

Bay Arts Alliance 2019-2020 Board of Directors Application/Nomination Form

Nominee/Applicant: _____ **Date:** _____

Mailing Address: _____

City: _____ **State** _____ **Zip** _____

Telephone Number (daytime):(_____) _____ **evening):**(_____) _____

E-mail address: _____

1. Check as many of the following that apply to the nominee in terms of background, representation or expertise. (Please describe the background or experience of the nominee. Feel free to attach a separate sheet of paper.)

Arts Disciplines

theatre _____

dance _____

music _____

visual arts _____

film/video _____

The Community-at-Large

Business/Finance _____

Politics/Advocacy _____

Law _____

Media/Communications _____

PR/Marketing _____

Fundraising _____

Public Schools

Elementary Education _____

Secondary Education _____

Higher Education _____

Arts Teacher _____

School Administration _____

Classroom Teacher _____

Other Education Related Experience: _____

Arts Community

Arts Funder/Audience _____

Arts Organization _____

Artist _____

:: :: :: Please complete both sides of the application/nomination form :: :: ::

Other Information about Nominee:

- Presenting Arts Series Sponsor
- Backstage Pass Series Sponsor
- Arts in Education Sponsor
- Bay Arts Alliance Member/Season Ticket Holder
- Center for the Arts Supporter

2. What other background makes the nominee a strong candidate for a position as a board member? (For example, what other volunteer positions, applicable work and educational experience, or board positions has the nominee held?)

3. What other community board commitments do you have that might impact serving on the board of Bay Arts Alliance? i.e. standing meetings, fundraising conflicts

4. Why do you wish to serve on the board?

5. Board Members are encouraged to serve on at least one committee. Please refer to attached document and rank the committees in order of preference.

First _____ Second _____

Third _____

6a. Have you read the guidelines & responsibilities for a board member? ___ yes ___ no.

6b. Do you agree to them? ___ yes ___ no

7. Please attach resume to this application/nomination form.

Information regarding person completing this form (if other than the nominee)*

Name _____

Mailing Address _____

City _____ State _____ Zip code _____

Daytime phone number _____ E-mail Address _____

*** If nominee is applying directly, please provide 2-3 references (name/contact info).** Please return this application and attachments to the attention of Janice Lucas, Bay Arts Alliance Nominating Committee Chair/President Elect.

mail: P.O. Box 1153, Panama City, FL 32402

deliver: Panama City Center for the Arts building
19 East 4th St, Downtown Panama City

email: applications@bayarts.org

Questions? Call Jennifer Jones, Executive Director, 850.640.3670

Bay Arts Alliance Attendance Policy - rev. 2019

Purpose

This policy is intended to encourage the full contribution of all board members and assure the furtherance of our organizational mission.

Policy

Attendance at all regularly scheduled meetings is required. Attendance at committee meetings and events sponsored by Bay Arts Alliance is strongly encouraged.

Definition of a Board Attendance Problem

A board attendance problem occurs if any of the following conditions exist in regard to a board member's attendance to board meetings:

1. The member misses three consecutive, regularly scheduled board meetings.
2. The member misses fifty percent or more of the total number of regularly scheduled board meetings in a twelve-month period.

Suggested Response to a Board Attendance Problem

Any Board attendance problem shall be reported by the Secretary to the President, who will promptly contact the member to discuss the problem. The member's response will promptly be shared by the President with the Director and Executive Committee to decide what actions to take regarding the board member's future membership on the board. The member shall be invited, but not obligated, to attend the meeting of the Executive Committee in which resolution of the member's board attendance problem is being considered. The Executive Committee shall consider the Member's participation in committees or other Board events, known scheduling conflicts and any other information it deems relevant. The Executive Committee may determine to terminate the member's membership on the board, defer action on the board attendance problem for a time certain, recommend to the Board and member an alternate method of participation for the member in Board meetings or events, or take any other action the Committee deems appropriate under the circumstances. The President shall timely notify the member of the Executive Committee's action on the member's board attendance problem.

If the Executive Committee decides to recommend termination of the member to the Board, the President will notify the member with the board-attendance problem of the Executive Committee's decision to terminate the member's membership on the board. The President will request a letter of resignation from the member to be received within the next two weeks. The board will vote regarding acceptance of the member's resignation letter at the next regularly scheduled board meeting.

All board members shall receive a copy of this official policy.

Bay Arts Alliance Volunteer Board Committees rev. 2019

Development & Public Relations shall prepare and implement an annual membership and development plan which shall have specific goals and a budget for public relations; oversee social events during the year; coordinate plans and work with the Executive Director and with other committees or individuals to the degree deemed beneficial for membership development, financial stability and the overall advancement of Bay Arts Alliance; and monitor the implementation of the membership development plan and budget. At the end of the fiscal year, the chairperson shall prepare and give a summary and recommendations report to the succeeding Board of Directors.

Finance & Strategic Planning Committee shall work with the Executive Director and Finance & Strategic Planning Committee membership to: develop, implement and monitor a budget for the committee's activities; monitor other committees' activities and plans to ascertain parallel compliance with Bay Arts' long range plans and report such findings to the Board of Directors throughout the year; lead the review of Bay Arts' operating budget and any other budgets in which Bay Arts has a fiduciary accountability before they are submitted to the Executive Board for approval; and evaluate all long term investments and expenditures. This committee's meetings will be held regularly and as deemed necessary, according to programming and other responsibilities throughout the year.

Performance Programming shall work with staff on the preparation and execution of an annual events/production plan which will include a budget. This plan shall be developed in conjunction with the Executive Director and shall be approved by the Board of Directors. The chairperson shall monitor the implementation of the annual events/production plan and budget, report to the Board on its progress and shall make recommendations to the Board during the course of the year as may be appropriate in order to meet the budget projections of the plan.

Arts in Education shall work with staff to develop a schedule of programs to be offered to selected grade levels or populations within the local schools along with a proposed committee budget detailing activities, programs and other associated committee expenses. This plan shall be developed in conjunction with the Executive Director and shall be approved by the Board of Directors. At the end of the fiscal year, the chairperson shall prepare and give a report regarding the past and proposed years' activities and projects as well as any recommendations for changes to the committee's assigned responsibilities to the succeeding Board of Directors.

Art Programming shall work with staff on the preparation and execution of an annual events/production plan which will include a budget. This plan shall be developed in conjunction with the Executive Director and shall be approved by the Board of Directors. The chairperson shall monitor the implementation of the annual events/production plan and budget, report to the Board on its progress and shall make recommendations to the Board during the course of the year as may be appropriate in order to meet the budget projections of the plan.

Personnel Committee shall work with the Executive Director (senior/supervisory staff) and direct reports to provide guidance, support and input in matters regarding personnel and will assist in developing, maintaining and ensuring mid-year and annual performance reviews. The chairperson or committee members may sit in on performance reviews with supervisory staff and direct reports.

Bay Arts Alliance Conflict of Interest Disclosure - rev. 2019

I. Statement of Policy

A possible conflict of interest exists when a director has a material personal interest, either direct or indirect, in a proposed transaction involving this organization. When a director has an interest in a transaction being considered by the organization, the director should disclose that conflict before the board of directors or staff member takes action on the matter. Any board member having a conflict of interest will not vote or use his or her personal influence on the matter and will not be present when the matter is discussed by the board. The minutes of the meeting will reflect that a disclosure was made, and the abstention from voting.

This policy also will apply to immediate family members, the organization's committees, and its volunteer association. Directors, committee members, staff members, and officers of the volunteer association will be required to attest annually to their familiarity with this policy and to provide information concerning any possible conflict of interest so that disclosure, if necessary, is made.

Staff members and their immediate families will not benefit materially from the organization beyond receipt of salaries, fringe benefits, and reimbursement for authorized expenses.

II. Definition of Material Personal Interest

A material personal interest is:

1. an ownership or investment interest in any entity with which this organization has a transaction or arrangement;
2. a compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement; or
3. a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts, favors, and non-financial benefits that are not insubstantial.

III. Procedures

1. The interested director(s) will disclose to the Board, preferably in writing, the material facts as to his or her material personal interest in the transaction and in any corporation, partnership, association or other organization involved in the transaction prior to the meeting at which the Board acts upon the transaction.
2. The interested director(s) will absent himself or herself from the meeting while the transaction is discussed and acted upon.
3. The vote of a majority of the disinterested directors participating in the meeting and constituting a quorum, after reaching a decision regarding whether the proposed transaction is fair to the organization, will be required for approval of the transaction. The minutes for the meeting will reflect that a disclosure of interest was made and that the interested director(s) abstained from voting and was not present during the Board's consideration of the transaction.
4. These procedures (i) will apply to transactions approved after the date of adoption of this policy; (ii) will not apply to reimbursement of expenses actually incurred by any director in the course of performing his or her duties as such; and (iii) may be waived or altered in any particular case by vote of a majority of the full Board of Directors for good cause shown.

IV. Potential Conflict Report

To assist in implementing this Policy, each proposed new Board member will file a Potential Conflict Report in the form of Exhibit A hereto in connection with the selection process. Existing Board members will file a Potential Conflict Report annually, in October, with the Executive Director, whose responsibility it will be to oversee the annual distribution of such forms to existing Board members.

EXHIBIT A

Potential Conflict Report

Please answer all questions. If the answer is “yes,” please explain. An affirmative response does not imply that the relationship is improper or that it should be terminated.

During the past twelve months, have you or any related party [1] had any interest, direct or indirect, in any contract or transaction with Bay Arts Alliance?

Do you or any related party have any interest, direct or indirect, in any pending or proposed contract or transaction with Bay Arts Alliance?

Do you or any related party have any other interest, which might conflict, or might be perceived to conflict, with your duty of loyalty to the interests of Arts Organization?

The answers to the foregoing are accurate to the best of my knowledge and belief, and I will promptly notify the Executive Director of Bay Arts Alliance of any change, which would make any of the answers no longer accurate.

Date: _____ Signature: _____

[1] For this purpose, a “related party” is defined as members of your immediate family, which includes your spouse, children, siblings, and parents; estates, trusts, partnerships, limited liability companies, corporations and other entities in which you or any member of your immediate family has a present or vested future beneficial interest or serves as an officer, director, or trustee, other than entities in which you and your immediate family members in the aggregate own less than five percent in value of all traded securities.