



Islands Trust Fund

POLICY MANUAL

Code: TFB 94008

Policy X Procedure Guideline

Title: Election of Trust Fund Board Chair

Approved By: Trust Fund Board Resolution #: TFB 94/93 Date: December 19, 1994

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Chair Signature:

References: Trust Fund Roles and Responsibilities (TFB 96009); Board Standards of Conduct (TFB 02011)

PURPOSE:

To establish an election process for the Trust Fund Board Chair (the “Chair”) from among Trust Fund Board (the “Board”) members.

DETAILS:

Chair Election Timing

1. The election of Trust Fund Board Chair will be held at the first regular meeting of the Board of each calendar year.
2. Should a vacancy in the Chair arise for any reason, the election of the Chair of the Trust Fund Board will be held at the next regularly scheduled meeting.
3. If the Chair position becomes vacant between regular Board meetings, and operations will be disrupted by waiting for the next Board meeting to elect a new Chair or Acting Chair, the Trust Fund Manager (the “Manager”) or his/her designate will poll Board members as to their willingness to serve as Acting Chair. If necessary, an election will be held by confidential e-mail ballot to the Manager.

Chair Election Procedure

4. The Manager, or staff person designated by the Manager, will act as Presiding Officer for the purpose of conducting the election.
5. The Presiding Officer will call for nominations and accept and record each nomination

that is:

- a. made by a Board member, other than the nominee;
 - b. seconded by a Board member, other than by the nominee; and,
 - c. accompanied by an indication of the nominee's willingness to stand as a candidate.
6. The Presiding Officer will call three times for nominations, after which time nominations will be closed.
7. If only one nomination is accepted and recorded for the Trust Fund Board Chair position, the nominated candidate is elected to that position by acclamation.
8. After recording nominations and if an election is required, the Presiding Officer will call a recess to prepare ballots showing all candidates' names in alphabetical order. Once the ballots are prepared, the Presiding Officer will reconvene the election and distribute the ballots to the Board members.
9. Voting is by secret ballot, and proxy voting is not permitted.
10. The Presiding Officer will collect and count the ballots, and will announce the election of the successful candidate.
11. The Presiding Officer will destroy the ballots when the election is completed.

Tied Vote

12. If the votes for the top two candidates are tied and there were more than two candidates the election process will be repeated among the top two candidates. If there is again a tied vote, the Chair will be selected by lot.
13. If the votes for the top two candidates are tied and there are only two candidates, the Chair will be selected by lot.

No Willing Candidates

14. If there are no candidates willing to stand for election for the position of Chair, and the outgoing Chair is still serving on the Board, the outgoing Chair has the option of serving as Acting Chair until such time as a candidate is willing and an election may be held.
15. If there are no candidates willing to serve as Chair or Acting Chair, including the outgoing Chair, the Acting Chair position may rotate among Board members by alphabetical order by last name (excluding those who cannot be reached for signing documents), until such time as a member agrees to serve as Chair for the remainder of the year.

Designating a Temporary Chair

16. At a regular Trust Fund Board meeting which the Chair or Acting Chair cannot attend, the Chair or Acting Chair may appoint a Board member to act on his/her behalf for that meeting. If this appointment is not made, the Board will choose a Board member to act as temporary Chair of the meeting, by resolution.

