

NOMINATING COMMITTEES

I. OBJECTIVE

The success of GVEA is critically dependent on having a board of directors who are engaged, willing to put forth the effort necessary to understand and address the issues and concerns facing GVEA and its membership, and who are committed to representing the interests of GVEA's entire membership. Nominating committees play an essential role in identifying qualified candidates for the GVEA Board of Directors. This policy establishes guidelines to assist nominating committees in achieving this important objective and to ensure that guidelines for the nomination of directors are followed by the nominating committees.

II. POLICY

A. Composition of Nominating Committees

1. In seeking candidates to serve on nominating committees, GVEA will advertise in the districts from which a director is to be elected, encouraging members from those districts to apply for appointment to the nominating committee for that district. Member Advisory Committee (MAC) members for the districts from which directors are to be elected are strongly encouraged to apply to serve on the nominating committee. Directors may not serve on a nominating committee.
2. Once the nominating committee application period has closed, GVEA staff will review all applications to ensure that the applicant(s) meet the qualifications set forth in GVEA's Bylaws (Article V, Section 3 (a through g)). Applications that meet the qualifications will be submitted to a Selection Task Force comprised of MAC members not from districts up for election. The Selection Task Force will review the applications and submit to the GVEA board a list of not less than three (3), nor more than seven (7), applicants from each district from whom a director is to be elected.
3. The board will review the list of applicants submitted by the Selection Task Force and will appoint not less than three (3), nor more than seven (7) members from each district to the respective nominating committees. Directors will abstain from voting when a nominating committee is to be appointed for their district.

B. Responsibilities of Nominating Committees

1. Within thirty days after nominating committees are appointed, the Board Secretary (or designee) and a designated staff member will hold an orientation to instruct all nominating committee members on their duties and

responsibilities. The orientation will include, at a minimum, a review of the duties specified in GVEA's Bylaws (Article V, Section 4), and a review of the following GVEA Policies: 2.1 (Authority and Functions of Directors); 2.7 (Qualifications of Directors); 2.8.1 (Seating of Directors). Nominating committee members are required to attend an orientation.

2. In order to better understand the role and function of the board of directors, nominating committee members are strongly encouraged to attend at least two board meetings and review past board meeting member books and minutes that are located on the GVEA website.
3. GVEA's Bylaws (Article V, Section 4a(4)), allow nominating committee members to seek nomination to the board of directors. However, to avoid any appearance of impropriety, a nominating committee member seeking nomination to a board seat must declare their candidacy before the second nominating committee meeting (excluding the orientation meeting). Failure to withdraw from the nominating committee before the end of second nominating committee meeting automatically disqualifies that person from being nominated as a board candidate by committee.
4. Nominating committees are responsible for actively seeking candidates to serve on GVEA's Board of Directors who meet the qualifications set by GVEA's Bylaws. To assist the nominating committees in this responsibility, GVEA will advertise in the districts from which a director is to be elected, encouraging members from those districts to apply for nomination. Once the deadline for director applications has closed, GVEA staff and Board Secretary (or designee), will review the applications to ensure that each applicant meets the qualification requirements as set forth in GVEA's Bylaws (Article V, Section 3). All applications that meet the qualification requirements will be forwarded to the respective nominating committee.
5. Nominating committees have the responsibility to evaluate each applicant consistent with the guidelines specified in GVEA Policy 2.7 (Qualification of Directors). Nominating committees will interview all applicants from their district and nominate at least two candidates who the committee members think will perform the duties and responsibilities of a director and will represent the best interests of GVEA's entire membership. A nominating committee's nomination of an applicant is an endorsement by the committee.
 - a. If the nominating committee fails to submit at least two candidates for election as required by GVEA's Bylaws (Article V, Section 4a(3)), the committee will be disbanded by the board. Those applicants not submitted for election due to the nominating committee having been disbanded, must seek nomination through the petition process (Article V, Section 4c), in order to be placed on the ballot for election to the board.

- b. Persons not nominated by the nominating committee may seek nomination through the petition process as set forth in GVEA's Bylaws (Article V, Section 4c).
 - c. For the financial best interest of GVEA and its membership, if the deadlines have passed for nominations, by committee and petition, and there is only one qualified candidate seeking election, no election will be held provided that the board appoints that candidate pursuant to GVEA's Bylaws (Article V, Section 2(a)). In the event the board declines to appoint that candidate, an election will proceed with that candidate as the only name on the ballot.
6. Nominating committee members will receive the same meeting attendance fee and mileage reimbursement for each approved meeting as do MAC members.

III. RESPONSIBILITY

- A. The President & CEO will be responsible for overall compliance with the administration of this policy.
- B. The Chairman of the Board will ensure that the board complies with this policy.

ADOPTED: November 27, 1989
AMENDED: September 24, 2018