rejection by a majority of the remaining directors on the Board. If the proposed representative is rejected by the Board, the corporation has the option to submit a second proposal, or resign its seat on the Board. If two successive proposed representatives are rejected by the Board, the corporate seat will be considered vacant.
- .04.2 The Community Director must hold an Individual membership at the time or within thirty (30) days of his election and remain a member of the organization throughout his term.

#### Corporate Directors

At each annual meeting a number of corporate directors equal to the number of corporate directors retiring shall be elected for terms of three (3) years by all voting members present.

#### Community Directors

At each annual meeting a number of Community Directors equal to the number of Community Directors retiring shall be elected for terms of three (3) years by all voting members present.

### 8.0 MEMBERSHIP

**8.01** Membership in the Organization shall consist of such persons who have paid the prescribed fee and are admitted as members by the Board.

#### **8.02** Types:

There shall be three types of membership in the Organization:

- .01 Community Sector Members (voting members)
- .02 Corporate Sector Members (voting members)
- .03 Non-Voting Members (Associate, Honourary, Friends of AgScape)

**8.03** Voting membership shall be divided into two (2) categories, community and corporate, which will be defined by the Board of Directors.

**Please refer to our website for detailed information regarding the different membership level**

## BOARD RESPONSIBILITIES FOR AGSCAPE

### Basic Responsibilities of the Board are to:

- Determine the organization's mission, vision and strategic direction
- Select the executive director
- Support the executive director and review his/her performance
- Ensure effective organization planning
- Ensure and effectively manage financial resources
- Provide support for fundraising initiatives (i.e. making thank you phone calls, recommending prospects and attending events)
- Determine and monitor the organization's programs and services
- Enhance the organization's brand awareness by being an active ambassador
- Ensure that adequate staff policies and procedures are in place and assess its own performance on an ongoing basis

### Duties of a Director

In general, directors have the responsibility to ensure effective governance of the organization and to ensure the effectiveness, credibility and viability of AgScape. They are expected to be involved in the decision-making process.

### Board Effectiveness

The board will actively recruit capable members of the organization to run for positions on the board, based on an assessment of the board's needs. The various groups that nominate members to the board will be provided with a description of the board member's job and expected time commitment. New board members will receive an orientation to ensure familiarity with the organization, its issues, and the process of governance. This orientation includes the board policies, principles of governance, and explanation of major issues. A board handbook including all governing policies will be provided. To fulfill its role in a governance style consistent with board policy, the board will establish and follow an annual planning cycle that ensures it provides regular direction to the organization. Included in the cycle will be reviewing the strategic plan, developing financial performance expectations, review of policy manual, reviewing operation and fundraising plans and Executive Director review.

### Board Member Attendance

Board members will notify the office or the chair if unable to attend a meeting. Board members who are absent from two consecutive, regularly scheduled board meetings, will be contacted by the chair to confirm their interest and availability for continuing as a board member. When deemed appropriate for board effectiveness and continuity, the corporate members (or sponsoring agency) will be contacted by the chair if its representative has missed three consecutive board meetings, to establish the best means of continuing the member's involvement.

### Meeting Frequency

The board of directors will meet bi-monthly (a minimum of four times per year), not including participation in the annual general meeting or the board meeting associated with the annual general meeting.

## WHAT TO EXPECT DURING AND POST ANNUAL GENERAL MEETING (AGM)

### During AGM for Board Nominees:

- Networking opportunities
- Nomination report presented
- A hard copy of the candidate's biography will be provided to all attendees as part of the AGM package
- Nominees bios will be presented from the podium
- Election of new directors

### Immediately following AGM for new and renewing Board Members:

- Brief board of directors meeting (all board members are expected to attend) for approximately one hour
- Election of board executive positions

### During the year:

- Board meetings are normally held February, April, June, August, October and December
- Meeting day is currently Wednesday and usually at the end of the month from **10am – 3pm**. Exact dates will be determined at the board meeting immediately following the AGM
- Location of board meeting is at the AgScape office (**8560 Tremaine Road in Milton**), conference call option is available
- Board members are expected to sit on at least two standing committee and attend a couple of events throughout the year on AgScape's behalf
- Support activities outside of meetings

For more information about AgScape, please visit [www.agscape.ca](http://www.agscape.ca)