

2022

Board of Directors
Prospectus

*Embracing God's call, Mosaic relentlessly
pursues opportunities that empower people.*



Real life. Real possibilities.



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Mosaic National Supports | 402.896.3884 | mosaicinfo.org

4980 South 118th Street, Omaha, NE 68137

Friend of Mosaic,

On behalf of the Mosaic Board Development Committee, I would like to thank you for your interest and commitment to the board development process as essential to the future success of Mosaic. The Board Development Committee is responsible for: establishing annual nominating priorities, and recommending candidates for election to both the Mosaic and The Mosaic Foundation Boards.

This prospectus outlines the priorities that have been established for the 2022 nominating cycle. It also includes an overview of Mosaic's foundational statements as expressed through our mission, vision and values statements. After reading through this document, you should have a good understanding about what is involved in serving on Mosaic's Board as well as a good idea of whether you or someone you know might satisfy the 2022 Nominating Priorities.

During this nominating cycle, the Board Development Committee will be accepting self-nominations and third party nominations (nominating someone other than yourself). If you know someone, personally or professionally, who has the personal characteristics and relationships in the areas identified in the 2022 Nominating Priorities, we encourage you to nominate them. By accepting both self-nominations and third party nominations, it will allow us to collect a large, diverse pool of candidates for board member positions.

Please look through this document with care. The Board Development Committee will review applications on a rolling basis beginning November 1, 2021, so we encourage you to submit your nominations now. Again, thank you for your commitment to Mosaic. We look forward to reviewing your nomination!

Sincerely,

A handwritten signature in black ink that reads 'Linda Timmons' in a cursive script.

Linda Timmons

President and CEO, Mosaic



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How can I learn more about Mosaic?

The easiest way is to visit our website (www.mosaicinfo.org) where you can learn about our century-long legacy of service to people with intellectual and developmental disabilities.

In addition, every Mosaic agency offers regular opportunities to attend a one-hour Discover the Possibilities event which is a virtual tour of our Mission. This is a great way to learn about Mosaic in your community. Contact the local Executive Director or Community Relations Officer to find out about upcoming events.

Can you give me some details about the Boards?

- The Mosaic Board is comprised of sixteen members while The Mosaic Foundation Board has nine members.
- Board members may serve up to two consecutive three-year terms.
- Since we are recognized by the Evangelical Lutheran Church in America (ELCA), at least 50 percent of our Board members must be Lutheran.
- All Board members are volunteers with Mosaic covering the cost of travel, food and lodging.
- The boards meet in person three times a year on the last full weekends of February, June and October. These meetings are held in Omaha or at an agency location.

How much time is involved?

For the Mosaic Board, each member is appointed to serve on one committee, (Integrity, Development, Executive, Finance & Audit, or Investment). When looking at two-day board meetings and committee meetings (in person or virtually), it is reasonable to estimate 10 days annually to allow for travel.

The Foundation Board has representation on the joint Investment Committee and a joint Finance & Audit Committee. These committee meetings happen before the board meeting (in person or virtually). The board meetings are generally one-half day. An estimate of seven days a year, including travel time, is reasonable.

We encourage Board members to attend in person or virtual events at local agencies in order to gain familiarity with the services provided. Board members are also invited to the annual Mosaic Leadership Conference, which is held in Omaha, generally in the fall.

How does the nomination process work?

The Development Committee of the Mosaic Board is responsible for the nominating process for both Boards. The Committee determines the recruiting priorities in terms of professional experience, geography, etc. and reviews the resume and bios of those who are nominated for consideration. A slate

of candidates is presented during the June Board meeting with terms beginning the following meeting (October).

Prospective board members are invited to attend the June meeting as observers. The primary contact with prospective Board members is Linda Timmons, President/CEO of Mosaic and CEO of The Mosaic Foundation.

Who can I contact for more information?

You may speak with the person who approached you about a potential board position or contact Mosaic's CEO, Linda Timmons, by sending an email to mosaicCEO@mosaicinfo.org.



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Mosaic Board of Directors Information

Sixteen Directors

Election of Board of Directors

- All board directors are elected by the Mosaic Board of Directors
- Three board directors are appointed by the ELCA Church Council
- As stated in our by-laws, a majority (50%) of board directors must be Lutheran

Orientation Provided to New Directors

Orientation is provided prior to the first Board meeting by the Chief Executive Officer, Mosaic Board Chairperson and the Chairperson of the Development Committee.

Length of Directors' Terms

Three years with a maximum of two full consecutive terms for a possible total of six years.

Meeting Information

- **Frequency** - Three times annually; the last full weekend in February, June and October. Dates are announced two years in advance.
- **Length** - Normally all day Friday and Saturday morning. Committees may meet by teleconference or in person prior to the meeting.
- **Location** - Often occur at Mosaic's National Supports Office in Omaha, Neb. However, at least once a year the Board holds meetings in communities in which Mosaic services are provided.
- **Responsibilities** - Directors are expected to review materials contained in board packets prior to each meeting and abide by Mosaic's Conflict of Interest policy.
- **Expenses** - All Board members are volunteers with Mosaic covering reasonable travel expenses related to meeting attendance or you may offer your expenses as a tax-deductible contribution.

Committee Service

Most directors will serve on one of the board's committees (Finance & Audit, Integrity, Investment or Development). Four officers serve on the Executive Committee.

Charitable Support

We ask that each board member make Mosaic one of the top three charitable organizations that are supported and that a gift of personal significance is made annually or as part of a multi-year pledge. Requests are made personally and to each individual.

Additional Information

- Board directors represent the geography of Mosaic so they come from across the country.
- Board directors must disclose any potential conflict of interest or business dealings with Mosaic. Family members disclose the fact that their loved one is served by Mosaic.



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THE MOSAIC FOUNDATION BOARD OF DIRECTORS INFORMATION

Nine Directors

Term Length

Three years with a maximum of two full consecutive terms for a possible total of six years.

Election of Board of Directors

- All directors are elected by the Mosaic Board of Directors
- Majority of board directors must be Lutheran

New Director Orientation

Orientation is provided prior to the first Board meeting by the Chief Executive Officer, Chairperson or the Development Committee.

Meeting Information

- **Frequency** - Three times annually; the last full weekend in February, June and October. Dates are announced two years in advance.
- **Length** - Normally Friday morning. Committees may meet by teleconference or in person prior to the meeting.
- **Location** - Often occur at Mosaic's National Supports Office in Omaha, Neb. However, at least once a year the Board holds meetings in communities in which Mosaic services are provided
- **Responsibilities** - Directors are expected to review materials contained in board packets prior to each meeting and abide by Mosaic's Conflict of Interest policy.
- **Expenses** - All Board members are volunteers with Mosaic covering reasonable travel expenses related to meeting attendance or you may offer your expenses as a tax-deductible contribution.

Committee Service

Some Foundation directors will be appointed to serve on the joint Investment Committee or on the joint Finance & Audit Committee.

Charitable Support

We ask that each board member make Mosaic one of the top three charitable organizations that are supported and that a gift of personal significance is made annually or as part of a multi-year pledge. Requests are made personally and to each individual.

Additional Information

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Statement of Board Nominating Priorities

The Development Committee continuously reviews the composition of both the Mosaic and The Mosaic Foundation Boards of Directors against the governance needs of the organization. Of paramount importance is the desire for candidates to engage (heart and head) with Mosaic's mission of service and advocacy to people with intellectual and developmental disabilities and their families.

Mosaic is committed to ensuring that the organization can effectively respond to the changing needs of a diverse population of people with intellectual and developmental disabilities and their families while also supporting a workforce that is culturally and ethnically diverse. The Committee is committed to bringing greater diversity to Mosaic and The Mosaic Foundation's Boards of Directors.

Additional considerations include:

- Current composition of the board including, racial, ethnic, gender, and geographical representation in places where Mosaic has a presence or strives to begin services
- Representation of Mosaic's constituency including those with intellectual and developmental disabilities and their family members
- Representation by members of the Evangelical Lutheran Church in American (ELCA)
- Evaluation of future needs as related to governance and strategy

Each year the committee identifies priorities for the upcoming nomination cycle. Outreach is conducted to identify candidates that meet the identified priorities with priority given to those who most closely align with the desired skills, experience, etc. Those who are not selected for the current recruitment cycle may be considered in future years.

MOSAIC Recruiting Priorities for 2022

Mosaic is seeking three candidates for election in June 2022 for a three-year term (Oct. 2022-September 2025).

- Healthcare Compliance, Human Resources, Strategic Planning and Human Services
- At least one candidates who is female
- At least two candidates who are a person of color
- At least two candidate who are ELCA Lutherans
- At least one candidate who is the immediate family member of a person with an intellectual or developmental disability
- Nonprofit governance experience as a committee chair or board officer
- Preference for representation from the states of Maine, Arizona, Colorado and Iowa

THE MOSAIC FOUNDATION Recruiting Priorities for 2022

The Mosaic Foundation is seeking three candidates for election in June 2022 for a three-year term (Oct. 2022-September 2025):

- At least one candidates who is female
- Experience in fundraising including campaign leadership or major gift solicitation
- Public relations or marketing
- Nonprofit or foundation board experience
- Financial and accounting experience, and in Investment Management

Knowledge, Skill and Professional Experience

The Mosaic Development Committee seeks to identify potential board members for both boards who have knowledge skills or expertise as a professional in one or more of the following subject areas:

- | | |
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| ▪ Public Policy/Government Relations | ▪ Fundraising |
| ▪ Non-Profit Governance | ▪ Financial/Investment Management |
| ▪ Corporate Law | ▪ Human Resources |
| ▪ Information Technology | ▪ Healthcare |
| ▪ Disability Law | ▪ Compliance |
| ▪ Special Education/Early Intervention | ▪ Executive Leadership |
| ▪ Branding/Marketing | ▪ Community Services to people with I/DD |

Engagement with Local Agencies or Mosaic International

While not required, the committee is aware that involvement with a Mosaic agency or Mosaic International is a unique opportunity to provide perspective and insight that is valuable to governance. Whether engaged as a volunteer, advisory committee member or active donor, candidates with a personal connection to a local agency or international may be given preferential status during the nominating process.

Relevant Bylaw and Board Policy Information

For both boards, the bylaws of Mosaic require:

- The Evangelical Lutheran Church in America (ELCA) appoint three board members.
- A majority of the board shall be Lutheran.
- No individual may serve more than two consecutive three-year terms.
- Directors may be paid for their out-of-pocket expenses for attendance at each meeting of the Board. The directors shall otherwise receive no compensation for serving.

Every director shall be subject to the Conflict of Interest Policy approved by the board.



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Below you will find a link to the application. If you have issues with filling out the form, please email Lisa Hogancamp at lisa.hogancamp@mosaicinfo.org or call 402.896.3884.

[Mosaic Board of Directors Nomination Form](#)