

# Nomination Process and Expression of Interest Form for the Montgomery County Green Bank Board of Directors

**This document outlines the process for an open and public recruitment to fill one of the eleven positions on the Montgomery County Green Bank Board of Directors. The form to express interest (“Expression of Interest Form”) is included at the end of this document. Please read through the entire document carefully.**

The process described below is intended to produce potential candidates for the Board Directors of the Montgomery County Green Bank. Candidates submitting applications will be reviewed by a selection committee composed of the Leadership of the Montgomery County Green Bank Board in coordination with the County Executive, as represented by Directors from the Montgomery County Department of Environmental Protection and the Montgomery County Department of Finance. The Board Leadership will facilitate a Selection Committee to recommend candidates for this unfilled Director position. Please understand that a submission of an Expression of Interest in no way guarantees a recommendation to serve or an appointment to the board.

## About the Montgomery County Green Bank

### *Background*

The Montgomery County Green Bank (MCGB) was established under Chapter 18A of the Montgomery County Code which authorizes the County government to designate a County Green Bank to promote investment in green technologies. The MCGB was incorporated as a tax-exempt, nonstock corporation in the State of Maryland in April 2016, and adopted an initial set of Bylaws in June 2016, which allowed the organization to be formally designated as Montgomery County’s Green Bank in July of that year by the Montgomery County Council (Resolution No. 18-575). The Board of Directors was selected that same month and held an initial organizational meeting in July 2016. The authorizing legislation for the MCGB requires that the MCGB adopt an Annual Work Program (Sec. 18A-49 of the Green Bank Law). The MCGB operates on a July 1-June 30th Fiscal Year schedule.

### *Statement of Purpose*

The MCGB is a publicly-chartered nonprofit dedicated to accelerating affordable clean energy and energy efficiency investment in Montgomery County, MD. It partners with the private sector to build a more prosperous, resilient, sustainable, and healthy community.

## The Board of Directors: Responsibilities

### *Commitment and Contribution*

The success of the MCGB will rely crucially on the commitment and contributions of the members of the Board of Directors. The MCGB is an organization that is entrepreneurial in nature, and will require time, creativity, and vision from its Board of Directors to advance it through and beyond its start-up phase.

### ***Board Responsibilities per Legislation<sup>1</sup>***

- Direct the program and strategy development, staff management, and regulatory compliance and finances of the Green Bank
- Adopt and amend bylaws, noting that any proposed amendments to the articles of incorporation or bylaws must be submitted to the Executive and Council for review and comment
- Comply with the Maryland Open Meetings Act
- Adopt a work program each year to advance the policy objectives and perform the activities listed in Section 18A-44 of the Montgomery County Code, the Purpose of the Green Bank
- Report annually on the activities and finances of the Green Bank to the Executive and Council
- Include in bylaws that the County Executive may appoint up to 5 board members, including the Directors of DEP and Finance, subject to confirmation by the Council

### ***County Law Requirements for Directors***

County law requires that:

- A board member must not be paid for service on the Board but may be reimbursed for necessary travel expenses
- A board member is not subject to Montgomery County Code, Chapter 19A (Ethics) because of serving on the Board
- A board member who engages in legislative or administrative advocacy as part of that member's duties on the Board is not required to register as a lobbyist under Article V of chapter 19A

## **Appointment Process**

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A Selection sub-Committee of the Board will be formed to review and vet candidates based on their Expressions of Interest, CVs and other documentation. This committee may employ a weighted scoring approach, assigning credit towards experience based on the relevancy of that experience to the MCGB as well as the duration of that relevant experience. Candidates may be interviewed, at the discretion of the Selection Committee. The Selection Committee may compile a recommendation plus alternative candidates to present to the Board of Directors for its approval.

### ***Board Member Criteria***

Per the Green Bank law, a member of the Board of Directors should meet the following requirements:

- Be a resident of Montgomery County
- Offer substantial expertise, perspective, and/or counsel to the Green Bank in **at least one** of the following ways as a:
  - Representative of a residential and/or low-income group
  - Representative of an environmental organization
  - Representative of a business organization
  - Person with experience in clean energy investment and/or fund management

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<sup>1</sup> A full list of member and Board responsibilities, explicit permissions, and references is in Sections 18A-44 through 18A-50 of the Montgomery County Code.

[http://library.amlegal.com/nxt/gateway.dll/Maryland/montgom/partiilocallawsordinancesresolutionsetc/chapter18aenvironmentalsustainabilitynot?fn=altmain-nf.htm\\$f=templates\\$3.0](http://library.amlegal.com/nxt/gateway.dll/Maryland/montgom/partiilocallawsordinancesresolutionsetc/chapter18aenvironmentalsustainabilitynot?fn=altmain-nf.htm$f=templates$3.0)

- Person with banking and lending experience
- Person with legal experience, particularly in financing commercial transactions concerning renewable energy and/or energy efficiency or commercial real estate
- Person with experience in the finance or deployment of renewable energy and/or energy efficiency

In addition, the following criteria will be important to consider in the selection of any new Directors of the MCGB Board:

- Diversity of Board membership
- Experience in multiple areas identified above in a relevant combination
- Experience in corporate governance, executive management, and/or prior board experience
- Including persons with technical experience in green building, renewable energy, transmission, electric operations, local/state/regional finance, and/or energy efficiency

The MCGB will benefit from a Board of Directors with specific skills and experience, including legal and transaction experience, and those familiar with or having expertise in energy efficiency and renewable energy, energy project financing, technical assistance programs, organization and nonprofit management, and project management needs from the end-user perspective.

#### ***Duration of Terms of the Board of Directors***

Those interested should assume members of the Board will be asked to serve an initial three-year term, which has the possibility of renewal.

#### ***Disclosure/Conflict of Interest***

Interested individuals that are currently involved in the Montgomery County clean energy industry, energy efficiency industry, or other industry that do or will potentially do business with the Green Bank should not volunteer to be on the Board in order to avoid conflict of interest issues.

#### ***Application Process***

All interested parties are requested to submit (i) an Expression of Interest Form (attached); (ii) a cover letter outlining interest and qualifications; (iii) a CV or current resume; and (iv) an explanation of potential or actual conflict(s) of interest (if applicable). Letters of recommendation are welcome but optional.

#### ***Expressions of Interest***

Expression of Interest Form and CV/Resume: An **Expression of Interest Form** (attached to this posting) that includes basic contact information, and confirming the applicant's qualification per the legislative criteria will be required from each applicant. Each applicant must also submit a cover letter outlining their expression of interest and CV/resume outlining their interest in the Green Bank and what skills, expertise, and perspectives they offer the organization.

Disclosure of Potential Conflict of Interest: Applicants should complete the Conflict of Interest section as completely as possible, and may be asked to provide additional detail or documentation. Appropriate disclosures include any potential former or current conflicts of interest, including (among others) any direct business or financial conflicts that might impact *or appear to impact* future ability to perform fiduciary obligations as Board Members of the MCGB.

Letters of Recommendation: Letters of recommendation are welcome and must be submitted by the same deadline as the Expression of Interest.

*Submission and Deadline*

All materials should be submitted electronically to [info@mcgreenbank.org](mailto:info@mcgreenbank.org), with the subject line: **“Green Bank Board of Director Application”**. If submitting a letter of recommendation on behalf of a candidate, please also include the corresponding applicant name in the subject line. **Submissions will be accepted until 5:00pm on May 15, 2020.**

# Expression of Interest to Serve on the Initial Board of Directors of the Montgomery County Green Bank

Applicants must complete the following form and submit it, plus a cover letter and CV/resume to [info@mcgreenbank.org](mailto:info@mcgreenbank.org) no later than **May 15, 2020 at 5:00pm**, with the subject line: “Green Bank Board of Directors Application.” Letters of Recommendation may accompany your Expression of Interest form or also be sent to the above email address.

Questions can be directed to the same email address.

CONTACT INFORMATION	
<b>Name:</b>	
<b>Home Address:</b>	
<b>City, State, Zip:</b>	
<b>Email:</b>	
<b>Phone Number(s):</b>	

**Please indicate which of the legislated Board composition criteria you meet, for how many years, and provide a short description detailing any specifics or providing context to that experience.**

Complete descriptions under as many criteria as are applicable – fields are expandable and it is recommended applicants make their case in this section as clearly as possible, versus referring to a CV or cover letter.

COMPOSITION CRITERIA		YEARS
	<b>Representative of residential and low-income group</b>	
	<b>Details:</b>	
	<b>Representative of environmental organizations</b>	
	<b>Details:</b>	
	<b>Representative of business organizations</b>	
	<b>Details:</b>	
	<b>Experience in <i>clean energy</i> investment and/or fund management</b>	
	<b>Details:</b>	
	<b>Experience with legal issues related to 501c3 organizations, or legal structuring of transactions related to <i>clean energy</i> investment and/or fund management</b>	
	<b>Details:</b>	

	<b>Experience in the finance or deployment of renewable energy <i>and/or</i> energy efficiency</b>	
	<b>Details:</b>	
	<b>Experience in research and development or manufacturing of clean energy</b>	
	<b>Details:</b>	
	<b>Other experience relevant to the Montgomery County Green Bank and its purpose, operations, and activities; e.g. technical expertise in green buildings, energy efficiency or renewable energy; experience in corporate governance, executive management, and/or prior board experience.</b>	
	<b>Details:</b>	

<b>CONFLICTS OF INTEREST</b>
<b>Please list with a short description of each, any potential conflicts of interest, including (among others) any direct business or financial conflicts that might impact <i>or appear to impact</i> future ability to perform fiduciary obligations as Board Members of the Montgomery County Green Bank. You may be asked to provide additional detail or documentation.</b>
<b>Details:</b>

I have read through the Nominations Process Document (attached) and the approved Green Bank law (Sections 18A-44 through 18A-50 of the Montgomery County Code) and am familiar with the purpose and goals of the Montgomery County Green Bank, the obligations of the Board of Directors and individual members, and submit this Expression of Interest form to be considered for a recommendation by the Selection Committee to serve as an initial member of the Montgomery County Green Bank Board of Directors. I understand submission of an Expression of Interest does not constitute a guarantee of recommendation or membership. I understand that serving on the Montgomery County Green Bank Board of Directors will require disclosure of financial, business, or personal matters that could pose a conflict of interest for my capacity as a member of the Board of Directors. I am aware and agree to the circumstances that any eventual membership will be governed by Bylaws that the initial Board of Directors will compile in order to seek designation by Montgomery County to serve as the County's Green Bank. I acknowledge my best understanding and agreement to these statements by signing below.

<b>Printed Name:</b>	
<b>Signature:</b>	
<b>Date:</b>	