

## **Board of Directors Nomination and Election Policy**

The Board will establish a Nominations Committee (the “Committee”) as soon as reasonably possible following the annual general meeting (AGM) the composition of which shall include at least two Directors. The Committee may include the Executive Director as an ex-officio member.

The Committee will be responsible for ensuring the Board nomination and election process is carried out in an appropriate manner in accordance with the Bylaws and this policy, as amended from time to time.

In that regard, the Committee will:

- a. Set dates that mark the opening and close of the nominations period. The nomination closing date must not be less than forty-five (45) days before the date set for the next annual general meeting.
- b. Solicit and receive nominations.
- c. Review/interview the nominees based on skills, experience, education, diversity, employment history, and ability to contribute as Directors and report their overall suitability to the Board of Directors immediately subsequent to the date upon which nominations close.

The Board may, but are not required to, endorse nominees.

Nominations must be in writing on a form approved by the Committee and must be signed by at least two Members in good standing. No current member of the Committee may be nominated for election and any such nominations received are void.

A nominee must confirm in writing that the nominee:

- a. Has disclosed all personal, employment, and business relationships with the Society and its employees, suppliers, contractors, and Directors
- b. Has disclosed all conflicts between the nominee’s personal interests and those of the Society
- c. Will disclose any conflicts of interest as soon as they arise
- d. Will comply with the Constitution and Bylaws, and any policies set by the Directors
- e. Consents to act as a Director of the Society once elected/re-elected

Each nominee will submit a maximum 250-word candidate statement with a headshot to be circulated to the General Members and posted on the South Island Division’s website.

### **Election Procedures**

Voting for the Board of Directors will be done through a third-party electronic voting system prior to the AGM. Votes will not be cast at the meeting itself and nominations will not be permitted from the floor.

Electronic voting will be open for at least one week.

An independent monitor will tabulate the electronic votes with oversight from the Committee. The independent monitor will provide the Committee with the results which will be shared with the Board and the candidates prior to being announced via the e-bulletin (when the schedule allows) and at the AGM.