

Election to the Board of Directors

Nomination Information and Forms Package

For all nominees for election to the Toronto Concert Band (“TCB”) Board of Directors.

Updated October 08, 2023

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Part 2: Nomination Package

- Nomination Form
- A short 200-word (max) statement about why you would like to serve as a TCB Director, which will be made available to the Members at or prior to the election.
- A brief statement to the Nominating Committee, highlighting any skills or competencies that you think you bring to the table as a potential TCB Director and/or any previous experience you may have on a board of directors or with leadership in an organization. A copy of your resume/CV may be provided in lieu of this statement.

Nomination Steps

1. Carefully review the duties, responsibilities and obligations of a TCB Director as set forth in the Articles, Constitution, By-laws, and policies of the TCB.
2. Complete Nomination Package
3. Send your completed Nomination Package by e-mail to the Nominating Committee at: nominating-committee@torontoconcertband.com or bring it to rehearsal and submit it to a member of the Nominating Committee prior to the Annual Meeting of the Members (“AGM”)
4. Candidates may be nominated from the floor at the AGM. However, they must first present, to the chair of the AGM, a fully completed and signed Nomination Form and their statement to the Members.

Part 1: Nomination Information

Being a member of the Board of Directors of the Toronto Concert Band (“TCB”) is an opportunity for representatives of the band membership and the community abroad to contribute their knowledge, energy and commitment to the well-being of the TCB.

Your involvement will give you broader and deeper experiences in the not-for-profit sector and an appreciation for benefits the TCB provides within the communities it represents. The TCB will benefit from your expertise, skills and knowledge. The TCB as a whole will also gain from the professional development and additional skills, experience and knowledge you will gain as a result of sitting on the board and immersing yourself in the strategic direction and governance of the organization.

About the TCB Board of Directors

The Board of Directors is elected by the membership of the TCB and has the statutory power and obligation as granted by the by-laws and constitution of the TCB. The Board sets and monitors the strategic direction of the band. The role of the Board is not only one of stewardship and strategic visioning, but also includes a great deal of operational support.

- The Board consists of six to twelve directors. 50% of whom must be members of the band.
- The Board works within an approved budget and is accountable to the Members. The Board is also accountable to: future members of the Toronto Concert Band, and is required to comply with any and all applicable federal, provincial and/or municipal laws and regulations.

Eligibility

Any member in good standing may stand for election to the TCB Board if they have their nomination properly submitted. Any non-band Member may stand for election for the designated community seat as long as they have their nomination properly submitted.

Term of Office

Directors are elected at the TCB Annual Meeting of the Members (AGM). A TCB director serves for a term of one year. Vacancies, when they occur mid-term, may be filled at the discretion of the TCB Board. Directors may be re-elected annually.

Fiduciary Duties

Each Director owes fiduciary duties of loyalty and care to the TCB. The former means that directors must act honestly and in good faith with a view to the best interests of the TCB. The latter means that, in exercising their powers and discharging their duties, every director must exercise the care, diligence and skill that would be expected of a reasonably prudent person in comparable circumstances. These principles require a director to put the TCB interests first, avoid conflicts of interest, disclose them if they do exist, and avoid exploiting potential business opportunities for their own self-interest.

Liability

The By-laws of the Toronto Concert Band provide for the indemnification of the Directors of the organization. As a result, the TCB carries Directors Liability insurance with reasonable limits as determined by the Board from time-to-time.

No Compensation

Board members are not compensated and do not receive an honorarium or per diem for participating in board, committee or other meetings, conferences, workshops or assemblies or for representing the band.

The Role of the Board of Directors

- To participate in the democratic structure of the TCB, which may include:
 - creating, discussing, and voting on proposals, policies, by-laws, and resolutions.
- To hold the authority, as provided by the members, to hold meetings of the Board in order to manage and direct the affairs of the TCB.
- To hold the authority, as provided by the members, to further delegate their duties to officers, which they may appoint, including a President, Vice President(s), Secretary, and Treasurer of the corporation.

Participation in Meetings

Directors Must be able to attend regular meetings of the TCB Board (teleconference or web conference is permitted).

Within a one-year period, these normally consist of:

- One board meeting every month during the concert season (each is generally around 2 hours long).
- Participation in standing committees, teams or task forces, most of which meet infrequently or on an ad-hoc basis.

Key Responsibilities Include:

- Creating and supporting the vision and strategic direction for the Toronto Concert Band (TCB)
- Planning for the future needs of the TCB
- Overseeing the finances and property of the TCB
- Leading a democratic organization

- Managing the TCB's risk, including legal, financial and reputational
- Employing and evaluating the musical director(s) performance
- Overseeing the committees and task forces of the TCB
- Capitalizing or fund raising for the TCB
- Reporting to the Members on any actions taken on their behalf
- Representing the interests of the TCB and its members in relations with the community, government and special interest groups (arts council, band associations).
- Facilitating a two-way flow of information between the musical director(s), Board members and band membership
- Participation in TCB events, and activities

Code of Conduct

- Directors have authority only as a Board
- Decisions are only made at duly constituted meetings
- Conflicts of interest are declared
- Open discussion and trust are key
- Confidentiality is maintained
- Leadership is by example
- Demonstrate respect for others
- Directors work for the good of the TCB
- Directors support the decisions of the Board
- Demonstrate tolerance; no discrimination must occur

For additional information about being a TCB director, please email the Nominating Committee at:

nominating-committee@torontoconcertband.com

A copy of the TCB's Constitution and By-laws is available on request.

Official Nomination Form for the TCB Board of Directors

Nomination of Candidate by Member of the TCB:

I, the undersigned, being a voting member in good standing with the Toronto Concert Band, do hereby nominate _____; for the position of Director.

Name (print): _____ Signed: _____ Date: _____

Acceptance of Nomination by Candidate:

I, _____, do hereby accept the above nomination for the position of Director of the Toronto Concert Band, for the term beginning _____.

I certify, that to the best of my understanding, I am qualified to be a director according to provisions of the Ontario Not-for-profit Corporations Act, together with the Articles, Constitution, By-laws, and policies of the Toronto Concert Band. I attest that I am familiar with the duties, responsibilities and obligations of the TCB's Board of Directors.

Dated: _____ Signed: _____

Candidate Contact Information:

Home Address: _____

City: _____ Postal Code: _____

Home Phone: _____ Work Phone: _____

Email: _____