

# **BYLAW NO. 3 – APPOINTMENT OF MEMBERS TO THE BOARD OF DIRECTORS & ELECTION OF OFFICERS**

## **I. NOMINATIONS COMMITTEE**

- 1.01 The Nominations Committee:
- (a) shall be comprised of:
    - (i) the President;
    - (ii) the Vice-Presidents;
    - (iii) the Immediate Past-President; and
    - (iv) one other person elected from and by the Board of Directors for a one-year term;
  - (b) shall be responsible for the application of this Bylaw; and
  - (c) will search, screen, interview and propose to the Board of Directors, candidates for appointment to the Board of Directors.
  - (d) will screen, interview and propose Officers candidates for election at the first Board of Directors meeting after the Annual General Meeting of members.
  - (e) all submissions will be contacted with regard to their placement on the Board of Directors and/or the Alumni Association.

## **II. CALL FOR NOMINATIONS TO THE BOARD OF DIRECTORS**

- 2.01 A call for nomination:
- (a) shall be advertised at least four weeks before the close of nominations (for the next Board term); and
  - (b) shall provide the description of the Board of Directors positions for which nominations are sought, the applicable deadlines, and an explanation of the appointment process or a reference as to where that information may be obtained.
- 2.02 Nominations shall be accompanied by a cover letter indicating the position sought and any such other documents or information which may be required by the Nominations Committee.
- 2.03 The Nominations Committee shall consider all nominations received and may, notwithstanding the nominations received, give consideration to any other candidate it may deem desirable.

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## **III. ELIGIBILITY FOR APPOINTMENT TO THE BOARD OF DIRECTORS**

- 3.01 Any person who is an alumnus of Lakehead University may be considered for appointment to the Board of Directors, with the exception of staff members of the Lakehead University External Relations Department.
- 3.02 In proposing candidates for appointment to the Board of Directors, the Nominations Committee should be guided by the following considerations:
- (a) matching a candidate's skills and competencies to the identified needs of the Board or position;
  - (b) maintaining continuity while renewing the membership;
  - (c) including representation based on the geographical diversity of the Associations members;
  - (d) encouraging demographic diversity; and
  - (e) no person should occupy the same position for more than five consecutive years;
- 3.03 Questions of eligibility shall be referred to and decided by the Nominations Committee.

## **IV. ELIGIBILITY FOR APPOINTMENT TO OFFICER POSITIONS**

- 4.01 In proposing candidates for Officers positions, the Nominations Committee will be bound by the following considerations:
- (a) For the position of President, candidates must have served on the Board of Directors for at least two consecutive years prior to election;
  - (b) For the positions of Vice-President and Secretary/Treasurer, candidates must have served on the Board of Directors for at least one year prior to election;
  - (c) For the position of Alumni Representative to the Board of Governors of Lakehead University, the candidate must have served a minimum of four years on the Board of Directors.

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## **V. REPORT OF THE NOMINATIONS COMMITTEE**

- 5.01 The report of the Nominations Committee shall:
- (a) include the names of candidates proposed for appointment to the Board of Directors and the number of nominations received but not retained;
  - (b) be forwarded to the members of the Board of Directors and posted on the Association's website at least twenty-one calendar days prior to the date of the Board of Directors meeting at which the slate will be presented.
- 5.02 Notwithstanding Section 5.01 of this Bylaw, if a proposed candidate declines to accept the position of Director prior to the Annual General Meeting of members, the Nominations Committee may propose another candidate in his stead without notice.
- 5.03 The immediate Past-President shall report the Nominations Committee's recommendations to the Board of Directors and at the Annual General Meeting of members.
- 5.04 A motion to concur in the Nominations Committee's Report:
- (a) may be moved without notice;
  - (b) may be subject to debate for a period not exceeding one hour;
  - (c) may be amended by a two-thirds majority of the members present and voting if a notice of amendment was filed with the Secretary/Treasurer at least seven days in advance;
  - (d) shall, if carried by a majority of the members present and voting, constitute a resolution for the appointment of the proposed candidates to the Board of Directors; and
  - (e) shall, if defeated, constitute an order for the re-appointment for an additional term of those appointed directors whose term was due to expire.

## **VI. PROCEDURE FOR ELECTION OF OFFICERS**

- 6.01 At the first Board meeting after the annual General Meeting of members, the Nominations Committee will present a slate of candidates for election to Officer positions. The slate shall contain one candidate for each position available.
- 6.02 The Chair of the Nominations Committee will ask if there are any nominations from the floor:
- (a) if there are no nominations from the floor, the slate of candidates for Officer positions will be considered appointed to their respective positions;
  - (b) should there be a nomination or nominations for one or more Officer positions, an election will be held for said positions with the candidate receiving a majority of votes cast being declared the winner.