

# **EGRC NOMINATING COMMITTEE PROCEDURE**

**THIS PROCEDURE IS IN ACCORDANCE WITH THE EGRC BY-LAWS AND IS ESTABLISHED TO ASSIST THE NOMINATING CHAIR AND COMMITTEE TO FULFILL THEIR DUTIES IN A DEFINED AND ACCEPTABLE MANNER TO GRCA, THE EGRC BOARD, AND ENTIRE CLUB MEMBERSHIP.**

**THIS PROCEDURE MAY BE MODIFIED BY WRITTEN SUBMISSION OF THE PROPOSED CHANGES TO THE EGRC SECRETARY AND SUBSEQUENT EGRC BOARD MAJORITY VOTE OF APPROVAL OR NON-APPROVAL OF THE RECOMMENDED CHANGES. SUCH MODIFICATION CAN TAKE PLACE ANY TIME IN THE CLUB YEAR BUT IS NOT FEASIBLE TO ENACT DURING THE PERIOD WHEN A NOMINAING COMMITTEE IS IN SERVICE DUE TO THE BOARD APPROVAL PROCESS.**

**THE EGRC BY-LAWS PERTAINING DIRECTLY TO THE NOMINATING PROCEDURE STATE IN ARTICLE IV, SECTION 4, THE FOLLOWING:**

**“NOMINATIONS. No person shall be a candidate in the Club election who has not been not been nominated. During the month of August, the Board shall select a Nominating Committee consisting of three members and two alternates, not more than one whom may be a member of the Board. The Secretary shall immediately notify the committeeman and alternates of their selection. The Board shall name a Chairman for the committee and it shall be such person’s duty to call a committee meeting, which shall be held on or before September 1<sup>st</sup>.**

- a. The committee shall nominate one candidate for each office and positions on the Board and, after securing the consent of each person so nominated, shall immediately report their nominations to the Secretary in writing.**
- b. Upon receipt of the Nominating Committee’s report, the Secretary, at least two weeks before the October meeting, shall notify each member in writing of the candidates so nominated.”**

## **ADDITIONAL INFORMATION FOUND ELSEWHERE IN THE BY-LAWS:**

**NO CLUB MEMBER MAY BE ELECTED TO THE BOARD OF DIRECTORS WHO HAS NOT BEEN A MEMBER OF THE CLUB FOR AT LEAST ONE YEAR. EACH BOARD MEMBER SHALL BE A RESIDENT OF THE UNITED STATES. NO MEMBERS MAY HOLD THE SAME ELECTED OFFICE FOR MORE THAN SIX CONSECUTIVE YEARS.**

**It should be noted that the one year membership may include any past membership years, thus an eligible member may have rejoined the club in the current year but has one or more years of eligible membership status in the past. The Club Secretary shall include**

**these members in the eligibility list given to committee members.**

## **FORMATION OF THE NOMINATING COMMITTEE**

### **BOARD PROCEDURE**

The Board, as part of their July Board Agenda, shall discuss the formation of the Nominating Committee for the Officer and Board positions for the following Club year. The Secretary shall distribute a list of all eligible members to each Board member for perusal. It is highly recommended that each Officer and Board member do their homework in advance and come up with recommendations as to who they think would be good candidates to serve on the Nominating Committee, as this is a Committee that carries a high level of responsibility, and directs the future of The Club. Board members can approach other Club members about the possibility of serving on the Committee, with the understanding that they are merely on a fact-finding mission, and that formal appointments are not final for another month, until August. In this way, the Board will be able to intelligently discuss not only who is eligible to serve on the Committee, but also who has a high likelihood of agreeing to serve. The By-Laws allow for one Board member to be eligible to sit on this committee and the presiding officer should poll the Board for a volunteer for this assignment. As there is no mandate that a Board member must sit on the committee, if there is no volunteer then the entire committee selection shall be from all eligible Club members. The Club Secretary will record the candidate names and discussion will follow. Of the names offered by the Board, three shall be suggested as committee members and two shall be suggested as alternates, with a suggestion as to who the committee Chair shall be. To aid the Secretary's contact and fulfillment of five names for the committee, it is recommended that additional candidate names be discussed and added to the Secretary's list in rank order. Only the five prime names, including the name of the recommended Chair, shall appear in the meeting minutes, with a note that, if necessary, additional names were discussed and agreed upon.

The Club Secretary shall contact by telephone or similar expedient method the selected names as soon as possible after the meeting, with the committee Chair recommendation being the first contact, and stating the composition of the proposed committee to each individual. If any recommended committee name chooses not to serve, an option remains for that person to fill as an alternate committee member. The Secretary will delete or rearrange the names as individuals are contacted and preferences determined, using the additional names in rank order as required.

The Secretary, after contacting the number of candidates necessary to fill the required positions, shall immediately inform the Board of the proposed Nominating Committee Chair with members and alternates. This can be fulfilled via telephone, email, or similar expedient method. These names will then be put before an official vote at the August Board meeting, pursuant to EGRC By-Laws.

If there exists an unfilled position, either member or alternate, the Secretary shall immediately inform the presiding officer as to the circumstance, who shall communicate the issue to all

Board members and resolve it in an expedient manner. Concurrence of the majority of the Board will authorize the presiding officer to inform the Secretary as to further action required.

Upon the final section of the Nominating Committee during the August Board meeting, the Club Secretary shall send the Nominating Committee Chair and each member and alternate member a notice of the Officer and Board positions to be filled for the following year. The positions of President, Vice President, Secretary, and Treasurer require a candidate and two of the four Board positions normally require candidates. Special circumstances may have arisen where the Board candidate positions may vary and will be explained in the Secretary's notice. USPS shall deliver this notice.

The Club Secretary shall provide a list of all eligible Club members to hold a Board position to each committee member and alternate member. Nominating Committee members are to remember that Club members that are to be appointed to Officer or Board positions must not be in violation of The Club's Code of Ethics.

The presiding officer shall adjourn the Nominating Committee when their function has been completed to the satisfaction of the Board.

#### **THE NOMINATING CHAIR POSITION**

The Nominating Committee Chair, upon acceptance of the Chair position and receipt of the names of the committee members and alternates, shall receive in addition to the committee members/alternates, a copy of the complete Club By-Laws, a copy of The Club's Code of Ethics and a copy of the "Nominating Committee Procedure", (this document,) from the Club Secretary. If, after thoroughly reading and comprehending these documents there are procedural questions or clarification required, those issues shall be directed to the Club President or presiding officer for resolution.

To set up the line of communication between the entire committee, which shall always include the members and alternate committee members, the Chair shall contact each member and alternate as to how s/he plans to hold meetings and communicate with the members, be it telephone, email, meetings only, or a combination of all. Agreement must be attained from all committee members and alternates. Conference calls can sometimes save time when used expeditiously, as can a committee (group) emailing protocol.

The Chair shall schedule and conduct a committee meeting on or before September 1<sup>st</sup> of the current year. However, with prior arrangement and committee approval, they may convene via a telephone conference call or email group discussion.

Meetings called by the Chair or requested by a member shall be held when all members can attend and at a place that is agreeable to all. No meeting shall be scheduled so as to conflict with known or unknown member activities or at a location exceeding 40 miles from any

members home, and accessible by all members. However, it is feasible that a meeting can be called at a time and location at a greater distance if all members are in accord, such as at a show or trial where all will be present.

The Chair shall preside over all meetings and provide an interface when/if there is a conflict of views and it is to the detriment of the committee as a whole.

There shall be no implied default to a lack of response from a committee member; if there is no response by a member on an issue requiring either a vote or opinion; then it is the Chair responsibility to obtain the required input from the member by whatever method required. If the member is completely out of touch by any method, then the recourse shall be to call on an alternate member to fill the seemingly vacated position.

The Chair shall notify the Club presiding officer of the necessity of moving an alternate to a full member position together with the replaced person's name and reason(s).

When the committee has names of members who have been personally contacted and have verbally or in writing agreed to run for the named position, s/he will conduct a vote of the full committee with s/he included. This vote shall be taken by the position requiring a candidate with an associated name. A designated committee person will record the vote results and a majority rule shall prevail for each position.

If necessary, the position of Club Secretary and Club Treasurer may be combined into one position with agreement from the nominee. However, every resource should be used to fill these positions independently as they are positions of responsibility and may be overly time consuming when merged.

If there is no majority because of an abstaining member, then further discussion and/or additional nominees will be required. The Chair shall resolve and decide what course of action is required and so direct the committee.

A report shall be written by the Chair and sent to the Club Secretary that lists the positions to be filled and the committee's nomination. The report will be sent by the Chair to the Club Secretary by September 15<sup>th</sup> to facilitate the announcement of the slate to the Club membership in the October Club newsletter.

### **The Nominating Committee As A Whole**

All committee members and alternatives shall have a current copy of the "Everglades Golden Retriever Club, Incorporated Constitution and By-Laws", a copy of The Club's Code of Ethics and a copy of the "Nominating Committee Procedure", (this document), supplied by the Secretary or the Nominating Chair.

All committee members shall communicate on a regular basis during their service on the committee.

In the event that a personal issue arises that prevents a member to be absent for a short period of time, such as business travel or a weekend show/trial, that member should communicate the time period of their absenteeism to all other members as soon as it is known.

In the event of an extended absence, perhaps more than five days, it will be the Chair responsibility to determine if an alternate member shall fill the vacated position or if the committee can function and progress without the members presence and opinion / vote count. However, if the absent member can be communicated with via telephone, email, or like medium, it is of lesser importance than being out of communication entirely.

Each committee member, so as to not delay the progress of the committee as a whole, should address immediate response and follow-up on current committee business quickly. If email is used as a communications tool, then every member and alternate should be prepared to read and respond on a daily basis.

There shall be no implied default in a lack of response to a telephone call or email; the importance of input by each member is primary, necessitating some opinion or vote.

Minutes may be taken at any meeting and kept by the Chair, but these minutes shall not be given to the Club Secretary nor in any way published to the Board and/or the Club membership at any time, present or in the future. However, these minutes may be used to confirm a meeting(s) and committee attendance if requested. They also may be paraphrased to confirm voting on a selected candidate or their selected slate of Officers/Board members, but only as requested by the presiding officer of the Board.

The committee shall prepare an agreed upon slate of nominee's for each position to be filled. Committee members contacting any eligible and qualified Club member for their feelings about running for any position that requires filling can accomplish this. While filling the officer positions take first priority, often an individual shall have a preference for either an Officer or Board position and that preference should be made known to all committee members.

If necessary, the position of Club Secretary and Club Treasurer may be combined into one position with agreement from the nominee. However, every resource should be used to fill these positions independently as they are positions of responsibility and may be overly time consuming when merged.

Each individual selected for a position shall be contacted directly and personally by a designated committee member and told of the committee choice and the position to be filled. A verbal or a written (i.e., email) commitment is acceptable.

All three full members shall vote upon the final slate of individual nominee's; a partial member vote is invalid and cannot be accepted by the Club Board. There cannot be any abstentions. The Chair, with concurrence of the committee, will decide the method to take this vote. It can be done via telephone, email, USPS, or any acceptable method agreed to by the committee. The vote shall be on each candidate / position. A majority affirmative vote shall rule for each position to be filled.

The resultant slate of Officers and Board nominee's shall be sent as a report to the Club Secretary immediately by the Chair, with copies sent to each member and alternate at the same time. The report, in part, will state that the entire committee has knowingly voted on each nominee and the committee is in agreement that the enclosed list is as stated.

The report will be sent by the Chair to the Club Secretary by September 15<sup>th</sup> to facilitate the announcement of the slate to the Club membership in the October Club newsletter.

Any committee member not in agreement or having an issue with the committee procedure shall immediately, and no longer than five business days, notify the Chair and Club presiding officer, stating the relevant issue(s) in detail. The presiding officer, with agreement of the Board, shall immediately take whatever action required remedying the situation.

### **Failure To Fill All Board Positions**

All Officer positions must have one nominee. However, there have been historical occasions when the committee has not been able to completely fill all the open Board of Director positions with an eligible and qualified candidate. In this situation, the Chair and committee must take the issue to the Club presiding officer and further discussion will ensue. As a minimum resolution and after thorough evaluation, the presiding officer, with Board agreement, may accept an incomplete Director slate. There may be a candidate(s) that is nominated from the floor prior to the general election, or the empty slot(s) may be filled as an appointment by the following years Board. This intent must be stated to the general membership when the nominating committee slate is published in the October Club newsletter. The Nominating Committee must make every effort to fill, in particular, the Officer positions, and must be mindful that with the combination of the Secretary/Treasurer position, two potential slots can be filled with the appropriate person, when scouting the membership roster.

### **Alternate Committee members**

Alternate committee members are not required to attend meetings, but they should be notified of all meetings by the Chair and encouraged to attend at their personal discretion. However, it is strongly advised that they receive all written communications to provide a background should it be necessary for one or more alternates be called to serve as a regular member.

### **Absenteeism**

#### **Planned Absence For A Meeting**

There may be times when it is unavoidable for a committee member to attend a scheduled

meeting with only short notice. This is understandable but must be communicated to the Chair immediately. The Chair shall review the business to be covered at the meeting and reschedule the meeting in a time period supporting the committee progress.

### **Failure To Communicate**

If the circumstance arises that one or more of the full members of the committee repeatedly fails to respond to committee communications and is detaining the committee's work, the Chair shall so notify the individual via USPS if necessary, and with just cause immediately replace the full member with an alternate member. The Chair shall notify the Club President prior to the action taken for affirmation of intent. The alternate member shall then take on the position of full member until the Club presiding officer has adjourned the committee.

**Origination: April 16, 2002**

Policy formally adopted by EGRC Board on April 16, 2002