



## **IHMM BOARD OF DIRECTORS** **NOMINATING and ELECTION PROCESS**

### **Nominating Committee**

#### **A. Purpose and Election Cycles**

1. The purpose of the Nominating Committee is to assure proper conduct of the nominating and election process for IHMM Directors. Its duties and responsibilities are defined in Article V, Section 1 of the IHMM Bylaws. Some of those are repeated and expanded upon here with specific policies for implementation.
2. Election cycles
  - a. As of December 5, 2020, the Board of Directors shall have no fewer than eight (8) members. One (1) Director for each of the accredited IHMM credentials, one (1) non-IHMM certified Public Member Director, and the remaining At Large Directors shall hold any accredited IHMM credential who shall each serve terms of four (4) years. Two of those Directors' terms shall end each year on December 31, according to a schedule developed by the Board.
  - b. As new Directors are added to the Board pursuant to Bylaws Article V, Section 1. A., those positions shall be added to the election schedule as appropriate to maintain the requirement in the Bylaws that "the Directors shall serve staggered four-year terms."

#### **B. Committee Members**

1. In addition to the requirements for the Committee Chair and Members specified in the IHMM Bylaws at Article VII, Section 2. A., these individuals must also:
  - a. Possess an understanding of the role, responsibilities, and leadership requirements of the Board of Directors and individual Directors;
  - b. Understand the democratic process of identifying and electing leadership and be familiar with the policies and procedures of IHMM;
  - c. Understand the mission and purpose of IHMM, its certification programs, and the public served by the IHMM credentials;
  - d. Possess a broad understanding of the stakeholder groups represented by the IHMM credentials in the industry;
  - e. Act in a manner that is fair, unbiased, and free of improper influence at every stage of the process;
  - f. Maintain the confidentiality of all information received, including information regarding nominees' certification status; and
  - g. Follow IHMM's written policies and procedures for soliciting nominations and conducting elections.
2. The IHMM Executive Office (EO) shall provide whatever information and/or training is needed by members of the Committee to prepare them for their duties and responsibilities.

### C. Solicitation of Nominees

1. The Committee Chair shall set the timeline for the Committee's work, based upon these target dates:
  - a. Call for Candidates should be announced in the first quarter of the calendar year.
  - b. The election should be conducted in the first three weeks of October each year.
  - c. Results of elections should be announced by November 15 of each year.
  - d. Newly elected IHMM Directors assume office on January 1 of each year.
2. At the appropriate time, the Committee shall issue a Call for Candidates, which will require submission of a statement including, at a minimum, the following information. The Committee may issue a form or checklist to solicit this information in an organized format:
  - a. Names and contact information for both nominator and nominee
  - b. Areas of nominee's expertise
  - c. The candidates for the Board shall detail service to the IHMM in terms of service on IHMM Committees or Task Forces, serving as a Chair of an IHMM committee or Task Force, including the dates and description of service. Preference is to be given to candidates who have served IHMM on committees and/or task forces.
  - d. A biography or résumé detailing the nominee's experience, education, employment history, and other relevant background information
  - e. Demographic information for the nominee, including employment setting, region represented, segments of the industry represented (environmental, health/safety, security, transportation, government, etc.)
  - f. Consideration of demographic information shall give preference to candidates where IHMM does not currently have Board members.
  - g. A description of the nominee's leadership and volunteer experience
  - h. A description of the nominee's expertise in any specific areas the Board may deem necessary and desirable
    - i. The Board from time to time may need to fill the position(s) with Director(s) possessing specific skills or expertise, for example, in the event a new credential or program is being developed and no resident experience exists.
3. In addition, each nominee must submit the following information to assist the Nominating Committee in evaluating eligibility. The EO will verify items marked (\*):
  - a. The expiration date of his/her IHMM certificate;
  - b. A statement declaring good-standing status\*, or a pledge to bring the certification status up to good standing before the establishment of the slate;
  - c. A statement that no sanctions have been imposed and no investigation is pending on his/her credential\*; and
  - d. Any additional remarks he or she wishes to make (up to 100 words) concerning the purpose of the candidacy, issues to be addressed during the term of service, and relevant previous accomplishments.
  - e. Acknowledge and agree to a background check if selected as a candidate.
4. The final submission must be signed by the nominee, attesting to the accuracy of the information provided and verifying his or her willingness to participate in the nominating and election process.

### D. Selection of Candidates

1. To allow for a true election, the Committee shall endeavor to nominate two, but no more than three qualified candidates for each vacancy. In the event that only one qualified candidate emerges for any position(s), IHMM certificants will be assured that the Nominating Committee has vetted the individual(s) and they are indeed qualified.

2. Review of candidate information

- a. Each nomination shall be evaluated against the criteria for service on the Board as enumerated above and any special needs that have been identified for Board diversity or specialized expertise.
- b. The Committee shall solicit pertinent information about each nominee from the EO.
- c. After the first round of review, the Committee shall notify nominees to let them know whether they have met the qualifications and to provide them an opportunity to supplement their submissions.
- d. All nominees shall be granted the same amount of time to remedy qualification problems (such as certification status) and submit any supplemental information.
- e. The Committee is encouraged to interview candidates who are seeking nomination for Board positions.

3. Establish a slate of candidates

- a. Once the deadline for supplemental information has passed, the Committee shall perform a final evaluation of the nominations.
- b. The EO shall submit the nominations to a third-party background check.
- c. The Committee shall approve nominations by majority vote.
- d. The Committee shall notify all nominees of its determinations.
- e. The final slate shall be submitted to the Board for final approval.
- f. The Committee will retain all nominations found to be eligible in the event the Board has a vacancy and calls upon the Committee to provide suitable candidates from which to select replacements on the Board.

E. Develop the Official Ballot

1. Candidates shall be listed on the ballot alphabetically for the positions for which they are running.
2. Biographical information shall be included on the ballot, as provided and verified by the nominees under §C.3-4, above.
3. The Committee may remove any candidate from the ballot previously approved to be on the ballot at its discretion, provided that the Committee first notifies the Board of its intention to do so and the reasons for removing the candidate.

F. Election

1. Elections shall be conducted by electronic voting.
2. The EO shall contract with an electronic voting vendor and monitor performance under the contract for a fair and valid election.
3. The EO shall publish a notice to all eligible voters of the availability of the voting process, specifying the opening and closing dates.
4. The constituency shall be allowed a window of at least three (3) weeks during which to submit their votes.
5. The candidate(s) receiving the most votes—a plurality—shall be elected to the position(s) open for election.
6. The EO shall obtain results from the vendor and report them to the Committee within one week after the close of voting. The report shall include the following:

- a. The total number of ballots cast;
  - b. The total number of invalid votes cast (if any); and
  - c. A list of all candidates and the number of valid votes received by each.
7. In the event of a tie vote, a run-off election shall be held for that position.
8. The EO shall require the vendor to maintain all voting records for as long as necessary to comply with the appeal provisions of §G.1. below.
9. The Committee shall review the number of votes received per candidate for each open position, and the Chair shall certify the results in each category.
10. The Committee Chair shall communicate the results to the Chairman of the Board of Directors.
11. The Chairman of the Board shall send letters of congratulations to those elected and thank-you letters to those not elected.
12. A general announcement of the results shall be published to the constituency via newsletter, email communication, and/or website announcement.

#### G. Appeal of Election Results

1. Any candidate who wishes to challenge the vote count may appeal the results of the election by notifying the Chair of the Nominating Committee in writing, c/o the EO, within thirty (30) days after the official count of the ballots is announced.
2. The Committee Chair shall confer with the EO and a representative of the voting service to determine whether there were any problems with the voting process or with the reported results.
3. If no irregularity is found, the results shall stand as reported.
4. If an irregularity is found which might change the outcome of an election, a special revote shall be held for the affected position(s) only.
  - a. Procedures will be carefully monitored to prevent a recurrence of errors.
  - b. Results of the revote shall be considered final.

#### H. Candidate Roster Retention

1. In the event that a board member is unable to complete an elected four-year term, Article V, Section 4. D. of the IHMM Bylaws requires the Nominations Committee to provide recommendations to the Board of Directors for a replacement. In the interest of fairness time, a record of the following information should be retained by the Nominations Committee so recommendations may be offered in the order listed.
  - a. List of unelected candidates from the most recent election.
  - b. Vetted candidates from the previous nomination cycle.
  - c. List of all applicants from the previous nomination cycle.

*Approved: IHMM Board of Directors, 3/5/2021*

*Approved: IHMM Nominating Committee, 3/25/2021*