



ISLANDS TRUST CONSERVANCY BOARD POLICY

Policy number: 1.2

Title: Islands Trust Conservancy Board and Committee Elections

Approved By: Islands Trust Conservancy Board

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PURPOSE

To establish an election process for the Islands Trust Conservancy Board Chair (the “Chair”) and Vice Chair from among Islands Trust Conservancy Board (the “Board”) members and to establish an election process for Islands Trust Conservancy Committee (“Committee”) Chairs.

BACKGROUND

The *Islands Trust Act*, in section 40 (3), indicates that the Minister of Municipal Affairs and Housing may appoint up to 3 persons to serve at pleasure as members of the Board. The Act also indicates that 2 members will be elected from Trust Council and 1 member from Trust Council’s Executive Committee. From time to time, the Board may establish Committees to assist with its work.

Policy

Election Timing for Chair and Vice Chair

1. The elections for Chair and Vice Chair will be held at the first regular meeting of the Board of each calendar year.
2. Should a vacancy in the Chair or Vice Chair positions arise for any reason, an election will be held at the next regularly scheduled meeting.
3. If both the Chair and Vice Chair positions becomes vacant between regular Board meetings, and operations will be disrupted by waiting for the next Board meeting to elect a new Chair and Vice Chair, the Islands Trust Conservancy 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 email ballot to the Manager.

Chair and Vice 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 for Chair 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 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.
12. Following the election of the Chair, the Board shall elect a Vice Chair. The procedure for the election of Vice Chair shall be as set out in sections 4 to 11.

Tied Vote

13. 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 or the Vice Chair will be selected by lot.
14. If the votes for the top two candidates are tied and there are only two candidates, the Chair or the Vice Chair will be selected by lot.

No Willing Candidates

15. If there are no candidates willing to stand for election for the position of Chair or Vice Chair, and the outgoing Chair or Vice Chair are still serving on the Board, the outgoing Chair has

the option of serving as Acting Chair and the outgoing Vice Chair has the option as service as Acting Vice Chair until such time as a candidate is willing and an election may be held.

16. If there are no candidates willing to serve as Chair or Vice Chair, including the outgoing Chair or outgoing Vice 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 or Vice Chair for the remainder of the year.

Designating a Temporary Chair

17. If the Chair is unable to attend a meeting of the Board, the Vice Chair will act as Chair.
18. At a regular Islands Trust Conservancy Board meeting where the Chair and Vice Chair cannot attend, the Chair or Vice 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 as Chair of the meeting, by resolution.

Committee Chairs

19. The Chair of a Committee will be elected from among the members of the Committee.
20. The election for a Committee Chair shall be administered in the same manner as an election for the Board Chair as set out in sections 4-11.
21. Sections 13-17 of this policy apply to Committee meetings and Committee Chairs.

References

- Bylaw 2: A Bylaw to Regulate the Meetings of the Islands Trust Conservancy Board and Committees of the Islands Trust Conservancy Board
- 1.3 Islands Trust Conservancy Board Roles and Responsibilities
 - 1.4 Board Standards of Conduct