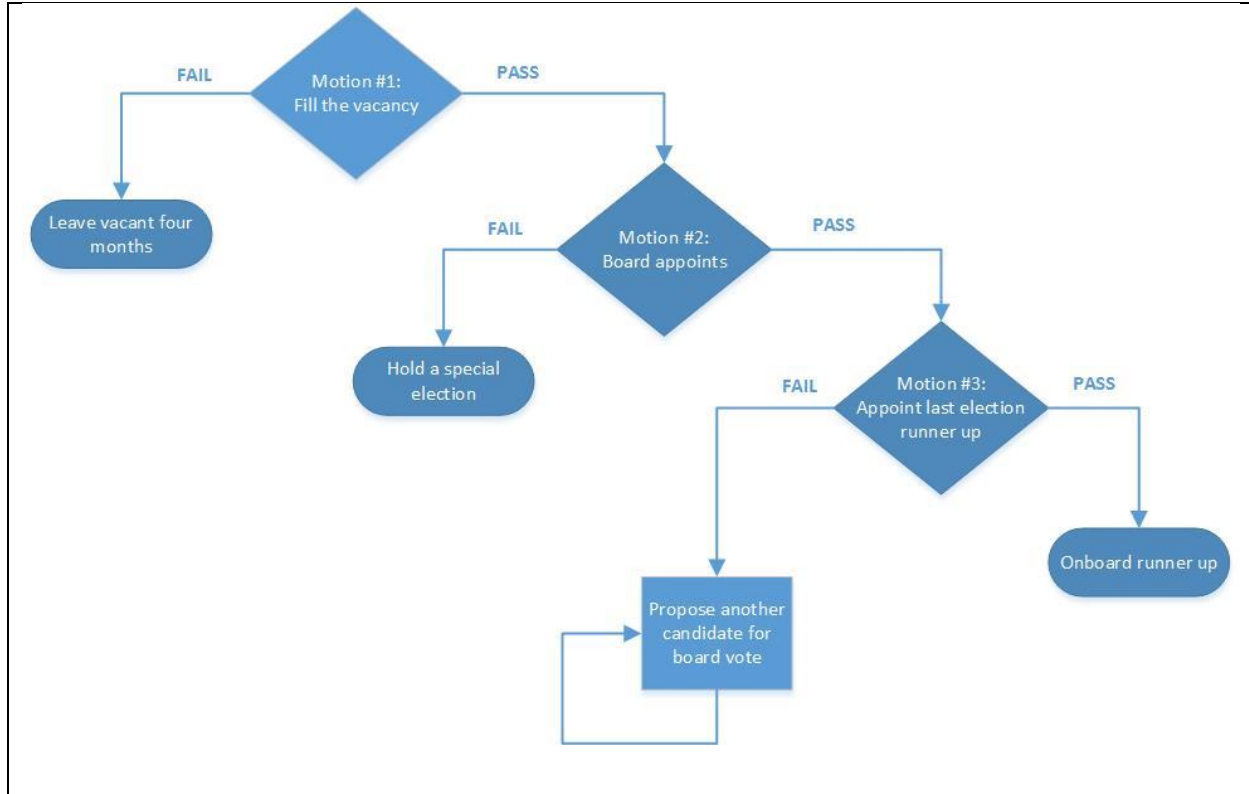




## Committee Report to the San Francisco Bicycle Coalition Board of Directors

<b>Committee Names</b>	Director Elections and Board Development		
<b>Date of Committee Meeting</b>	Email	<b>Date of Board Meeting</b>	10/23/2018
<b>Requested Board Action</b>	Decide what to do about the vacant seat on the board		
<b>Committee Recommendation(s)</b>			
Proposed Action: Vote on motion 1, and if triggered, motions 2 and 3.			
<b>Conversation Highlights</b>			
<p>Chema Hernández Gil has resigned his seat on the board. He served on the fundraising, membership, and political endorsements committees. Chema’s term would have ended on February 26, 2019.</p> <p>Board activities during the four-month period from now to February 26, 2019 include:</p> <ol style="list-style-type: none"> <li>1. Year-end fundraising including writing cards, email follow-up, phone follow-up</li> <li>2. Raising money through sale of Winterfest tickets</li> <li>3. Interviewing and endorsing board candidates (led by the board development committee)</li> <li>4. Preparing board orientation and board retreat (led by the board development committee)</li> <li>5. Reviewing the draft 2019 fiscal year budget (led by the finance committee)</li> <li>6. Developing a leadership agenda/goals for the executive director (led by the personnel committee)</li> <li>7. Participation in board meetings</li> <li>8. Participation in committee meetings</li> </ol> <p>A new director would not be permitted to help with number 3, if they are running for the board.</p> <p>Our bylaws allow for three options:</p> <ol style="list-style-type: none"> <li>1. Leave the seat vacant</li> <li>2. Hold a special election for a member vote to elect a replacement</li> <li>3. The board appoints a replacement</li> </ol> <p>The Director Elections and Board Development Committees have created a decision tree with a series of motions for the board to consider. The decision tree is shown pictorially below, followed by text of each motion along with its strengths and weaknesses.</p>			



**Motion #1:** The vacant seat shall be filled for the remainder of the term, until February 26, 2019.

<u>Motion #1 Strengths</u>	<u>Motion #1 Weaknesses</u>
<ol style="list-style-type: none"> <li>1. Increased capacity for year-end fundraising</li> <li>2. Sell more Winterfest tickets</li> <li>3. An additional director is available for committee and board work</li> <li>4. Allows the appointee to “try out” board service and the board to assess the appointee’s fit (for potential board recommendation, if running for re-election)</li> </ol>	<ol style="list-style-type: none"> <li>1. Takes time to onboard a new director</li> </ol>

**If motion #1 passes, then:**

**Motion #2:** The board shall appoint an SFBC member in good standing to fill the vacant seat, instead of holding a special election.

<b><u>Motion #2 Strengths</u></b>	<b><u>Motion #2 Weaknesses</u></b>
<ol style="list-style-type: none"> <li>1. Saves staff time (no need to administer a special election)</li> <li>2. Fills the vacancy now instead of in a couple months</li> </ol>	
<p><b>If motion #2 passes, then:</b></p> <p><b>Motion #3:</b> The board appoints the runner up from the last board election, Preston Rhea. The appointment will begin at the end of the October 23, 2018 board meeting.</p>	
<b><u>Motion #3 Strengths</u></b>	<b><u>Motion #3 Weaknesses</u></b>
<ol style="list-style-type: none"> <li>1. Follows the democratic process and the will of the members</li> <li>2. Is likely to be viewed as a favorable approach by members</li> </ol>	<ol style="list-style-type: none"> <li>1. This individual might not fill a currently needed skill set on the board</li> </ol>
<p><b>If motion #3 passes, then:</b></p> <p>Ask for a seasoned director to volunteer as a “board buddy” for the new director.</p>	
<b>Other Important or relevant consideration, commentary, background, etc</b>	
<p><b>Onboarding recommendation</b></p> <ul style="list-style-type: none"> <li>● Point out the <a href="#">Board Orientation 2018 folder</a> on Dropbox for the new director to read</li> <li>● A “board buddy” meets with the new director and is available for support as necessary</li> </ul> <p><b>Bylaws excerpt related to vacancies</b>  Article V, Section 6  Vacancies. A vacancy shall be deemed to exist on the Board in the event that the actual number of directors is less than the authorized number for any reason. Vacancies may be filled by the remaining directors (unless the vacancy was created by removal of a director by the members) or by the members, for the unexpired portion of the term, provided that the Board may not fill more than three such vacancies in any calendar year. In the event that there shall be more than three vacancies created during a year, the remaining directors shall decide whether to leave the position vacant until the next annual election, or whether to call a special election to fill the vacancies.</p>	



**Runner up from the last board election**

[Election results can be found here.](#) Preston Rhea is the runner up. [Read his candidate questionnaire.](#)

He listed his skill sets as:

- Governance duties
- Organizational/nonprofit management experience
- Personnel management skills
- Relevant connection to / representation of diverse communities

Preston Rhea has confirmed he is willing to serve, at the pleasure of the board.

<b>Committee Chairs</b>	Shirley Johnson (Director Elections), Jeremy Pollock (Board Development)
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