

General Nomination Information:

Each year, we welcome new directors to join the board of directors, in order to steward the organization. As a co-operative, our board is composed of members (patrons and performers) and thus all of those who wish to stand for nominations should be (or become) members of the co-operative. Confirmation of directors will take place at the Bus Stop Theatre Co-operative Annual General Meeting.

Voting shall happen online at the annual general meeting. The ballots will be counted by scrutineers appointed at the Annual General Meeting.

We have no cap on the number of directors we can accept to the board, but rather our focus is on bringing on active directors with a variety of complementary skill sets.

Important Dates:

February 16, 7:00pm - Member information session on zoom (informal Q & A) regarding serving on the board. Click here to join:

<https://us06web.zoom.us/j/83921288667?pwd=OFhDeVpvVVIJdFITYUtuWmJGdEFydz09>

Meeting ID: 839 2128 8667 Passcode: 254887

March 4 - Nomination statement deadline (preferred by this deadline, but also accepted from the floor at the AGM as well)

March 21, 6:00pm - Bus Stop Theatre Co-op Annual General Meeting on zoom

Needs on the Board:

Everyone comes with a valuable set of skills, traits, perspectives and passions. In 2022, we invite any member to step forward who feels they can contribute to our ever-evolving co-operative. As an organization who strives to be inclusive, we encourage people identifying as BIPOC to apply, and all identities and abilities are welcomed and encouraged to apply to the board. In particular, we would like to highlight that the **special skills/attributes/backgrounds that are desired on the board include:**

- People living with disabilities
- Those involved with music, dance, comedy and film
- Treasurer/financial oversight
- Legal
- Governance and board function
- Fundraising and community organizing
- Facilitation
- Task management
- Secretary/notetaking/organization
- Construction/development
- Property management

Core Function of the Directors:

As a member of the co-op's board, directors have a fiduciary responsibility to act honestly and in good faith in the best interests of the Bus Stop Theatre Co-operative. Directors must exercise due care, diligence and skill that prudent people would exercise in similar circumstances.

General Board Responsibilities:

- Establish the strategic direction for the co-op and review it on a regular basis
- Establish and maintain the organization of the board
- Support the Executive Director in their administration of the co-op
- Conduct staff reviews and collect input from member-owners
- Hire an Executive Director when the position becomes vacant
- Ensure management succession planning and monitor the organization's performance
- Approve the organizational structure and policies for the operation of the co-op
- Approve and monitor the financial structure and budgets
- Identify and mitigate risks facing the organization
- Fulfill and comply with all legislation affecting the organization and carry out those duties which cannot, by legislation, be delegated to the Executive Director
- Delegate operational authority to the Executive Director
- Engage with membership
- Analyze and evaluate progress toward achieving the Bus Stop Theatre Co-op's objectives and goals
- Maintain the democratic control structure and a well-informed, participatory membership
- Maintain effective relations with other co-operatives, with the community and with governments

Individual Director Responsibilities:

- Promote the interests of the organization
- Lend judgment to board decisions
- Comply with duties and responsibilities as set out in the applicable provincial and federal legislation
- Be adequately informed to vote knowledgeably with a view to promoting the best interests of the organization
- Promote and abide by all decisions and positions taken by the board of directors
- Report to the members on the performance of the organization
- Act independently, ethically and avoid conflicts of interest
- Actively participate in discussion and professional development programs
- Other duties as applicable to committees of the board (each director serves on at least 1 committee)

Required Meetings, Training, and Time Commitment:

Directors are elected for a 1-year term. Board members may serve a maximum of five consecutive years on the board.

Serving as a Director requires a commitment of personal time. Board meetings, lasting between one and two hours, are held monthly. Additional commitment will be required by contributing as a member to at least one of the following committees:

- Membership
- Fundraising/Special Events
- Nominations
- Development
- Finance

- Depending on the needs of the board and organizations, additional committees may be struck on an ad hoc basis, and others may dissolve.

A monthly board meeting information package is provided in advance of the meeting, and must be reviewed prior to the meeting.

The first regular board meeting for new directors to attend is in April after the membership confirms selection to the Board at the Annual General Meeting. Directors are asked to attend the Annual General Meeting of the membership which is typically held in March/April of each year. Directors perform their duties on a volunteer basis, and are not remunerated for the services.

Any Questions:

If you have any questions about this Board nomination package and/or its contents, please contact Lara Lewis, the Chair of the Board at thisislaralewis@gmail.com.

More Information - Core tenants of the Bus Stop Theatre Co-operative:

Our co-operative strives to operate in alignment with the Co-operative Values of:

- Self-help
- Self-responsibility
- Democracy
- Equality
- Equity and solidarity
- Honesty
- Openness
- Social responsibility
- Caring for others

And additional values of:

- Collaboration
- Creative exploration
- Inclusion and diversity
- Community cultivation
- Learning and Growth
- Adaptability
- Accountability
- Financial and physical accessibility

VISION

To live in a just, collaborative and risk taking arts & culture landscape.

MISSION

The Bus Stop Theatre Co-op is a vibrant, member-owned arts hub located in Kjiptuk/Halifax's North End where we cultivate community, culture and creativity.

MANDATE

- To operate and maintain an affordable and professionally run venue in north end Kijipuktuk/Halifax at the service of its members and community.
- To develop the professional skills of artists through programs and services that enable learning, mentorship and presentation.
- To enable a diverse range of both emerging and established artists to create and present their work.
- To foster a space for cross-community engagement and collaboration.
- To lead an inclusive and participatory co-operative.
- To remain responsive to the needs of the historic communities in north end Kijipuktuk/Halifax, the needs of marginalized communities of Nova Scotia, as well as to the needs of the Nova Scotian arts and culture community.

The following are the responsibilities of the Board of Directors as written in our pending by-laws (for member approval in 2022):

1. **Board of Directors.** The Board, elected by the Members, shall be responsible for the direction and management of the governance and activities of the Co-operative.
 - a. **Powers.** In addition to the powers and authorities granted by these By-Laws or other express conferral of power and authority, the Directors may exercise all such powers and do all such acts and things as may be exercised or done by the Co-operative which are not by By-Law or by statute expressly required to be exercised or done by the Co-operative in General Meeting or Annual General Meeting.

The Directors shall have the power to engage Senior Management and to determine the responsibilities and remuneration of the Senior Management.

The Directors shall have the power to delegate the powers of the Board to Committees, except for the power to borrow and make calls.

The seal of the Co-operative shall not be affixed to any instrument except by the authority of a resolution of the Board.

- b. **Eligibility.** To be eligible for election to the Board, a person must:
 - a.i. Be a Member in good standing;
 - a.ii. Support the objectives of the Co-operative; and
 - a.iii. Consent to acting on the Board.

The Members may require additional qualifications or experience of Directors, which may be reviewed from time to time at meetings of the Co-operative.

- c. **Composition.** The Board shall consist of:
 - a.i. No less than 6 directors.
 - a.ii. An unlimited number of Honorary Directors, as determined by the Board from time to time.

- d. **Term.** A Director's term is 1 year. All Directors are eligible for re-election. A Director may serve no more than 5 consecutive terms. An Honorary Director's term is unlimited.
- e. **Election.** Any Member of the Co-operative shall be eligible to be elected to the Board. The Board shall be elected at the Annual General Meeting. A Member must be nominated for election by at least two Members. Each Member may vote to elect Directors at the Annual General Meetings.
- f. **Remuneration.** No Director shall receive remuneration for the performance of their duties, provided however that a Director may be paid by the Co-operative for reasonable expenses incurred during the performance of their duties.
- g. **Appointment of Officers.** Within 30 days following their election at the Annual General Meeting, the Directors shall meet and appoint from their own number at least 4 Officers which shall include a Chairperson, Vice-Chairperson, Secretary and Treasurer. The board also may appoint an Human Resources Representative at their discretion at this time.
- h. **Conflict of Interest.** Any Director that has, or could reasonably be seen to have, a conflict of interest shall declare the conflict. A conflict of interest is defined as acting outside of a director's fiduciary duty and/or standing to profit directly from a decision being made by the board. The declaration should be made to the Members:
 - h.i. Upon nomination; or
 - h.ii. If already serving as a Director, when the possibility of the conflict is realized.

A conflict of interest does not prevent a Member from serving as a Director provided that they do not participate in decision making on matters pertaining to the conflict and record of such should be recorded in the minutes.

THE BUS STOP THEATRE CO-OP

2022 NOMINEE STATEMENT OF INTEREST

The following will be used for the purpose of the Nominations Committee reviewing candidates and possibly also for developing a communique to the Membership regarding candidates running for election to the Bus Stop Theatre Co-operative Board of Directors. All candidates must be members in good standing (i.e. have an active membership - any level of membership).

Please tell us why you are interested in becoming a director of the Bus Stop Theatre Co-operative. If applicable, summarize qualifications, skills, background, or experience, that could help you effectively fulfill the responsibilities of a director. (max 200 words)

By signing below, I acknowledge my interest in serving on the Bus Stop Theatre Co-operative Board of Directors.

Submitted by (another person or yourself):

Date:

Signature of nominee/candidate:

Print legal name of nominee/candidate:

Pronouns (optional):

Any needs to be addressed in order to participate fully (accessibility/support):

Address of nominee/candidate:

Email address of nominee/candidate:

Phone number of nominee/candidate:

Please submit this to Lara Lewis, the Chair of the Board at thisislaralewis@gmail.com by March 4.