

Policy of
Greenville Woodworkers Guild, Inc.

Title: Election of Directors and Officers

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Statement of Policy:

The election of officers and directors of Greenville Woodworkers Guild, Inc. (the "Guild") shall be conducted as set forth herein.

Reason for Policy:

A standard and specified procedure for the election of Guild officers and directors is necessary to insure a fair and orderly annual election of Guild leadership.

Policy Requirements:

Appointment of Nominating Committee by the Board of Directors

The Board of Directors of the Guild (the "Board"), at its January meeting, shall appoint a Nominating Committee (the "Committee"). The Committee shall consist of a Chairman and at least one additional member. All members of the Committee shall be members in good standing of the Guild. Neither the Nominating Committee Chairman, nor any other member of the Committee, shall be a current member of the Board.

Duties of Nominating Committee

The purpose of the Committee is to nominate individuals for election as officers and directors of the Guild.

The Committee shall nominate at least one nominee for each of the following offices (each, an "Elected Officer"), and each nominee, if elected as an Elected Officer, shall also serve as a member of the Board (a "Director"):

- President
- Executive Vice President
- Vice President – Communications
- Vice President – Educational Activities
- Vice President – Charitable Projects
- Vice President – Fund Raising
- Secretary
- Treasurer

In addition to the Elected Officers, the Board shall include three other Directors to be elected by the members, and the Committee shall nominate at least three nominees to serve as such additional Directors.

The Board shall also include the person then serving as Guild Accountant and the person then serving as Education Center Superintendent. However, these officers shall be appointed by the President, with the approval of the Board of Directors, and, accordingly, the Committee shall not nominate any individuals to serve as such officers.

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The Committee shall secure from each nominee an indication of willingness to serve as an Elected Officer and/or a Director.

The Committee shall prepare a list of nominees (the "List of Nominees"), which shall be in compliance with the Bylaws of the Guild.

The Committee shall establish a meeting schedule and any procedures that it deems necessary to achieve its purpose. The Secretary of the Guild shall record minutes of the meetings of the Committee. The Committee shall approve the minutes of its meetings. The Secretary shall file the minutes in the Record of Proceedings of the Guild.

Notification of the Members

The Newsletter Chairman shall report the formation of the Committee in the Newsletters preceding the February and March membership meetings and encourage members who are willing to serve as Guild officers and directors to contact the Nominating Committee Chairman.

The Secretary of the Guild shall provide a Notification of Election of Officers to the Newsletter Chairman to be published in the Newsletters preceding the April and May membership meetings.

At the April membership meeting, the President, as a matter of Guild corporate business, will inform the membership that the annual election of officers and directors will occur at the May meeting.

The Nominating Committee Chairman shall provide a final copy of the List of Nominees to the Newsletter Chairman to be published in the Newsletter preceding the May membership meeting.

Election Procedure

Election of officers and directors shall take place at the May membership meeting. The President (or designated presiding officer) shall call to order a Guild business meeting for the purpose of the election of officers and directors.

The Nominating Committee Chairman (or his/her designee) shall read the List of Nominees, thereby submitting the nominations to the membership for consideration.

The President (or designated presiding officer) shall open the meeting for nominations from the floor. Any Guild member in good standing may nominate an individual for any position included in the election.

Each nomination requires a second by a Guild member in good standing. All nominees who are nominated from the floor must be Guild members in good standing. Each nominee must indicate a willingness to serve in the position to which he/she is nominated. Qualifying nominees shall be added to the List of Nominees and thereby submitted to the membership for consideration. The President (or designated presiding officer) shall close the meeting for nominations from the floor after a reasonable period of time.

Election by Voice Vote

Elections to positions for which there is one nominee shall be en bloc. The election shall be by voice vote. A motion calling for the vote is not necessary and will not be in order. The President (or designated presiding officer) shall call for the vote to elect all such nominees and will subsequently call for the yeas and nays. In the event the President (or designated presiding officer) cannot determine the outcome based on the voice vote, he/she may call for a second vote by a show of hands. In the case of a vote by show of hands, the vote of the President (or designated presiding officer) shall not be counted except when necessary to decide a tie vote. In the event that the vote fails to elect the nominees, a subsequent election for each position to be filled will be held by secret ballot.

Election by Secret Ballot

Elections to positions for which there are more than one nominee shall be held one position at a time. Elections to positions for which single nominees were not elected en bloc by voice vote shall also be held one position at a time. Each such election shall be by secret ballot. The President (or designated presiding officer) shall recess the business meeting to a future date in order to provide time for the preparation of the necessary ballots. The President (or designated presiding officer) shall designate individuals to prepare, distribute, collect, count and tally the ballots for each election. Ballots for positions for which there is one nominee shall provide the voter with a "Yes" or "No" option. Ballots for positions for which there is more than one nominee shall provide the voter with a choice between the nominees.

Following the balloting, the President (or designated presiding officer) may recess the business meeting for the time period(s) necessary to count and tally the ballots. A nominee for a position to which there is one nominee shall be deemed the winner if he/she received more "Yes" votes than "No" votes. The vote of the President (or designated presiding officer) shall not be counted except when necessary to decide a tie vote. A nominee for a position to which there is more than one nominee shall be deemed the winner if he/she received a plurality of votes cast for that position. The vote of the President (or designated presiding officer) shall not be counted except when necessary to decide a tie vote.

Transitional Period

As contemplated by the Bylaws of the Guild, the individuals who are elected as Elected Officers and Directors at the May membership meeting in any year will serve as Elected Officers and Directors for a one year term starting at the beginning of the next fiscal year, on September 1. During the period from the date of the election to the beginning of the term, each Elected Officer and Director who is not currently serving in such capacity shall be encouraged and expected to attend meetings of the Board, in a non-voting capacity, for the purpose of transitioning the duties and responsibilities of the incumbent Elected Officer or Director to his/her successor.