

# DFC Board of Directors Election and Appointment Policy

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#### Introduction

The Documentary Film Council (DFC) is a democratic umbrella organisation designed to represent UK independent documentary film. Launched as a <u>co-operative</u> at <u>Sheffield DocFest</u> in 2023, the DFC is independent and run by and for its members by an elected board.

This is the first time in UK documentary history that our community has been able to elect its own representatives, and there's never been a more important time to stand up for documentary. Full training will be provided by <u>Co-ops UK</u>, so we are urging everyone interested to stand even if this will be their first time serving on a board.

Having an elected board ensures the DFC is led by and for its members, and that the organisation remains accountable to the community it is designed to represent. Serving on the DFC's board is therefore an opportunity to represent the UK documentary community and work with colleagues across the sector to improve conditions in our industry.

It's vital that the DFC's board includes both new and established people in the industry, and people from historically marginalised backgrounds are especially welcome to stand. It is also essential that the board consists of producers, directors and other precariously employed people as well as salaried representatives from different parts of the industry. Full training will be provided so if you haven't served on a board before, this will not be a barrier and you are encouraged to stand.

Please read on to find out more about the DFC's election principles, policy and process and timeline for the 2024 election. Links to relevant documents are also available below.

<sup>&</sup>lt;sup>1</sup> At the time of writing, the DFC is an unfunded voluntary organisation and we are therefore unable to pay precariously employed people for their time serving on the board. As soon as we have the funds to do so, we will pay those on precarious incomes for time spent serving the DFC.

If you have any comments or questions please don't hesitate to contact us at <a href="mailto:info@documentaryfilmcouncil.co.uk">info@documentaryfilmcouncil.co.uk</a>.

You will find the below documents in the <u>DFC Governance Resources folder</u> (or on website <u>here</u>):

- DFC Primary Rules
- DFC Membership: Roles and Responsibilities
- DFC Board of Directors: Roles and Responsibilities
- DFC Board of Directors: Code of Conduct
- DFC Governance Structure: Organogram
- Co-operative Corporate Governance Code (2019)
- A Guide to Co-ops (2021)
- Members' 'Stand For Election' form
- DFC Secondary Rules (coming soon)

### **DFC Election Principles**

- The DFC Board should ensure there is a rigorous, active, transparent and democratic approach to renewal, in alignment with the DFC Primary Rules.
- The election process should be formal and transparent, and based on merit and objective criteria.
- The DFC Board composition should promote and reflect the diversity of members; and have a balance of old and new directors.
- The DFC Board should ensure there is proper representation from filmmakers (producers and directors).
- The DFC Board should have a high level of collective competence, with a combination of skills, knowledge, experience and democratic connection to the membership.
- Appropriate information should be provided to members to enable them to make an informed decision about standing for election.
- Appropriate information should be provided to members to enable them to make an informed decision about voting for the candidates.
- The process for appointing non-executive directors should be accessible, clear, agreed by the board and available to members.
- The DFC Board should self-evaluate annually.

## **DFC Election Policy**

The Board is made up of both 'elected directors' from the membership, and 'appointed directors' who may or may not be members. The CEO also sits on the Board as an *ex officio* member (which means they are on the Board because of their role). The Primary Rules specify the composition of the board, namely the allowable allocation of elected, appointed and co-opted directors; and the retirement cycle, meaning the length of terms a director can stand for, and how the board renews.

- 1. The DFC website will carry this policy, to ensure visibility and transparency of Board processes, and to empower members to understand how the Board recruits.
- 2. The Board can set the criteria for the size and focus of the board year-on-year, as long as it does not contravene the Primary Rules.
- 3. The Board will run an election process for directors elected from the membership to fill the vacancies they have set.
- 4. Election will be open to any member.
- 5. Members self-nominate and submit a 'Stand for Election' form, following the guidelines for Standing for Election.
- 6. The Board will ensure that the Filmmakers Group is allocated one of the Co-opted Directors positions (Rule 59d) on a rolling annual basis.
- 7. The Board will self-evaluate annually and feed that evaluation into their process of setting the criteria for the Board size and skill set for the following year.
- 8. The Board may appoint directors in line with the Primary Rules without requiring ratification from the members
- 9. The Board must maintain a majority of member directors.
- 10. The Board will elect a chair by supermajority of 75% at the first Board meeting after the AGM.
- 11. Board members can only serve for a term of 3 years. After 3 years they can be re-elected.

#### **Process**

 In advance of the beginning of the election process, the Board will set criteria for and agree on the number of vacancies for the following year, detailing the number of spaces for elected members, and the requirements for appointing non-elected directors. The Board will also elect a Chair for the following year (starting after the AGM), based on a super-majority vote of 75% of board members.

- The Leadership Team shall form an Election Management Group (EMG) including the Secretary and any other support required at least 12 weeks before the AGM.
- The Secretary/EG circulates a 'Stand for Election' form to members, alongside details of the AGM at least 8 weeks before AGM, with a deadline for submissions no later than 5 weeks before the AGM.
- Members have three weeks to self-nominate, fill out and submit the 'standing for election' form.
- The DFC website will be updated with FAQs about the AGM with dedicated email contact so that members can raise any questions about the process.
- Secretary/EG will open an online thread accessible by members with information about nominees.
- The AGM will be run in person at the Open Assembly at Sheffield DocFest, or online using either video conferencing, a polling platform or a hybrid of both.
- The Election of Board members shall be by electronic ballot, either asynchronously, live, or a hybrid process involving both asynchronous and live voting.
  - DFC are trialling Google Forms for the online voting, and an in-person AGM at the Open Assembly at Sheffield DocFest.
- EMG will run a 'mock AGM', at least 2 weeks before AGM, without members, to ensure smooth running of the combination of voting and discussion.
- Members will be able to vote for a period of three weeks. Voting will open one month before the AGM.
- Members will be invited via email to engage in the voting process.
- Voting will be managed using check boxes on Google Forms.
- Decisions regarding appointed (non-elected) directors will be communicated to the membership by the chair.

# DFC Annual General Meeting and Board Elections March-June 2024

- 11 March 2024: EMG sends email to members calling for nominees.
- 31 March 2024: Financial Year End. Accountants requested to prepare Year End accounts for Board Meeting w/b 29 April 2024. Any issues are to be addressed the following week.
- 14 April 2024: Deadline for submission of nominee forms.
- 1 May 2024: EMG publishes DFC webpage listing proposed candidates. Canvassing can begin. Board-approved accounts shared with members in advance of AGM.
- 13 May 2024: EMG sends online voting Google Form to members; voting opens.
- 31 May 2024: Voting closes at midnight. EMG analyses results and confirms the new board internally.
- 03 June 2024: Election results announced.

- 15 June 2024 (TBC): AGM and Open Assembly at Sheffield DocFest; Interim Board formally step down and Members ratify newly elected board.
- 16 June 2024 (TBC): 1st meeting of new board; chair nominated and decisions made regarding organisational and co-opted members.