IES NOMINATING COMMITTEE PROCEDURES

Introduction
Serving as a member of the Nominating Committee is one of the most important responsibilities undertaken by a member. The deliberations and decisions of this committee affect the governance and direction of the Society, not only for the next fiscal year, but for several years in the future. Members of this committee should be familiar with the strategic direction of the Society and look for skills in candidates who will be able to help the Society reach its strategic goals. This responsibility is to be taken with serious consideration.

The goal of the Nominating Committee is to select a balanced slate of candidates to serve on the IES Board of Directors who are capable and willing to commit time to accomplish their assigned duties. In determining the slate, members of the Nominating Committee should be aware of the Society’s strategic initiatives; members should be aware of Society’s activities, among which include Membership, Section, and Regional activities, the process that leads to the development of the Society’s technical documents; and the involvement of the IES with its strategic partners and other organizations.

Nomination and Election as per IES Bylaws

7.01 Nominations

(A) Each year a Nominating Committee shall be formed and shall be comprised of:

i. the most recent Past President not currently serving on the Board (Past Past President), who also serves as Chair of this committee;

ii. the immediate Past President currently serving on the Board;

iii. one (1) regional representative from each of the Regions of the Society, selected by their respective District Councils;

iv. three (3) at-large representatives appointed by the Board; and

v. not more than two (2) of the seven (7) regional or at-large representatives may currently be serving on the Board.

(B) Regional and at-large representatives will serve a two (2) year term, and may not serve consecutive terms. These terms are staggered so that two (2) regional and either one (1) or two (2) at-large representatives are elected annually.

(C) The Nominating Committee shall prepare a slate of at least one (1) candidate for each office to be filled with those deemed best qualified to perform the duties prescribed. The slate shall be submitted to the Executive Director postmarked no later than December 15.

(D) In a Region where the term of the Regional Director is expiring a Regional Nominating Committee (RNC) shall be formed, chaired by the Chair of one (1) of its respective Districts. The RNC shall include the President and Secretary of each Section within its respective Districts or designated alternate delegates from Section Boards of Managers, and the respective District Chairs and Vice Chairs. The RNC shall forward to the Executive Director the name or names of one (1) or more nominees for the office of Regional Director in that Region no later than November 15.

(E) Further nominations may be made only by the petition in accordance with the Policies of the IES and submitted to the Executive Director postmarked no later than January 15.

7.02 Election
(A) An annual ballot shall be forwarded in accordance with the governing laws of the State of New York to each eligible voting member In Good Standing by the Executive Director, not later than March 1. Each ballot shall contain:
  i. nominations for Officers and Directors presented by the Nominating Committee;
  ii. nominations for Regional Directors;
  iii. qualifying nominations by petition;
  iv. spaces for write-in votes for each office appearing on the ballot; and
  v. any matter that properly may be sent to the membership upon the direction of the Board.

(B) For inclusion in the official tabulation, ballots shall be returned in a manner which will assure secrecy of the vote cast and must reach the headquarters of the Society not later than April 15.

(C) Each elected Officer and Director shall be elected by a majority vote of the eligible voting members In Good Standing present at the Annual Membership Meeting or voting by proxy, as specified in Section 5.01.

7.03 Inspector of Elections – The two (2) Inspectors of Elections shall be the Executive Director and an additional Inspector as appointed annually by the Board. The Executive Director shall:

(A) arrange for the prompt publication of the results in the designated official publication of the Society;
(B) retain the ballots until after the Annual Members Meeting of the following year as to allow for an audit by the Board.

General Responsibilities of the Nominating Committee
Assist in the process by seeking out candidates for office and encourage those who are contemplating becoming a candidate. This is one of the most serious duties of members of the Nominating Committee.

Members of the Nominating Committee will be kept regularly informed of the status of declared candidates. Members have the responsibility of reviewing the list of declared candidates and of taking action prior to the scheduled meeting of the committee, when such action is necessary because of the lack of candidates or because of a perceived lack of confidence in a candidate who is the sole candidate for a particular office.

Prepare for candidate interviews by developing key questions to ask each candidate. Prepare for the Nominating Committee meeting by reviewing these procedures. Make sure that the alternate representative is fully prepared in the event that the alternate must attend the committee meeting.

Become familiar with the nomination materials submitted by candidates. Obtain additional background knowledge if deemed necessary to supplement the information distributed.

Preserve the confidential nature of the committee's decisions. DO NOT DISCUSS ANY PART OF THE NOMINATING COMMITTEE MEETING WITH THOSE OUTSIDE THE COMMITTEE.

Meeting of the Nominating Committee
The meeting of the committee shall occur in conjunction with the Society’s Annual Conference, or at another date, time, and location as determined by the Board of Directors. The Nominating Committee is a closed meeting of the Society and no one, other than the Chair, the committee members (or alternates), and a designated IES staff may be in attendance. Candidates may be present only for their own individual interview portion of the meeting.
It is expected that all committee members (or alternates) will be in attendance. The alternate should be in an on-call/available status to participate if the need arises. No proxies are permitted.

<table>
<thead>
<tr>
<th>MEETING</th>
<th>SCHEDULE</th>
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<tbody>
<tr>
<td>Part 1</td>
<td>The Chair shall convene the meeting.</td>
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<td>A designated staff person shall verify attendance of the official committee members or alternates.</td>
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<td>Procedures for the conduct of the Nominating Committee meeting shall be reviewed (including the issue of single/multiple candidates to be voted on as detailed on Page 7; see Alternate Voting Procedure for multiple candidate slate).</td>
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<td>Guidelines for candidate interviews shall be reviewed.</td>
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<td>Candidate interviews shall be conducted.</td>
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<td>Part 2</td>
<td>The Chair shall again remind the committee members of the procedures for voting (Page 6; see Voting Procedures).</td>
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<td>The Chair shall ask for a vote on the single/multiple candidate slate ballot choice to determine the procedure to be followed throughout the ensuing voting. (Page 6; see Voting Procedures, and Multiple Candidates – Alternate Voting Procedures). A majority of votes cast will determine the procedure to be employed.</td>
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<td>The Chair is a voting member of the committee.</td>
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<td>Unless otherwise noted in this document, Roberts Rules of Order will be the basis for all action. The Nominating Committee shall discuss and vote on candidates and develop a slate for the Society's ballot to be presented to the voting membership.</td>
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<td>The Chair shall summarize the results of the meeting, charge the committee with keeping confidence on the content of the meeting, and thank the committee for its service to the Society.</td>
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<td>Meeting shall be adjourned.</td>
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<td>The Chair shall be responsible for reporting the results of the Nominating Committee meeting to the Board of Directors.</td>
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NOTE: The Nominating Committee shall remain in existence until the end of the IES fiscal year (ending June 30) unless otherwise determined by the Board of Directors, and may be subject to recall if necessary.

PROCEDURES FOR CONDUCT

**Role of the Chair**
Chair the meeting, including the candidate interview portion.

Ensure that the procedures are followed and objectives met within the scheduled time.

4
Participate in the discussion of candidates.

Participate as a voting member of the committee.

Notify the candidates of the outcome of the voting immediately after the Nominating Committee meeting.

Notify the Board of Directors of the results of the Nominating Committee meeting.

**Candidate Interviews**

Based on the number of candidates requesting interviews, the Chair determines ahead of the meeting how much time shall be allocated to each candidate for a presentation/question session with the committee. (It is recommended that a presentation be no more than 10 minutes, followed by 10 minutes of questions/answers except for candidates for the position of Vice President (President–Elect); in that case 15 minutes should be allowed for his/her presentation and 15 minutes for the question/answer period.

Candidates are to be assigned a specific time to appear before the committee. The Chair shall request the IES staff to receive the candidate and provide a seating area outside (and away from) the committee meeting to wait for the interview. Candidates may not sit in on any part of the committee meeting, either before or after their interview.

In the event that a candidate is not able to be present at the Nominating Committee meeting interview session, he/she may appoint a spokesperson to appear before the committee for the interview process. If that spokesperson is a member of the Nominating Committee, he/she may be present for other candidate interviews, discussion and voting. If that spokesperson is not a member of the Nominating Committee, then he/she shall leave the interview session immediately following his/her presentation and prior to any discussion. The candidate may choose to participate in the interview via teleconference.

**Guidelines for Conduct of Candidate Interviews**

Remember that the interview may be a stressful event for a candidate. Make every effort to create an inviting and friendly atmosphere.

Candidates will be interviewed by appointment, but not necessarily in the order in which voting will occur.

The Chair should introduce the candidate and ask him/her to proceed with the presentation. Questions will follow.

Candidates have been given presentation guidelines at the time of the interview request. The Chair should make sure that the candidates adhere to the allocated time for presentation and that the committee confines its question period to the time limit.

All candidates are to be treated equally in the amount of interview time allocated; each candidate, however, need not take the maximum time allocated.

**Nominating Procedures**

The Nominating Committee meeting is a closed IES committee meeting and no minutes are to be taken.

Candidates shall be nominated at the table -- the name of the candidate must be proposed for a specific office by a member of the Nominating Committee and the name must be seconded in order for the candidate to be placed in nomination. Any name not seconded shall receive no further consideration for discussion or vote and shall not be considered a candidate.

No candidate who has not previously declared his/her candidacy and filed all forms and statements with the IES office in accordance with the Candidate Guidelines shall be placed in nomination.
A candidate, who is not selected by the Nominating Committee to run for his/her designated office, will not be allowed to be nominated for another office during this election year.

Offices for which nominations are sought shall be discussed and voted upon in the following order:

- Vice President (President–Elect)
- Treasurer
- At-Large Directors

Before any discussion of candidates occurs, a motion to close nominations shall be made.

Discussion of the candidates shall occur by office, following acceptance of the motion to close nominations for that office and prior to voting. Committee members are urged to be open and candid in their remarks about each nominee. (The substance of the discussion is to remain within the Nominating Committee and shall not be revealed to anyone outside the committee).

The Chair shall make sure that all committee members have an opportunity to provide input to the discussion at least once and shall then recognize those who wish to make additional comments. The Chair shall exercise judgment in controlling the duration of the discussion.

At the conclusion of discussion, the Chair shall entertain a motion to call for the vote.

**Emergency Nominating Procedure for Candidate Vacancy**

A Candidate Vacancy Emergency would automatically exist if no candidates are actively declared at the time of the committee meeting, if no candidates are placed in nomination, or if, in the case of a single declared candidate, the candidate does not receive the support of the majority of the committee members voting.

If such an emergency situation exists because no candidates have declared themselves, the Chair shall then declare an emergency and open nominations from the floor. A vote can be taken at the meeting or by ballot (teleconference, electronic, etc.) after the meeting. If an emergency exists because no candidates are placed in nomination or because a single declared candidate is not placed on the ballot, the Chair will declare an Emergency. In these cases, members of the Nominating Committee will, shortly after the meeting, seek appropriate candidates. Such candidates must be proposed and seconded by members of the Nominating Committee. A ballot (teleconference, electronic, etc.) will subsequently be issued.

Members of the Nominating Committee will be kept regularly informed of the status of declared candidates. Members have the responsibility of reviewing the list of declared candidates and of taking action prior to the scheduled meeting of the committee, when such action is necessary because of the lack of candidates or because of a perceived lack of confidence in a candidate who is the sole candidate for a particular office.

**Voting Procedures**

It is a requirement that all members (or alternates) be in attendance and that no constituent group be without representation. (However, should unforeseen circumstances produce absences, a quorum shall be considered to be two-thirds (2/3) of the committee members, or alternates).

Votes for nomination - a majority of votes cast. For multiple candidates for each office see Alternate Voting Procedure (below). The Chair is a voting member of the committee.

Votes shall be cast secretly and in writing.

A designated IES staff person shall be assigned by the Chair to tally the votes. A report of the tally shall be given immediately after each office is voted upon and the results given in terms of "received a majority," "candidates tied," without specific tally count.

A majority of votes cast will determine candidacy.
Multiple Candidates for Office
According to the Bylaws, at least one nominee for each office shall be presented by the Nominating Committee for the ballot.

The Nominating Committee is made up in any given year of a group of people who are among the most knowledgeable about the Society and its needs, and they should, therefore, be among the best qualified to select a candidate for each office.

If in any year, however, there should be, in the opinion of the committee, more than one outstanding candidate for a single office, the committee may wish to offer a multiple slate.

In such cases the committee shall follow the: Alternate Voting Procedure

Alternate Voting Procedure
The committee shall decide at the beginning of the voting procedure for all candidates that a multiple choice slate shall be offered if the voting results reflect the need. This procedure of multiple candidates shall then be followed for the entire ensuing voting on all positions.

A vote for each office is taken according to the regular voting procedure outlined above under Voting Procedures.

If a candidate receives a majority of five (5) votes cast, the choice offered on the election ballots is a single name. A candidate must receive a minimum of three (3) votes for further consideration by the Nominating Committee.

A maximum of two (2) candidates shall be nominated for each office. If more than two (2) exist after the second ballot, then the candidate with the least votes received will be eliminated and another vote taken.

Voting Procedures for At-Large Directors
A maximum of four (4) candidates can be nominated for the position of At-Large Director.

In the case of the position of At-Large Director, there are usually several candidates for three (3) positions requiring a slight variation on the voting procedures.

A first ballot (with each member of the committee voting for three (3) candidates) shall be taken to determine if there is a clear mandate for a single candidate or for more candidates with a majority of votes cast.

If one (1) candidate emerges with a majority, a second vote is taken on the other nominees to produce a second majority candidate. The same procedure will be followed to produce a third candidate.

If the first ballot does not produce a clear mandate, then a second round of voting shall occur. If there is still no mandate from a second round then the candidate with the least votes received will be eliminated and another vote taken. The process continues until three (3) candidates are selected.

If the Nominating Committee has elected to use the Alternate Voting Procedures then there is the opportunity to place multiple names on the ballot if the six (6) vote majority is not received by any of the candidates.

Unsuccessful Candidates
Society Policy P-1.2 (Nominating By Petition) provides the opportunity for any candidate not selected by the Nominating Committee to continue to seek nomination by means of the petition process.
Candidates shall have been advised of this option in the information provided by the IES office at the time the candidate declared his/her intent to seek nomination.