



## Voting and Election Procedures Policy

1/22/18

This document outlines the policies and procedures as it relates to article seven (7) on Elections of the National Association for Catering and Events (NACE)'s bylaws.

### Nominations

**Governance (Nominations) Committee.** The Board of Directors is establishing the following procedure through the governance committee charter for the selection of candidates to serve on the National Board of Directors to be approved by the certified delegates. As part of the Governance Committee role, they will also serve as the Nominations Committee.

As it relates to elections, the Governance Committee shall:

- Annually conduct a meeting to review the committee charter
- Review the board “self-assessment” to develop a target leadership profile
- Review and recommend position updates to position descriptions and expectations for board members, if applicable
- Review the call for nominations information, timeline and post call for nominations no later than February of each year
- Verify and evaluate potential board candidates’ qualifications and eligibility for office. The governance committee will present all approved candidates to the National Board of Directors.
- Should a national candidate’s eligibility come into question by means of a formal complaint by a sitting national board member, the committee will reevaluate that current national candidate member's qualifications and eligibility.
- Review and recommend a list of candidates, using specific criteria created and agreed upon by the committee members and approved by the national Board of Directors.

**Call for Nominations.** Each year, a Call for Nominations will be sent to all NACE members in February. Submissions will be forwarded to the Executive Director who will organize forms for the committee’s review process. Committee to review all submissions.

**Campaigning.** Candidates advocating a point of view are to be treated equally with respect to opportunities to communicate with Members (such as by the NACE email newsletter). The association reserves the right to reject any messaging in violation of the NACE Code of Ethics. Should the governance committee determine that the candidate’s message is misaligned with NACE’s code of ethics, the message will be returned to the issuer for revisions. If distributed by the candidate independently, that candidate risks being removed from consideration. The Association will include a statement specifying that the candidate or member, and not the Association, is responsible for that content.

The national office will distribute messages, at the request of any candidates, through the association’s communications platforms (email, website, and social media); so long as the candidate’s message is not political, religious, sexual or racist in nature.

### Delegates

**Voting Delegates.** Voting delegates shall be elected by the members of their primary chapter with voting rights to vote on their behalf. Every member who has been assigned a chapter (designated their primary chapter) and who holds a



professional membership with voting rights is entitled to vote in that chapter's election of delegates.

The NACE National staff coordinator (as appointed by the Executive Director or the Executive Director them self) for the Members-At-Large shall forward, by written electronic letter and at least thirty (30) days in advance of an Annual Meeting, a letter informing them that there is an opportunity to serve as a delegate for the national election. The staff coordinator will gather the responses from Members-At-Large who are interested in serving as a delegate. The staff coordinator will send the list to the total list of Members-At-Large, informing them of the members' intent to serve as a delegate, along with a ballot for Members-At-Large to confirm those delegates. A majority of the Members-At-Large must approve the delegates.

**Number of Delegates.** The professional members of each chapter for whom that chapter is their primary chapter shall elect one professional member delegate for every 25 Professional Members in good standing or portion thereof to vote on their behalf at national membership meetings of NACE (25 members = 1 delegate, 26 members = 2 delegates, 50 members = 2 delegates, 51 members = 3 delegates and so on). Said delegates must be NACE professional members in good standing and not subject to suspension or removal proceedings at time of election and at time of meeting.

Professional Members-at-Large with voting rights may, elect one delegate for every 25 Members-at-Large or portion thereof to vote on their behalf at national meetings of NACE. Said delegates must be NACE Professional members in good standing and not subject to suspension or removal proceedings at time of election and at time of meetings. NACE membership records as of May 15 of each year and certified by the Executive Director will determine chapter member numbers.

The process for electing members-at-large will be:

- NACE staff will provide a list of all members-at-large on May 1.
- NACE staff will notify the members-at-large about the opportunity to serve as a delegate in the national election.
- NACE staff will then notify the entire members-at-large about those interested. A ballot for electing those individual(s) who've indicated their interest to serve as a delegate.
- A quorum of members-at-large must return the ballots to elect the delegate.
- Election of the members-at-large delegate must be by unanimous consent, in other words, the quorum of members-at-large must all confirm their approval for that candidate to serve as the members-at-large delegate.
- Should the process not produce a members-at-large candidate (a quorum is not formed, unanimous consent is not given) then the national board will appoint a representative from that constituency, based on seniority.

**Delegate Assignments.** NACE membership records as of May 15 of each year will determine each chapter's-number of professional members. NACE chapters must provide the list of delegates to the national office by June 1.

**Certified Delegates.** The Executive Director shall officially certify and authenticate, in writing, that the delegates meet the qualifications. Delegates will be contacted by the Executive Director via electronic communication of their approval as a certified delegate. A printed list of the certified delegates signed by the Executive Director will be forwarded to the Governance Committee, the two appointed Tellers and the appointed Judge of Elections.

## Elections

**Timeline for Elections.** Annually, NACE holds elections to elect the national board of directors.

- February – Call for Nominations
- March – Call for Nomination forms deadline



- April – Nominations Committee reviews applications and qualifies candidates
- May – Candidates announced
- June – Candidate Town Hall
- July – Elections and announcement of new board

**Judge and Tellers.** The Chair of the Governance committee shall appoint inspectors, consisting of a judge and two tellers, none of whom shall be a candidate for office or a certified delegate or be assigned a certified proxy, to process and certify the elections by determining the voting power of the certified voting delegates, the existence of a quorum, the validity and effect of proxies, and such other acts as are proper to conduct the election or vote with fairness to all members. The Judge and Teller must be professional members in good standing and appointed (15) days prior to the election. The tellers, after collecting and counting the ballots, will determine the result of the election. The judge and tellers will certify and report the results of the election to the chair of the Governance Committee, who will be responsible for announcing the results to the general assembly. The judge and tellers shall hear and determine all challenges and questions arising in connection with the election. Any question concerning the results shall be made at this time. If there is no question, the results will be accepted, and the vote declared valid. Should the vote be taken electronically, any questions must be submitted to the Chair of the Governance Committee within 24 hours. Once all questions are answered/resolved by the judge and tellers, the vote can be declared valid.

The Judge and Tellers have the following responsibilities:

- Receive ballots.
- Hear and determine all challenges and questions in any way arising out of or about the right to vote.
- Count and tabulate all votes.
- Determine when the voting (or polling) shall close.
- Determine the result of the election.
- Contact any certified delegates who did not vote to ascertain why, report results

The Judge and Tellers may also take other actions to assure fairness in the election process and compliance with this policy and any other applicable rule or policy (which does not conflict with this policy).

Judge and Tellers shall perform their duties impartially, in good faith, to the best of their ability, and as expeditiously as is practical. The decision or act of a simple majority shall be effective in all respects as the decision or act of all. Any report made by the Judge and Tellers (such as the tabulation of votes) is official evidence of the facts stated in the report. The tabulation must be performed by a minimum of 3 professional members in good standing, none of whom shall be a candidate for office or a certified delegate or be assigned a certified proxy, present to confirm the election results to insure no collusion or tampering with the ballots and outcome.

The Judge and Tellers assure that the sealed ballots are properly handled. To that end, a process whereby the Judge has custody of the ballots or they are directed to a location designated by the Judge until they can be tabulated. After tabulation, the association can take possession of the ballots.

### **Balloting Procedures**

- **Balloting**
  - **Balloting by Paper.** Per the bylaws, elections occur at the annual conference, held annually in July. Delegates must participate fully in this democratic process. Onsite, delegates will:
    - Sign in as a delegate, prior to the Candidate Town Hall
    - Listen and participate in the Candidate Town Hall



- Present their ballot and wait for the announcement to be made
- **Balloting by Mail.** In the event the association holds elections by mail, voting material, such as ballots, voting instructions, explanatory material, candidates statements, etc., shall be delivered by the association to every Member not less than 30 days ahead of time. For this mail-in voting, the Association shall provide Members with ballots and two pre-printed envelopes along with instructions. The instructions shall specify how ballots are to be returned. If a Member so requests in writing, the Association will provide an extra inner “Ballot” envelope to keep the two votes for the Lot separate and confidential.
- **Balloting by Electronic Means.** If elections must be held by electronic means those whom are entitled to vote, then again, written or electronic consent may do so. However, the vote must be a unanimous consent. The transmission of the ballot must be sent by electronic mail and set forth, or be submitted with, information from which it can reasonably be determined that the transmission was authorized by the member. In other words, the ballot must contain the name of the delegate and be scanned and sent back to the email of the Executive Director with a “Read Receipt” request from the delegate. The association may also choose to utilize an online voting software. The process for electronic voting is as follows:
  - - A list of the certified delegates will be notified that there will be an electronic vote with information that includes; a time for a virtual townhall with the candidates, a timeframe in which they must call to register with the National staff, and a due date for ballots.
    - Each delegate must turn in their own ballot.
    - If multiple ballots are sent as an attachment to an email, only the ballot from whom the email originated will count.
    - If there are multiple ballots enclosed in a pdf, only the ballot from whom the email originated will count.
    - Emails received after the deadline will not count.
    - NACE may choose to use a voting software to facilitate the online voting process.
- **Use of Proxies.** If for any reason a delegate is unable to exercise his or her vote at the Annual Meeting, the chapter may assign that vote by proxy to any current and paid NACE member eligible to serve as a delegate, and who is a professional member from whom proxy is being assigned. Delegates must coordinate and complete the proxy form in order for the vote to count in the election.
  - Certification of Proxy. No proxy shall be accepted or acknowledged unless the chapter shall have submitted a signed, written certification of such proxy (hard or electronic copy) to the Executive Director has verified that the member meets the qualifications of membership.
  - Limitations on Proxy Voting. A member may only hold a proxy for one chapter other than his or her own. A proxy certification statement is valid for only sixty (60) days.
- **No Identification on Ballot.** To preserve confidentiality, a voter may not be identified on the ballot.
- **Delivery of Ballots.** Ballots will be given to the Judge and Tellers as soon as the delegate casts their vote. A designated area for this activity will be identified and relayed to the delegates.

**Vote Tabulations and Announcement of Results.** The Judges and Tellers will have a designated area in which ballots will be collected and shall go about the business of counting and tabulating the votes in public at a properly noticed open meeting of the Board of Directors or Members. Any candidate or other Member of the Association may witness (but may not read individual votes) the counting and tabulation of the votes.

The results of the election shall be promptly reported to the delegates and shall be recorded in the minutes of the next



meeting of the Board. Members have a right to review the results. Within 15 days of the election, the Board shall publicize the results of the election in a communication directed to all Members.

When counting ballots, the Judge and tellers must follow the following procedures:

- Blank votes are treated as scrap paper and do not count
- Illegal votes cast by legal voters count toward the total votes cast, but they do not count for any individual choice or candidate. Illegal votes are:
  - Unintelligible ballots
  - Ballots cast for a fictional character
  - Ballots cast for an ineligible candidate
  - Two or more marked ballots folded together (together they count only as one illegal vote)
- If a marked ballot is folded together with a blank ballot, the marked ballot counts as one legal vote, and the blank ballot is considered scrap paper.
- Each question on a multipart ballot is counted as a separate ballot. If a member leaves one-part blank, the votes entered on the other questions still count.
- If a member votes for more choices than positions to be elected, the vote is considered illegal.
- If a member votes for fewer choices than positions to be elected, the vote is legal and those votes count.
- Small technical errors, such as spelling mistakes or marking an X when a checkmark is called for, does not make a vote illegal if the voter's intent is discernable.
- Votes cast by illegal voters must not be counted at all, not even included in the number of total votes cast. If it's determined that enough illegal votes were cast by illegal voters to affect the result, and those votes cannot be identified and removed from the count, then the vote is deemed null and must be retaken.

**Vote Required to Elect.** A simple majority vote of those certified voting delegates shall be necessary to approve the candidates as presented by the governance/nominating committee once a majority or quorum has been established.

**After the Vote.** After the votes are counted, the Judge reads aloud to the delegates the complete report of the vote count but does not declare the result of the ballots. The chair of the Governance Committee will repeat the report and conclude with a formal declaration of the results. The entire ballot counters' report should be included in the meeting minutes.

If a member questions the validity of an election or procedure in taking the vote, a member should make a motion to recount the votes within a reasonably brief time after the presiding officer announces the election outcome. The motion to have a vote for a particular office recounted requires a second, is not debatable, and takes a majority vote to adopt.

**Records Storage.** After tabulation, election ballots shall be stored by the Association in a secure place for no less than one year after the date of the election. In the event of a recount or other challenge to the election process, the Association shall, upon written request, make the ballots available for inspection and review by Members or their authorized representatives. Any recount shall be conducted in a manner that shall preserve the confidentiality of the vote.



NATIONAL ASSOCIATION FOR  
CATERING AND EVENTS