

Protocol for the Nominations Committee of WISTA Ltd.

Doc. PT-006-03
Revision April 2020

It is the primary function of the Nominations Committee (NC) to liaise directly with all National WISTA Associations (NWAs) to encourage, solicit and promote, as appropriate, interest from Nominees to fill positions on the Executive Committee (ExCo) of WISTA Ltd. (WISTA) in accordance with the Articles of Association of WISTA Ltd. (Articles). The NC, after receiving curriculum vitae from the NWAs for Nominees, must, amongst themselves, evaluate the Nominees who meet the Nomination Requirements, described below, for the ExCo offices that are open for election with the purpose to achieve WISTA's objectives in accordance with WISTA's values. The NC must put all those Nominees forward for election at the next Annual General Meeting (AGM) of the General Assembly, without excluding any of them unless they do not meet the Nomination Requirements. The NC must assist all the qualified Nominees, as appropriate, in obtaining information regarding the requirements of the positions in the ExCo and in presenting themselves at the AGM for election.

The expectations for, and responsibilities of, the NC follow:

A. Articles / Key Documents

Obtain the up-to-date versions of the Articles and all Protocols. Familiarize yourself with them and with this NC Protocol.

B. Position Descriptions

1. Ascertain as soon as possible, which positions on the ExCo will come up for election at the following AGM.

Take note that the President, the Secretary and two ExCo members are elected one year (odd number years). The Treasurer and the other two ExCo members are elected the alternate year (even number years). The members of the NC are recommended by the ExCo and approved by the NWAs at the AGM for a two-year term.

2. The continuity of the ExCo must be ensured. If the NC establishes that more ExCo members are leaving the ExCo than can be replaced because there are not enough Nominees, the NC must inform the ExCo and discuss possible solutions.

3. The ExCo positions are as follows:

- (a) President
- (b) Secretary
- (c) Treasurer
- (d) Member of ExCo

Job descriptions are attached as Attachment 1 for each position and form part of the NC protocol. All job descriptions are also available on the WISTA International website's Knowledgebank.

Members of the NC must read and become familiar with these documents.

4. If the NC has any questions about any aspect of the position(s) of an ExCo member, the WISTA Secretary should be approached for information/explanations. If in doubt about anything, the NC is advised to ask for further clarification as to what a particular position entails/has entailed and the amount of time an ExCo member gives/has had to give to it.

C. Nominations Committee

1. ExCo shall recommend, for the NC, five WISTA NWA members as ordinary members and two WISTA NWA members as substitute members, if possible. The recommended members need to be approved at the AGM by the NWAs. One of the five members of the NC shall be designated by the members of the NC as its Leader for the period of her term during the first meeting of the NC. It is recommended that members of the NC originate from different geographical regions. The NC members must attend the AGM in person to be eligible for membership on the NC. *It is recommended that at least two members of the NC have either served as a member of the ExCo or have other general board membership experience.*

ExCo will solicit the NWAs for nominees to the NC approximately two months in advance of the AGM. ExCo will consider these nominees prior to making a recommendation regarding the NC to the AGM. NWAs should submit, along with their recommended nominee, the nominee's CV/Bio, a photograph, and a short explanation as to why the nominee would be a valuable member of the NC.

2. The Leader of the NC shall:

- (a) identify the positions which are open for election at the AGM;
- (b) contact the ExCo officers who hold a position that is up for election and who are eligible for re-election to determine if they want to stand for re-election;
- (c) obtain confirmation from the WISTA Treasurer, identifying the NWAs in good standing;
- (d) be responsible to see that all NWAs in good standing are approached for Nominees;
- (e) confirm that the nominations are received by midnight GMT June 1 of that year, unless the date is extended by the ExCo upon request of the NC, in which case such extension will be duly notified to all NWAs in good standing; and
- (f) assign a member of the NC to liaise with each NWA during the nominations period to encourage nominations of qualified individuals for the offices that are open for election.

3. According to the Articles, no person who is a candidate for office may serve as a member of the NC during consideration of nominations to the office for which she is a candidate. To clarify, if a member of the NC resigns from the NC prior to June 1 or any extended date agreed as above, the member may run for an ExCo position.

D. Nomination Requirements

1. For each Nominee, the NC must obtain the following documents from the NWA by midnight GMT June 1, unless extended as agreed above, and deliver them to the Leader of the NC with the nominations:
 - (a) A brief statement from the NWA making the nomination as to why the Nominee is suitable for the job for which they are being nominated; and
 - (b) A written confirmation from the Nominee that she is willing to stand for election;
 - (c) Verification from the NWA making the nomination that the Nominee fulfils the minimum experience requirements, namely, that the Nominee has three years membership in an NWA, has attended two local, regional or national WISTA events, three WISTA International Annual General Meetings and has at least four years experience in a position of seniority; or
 - (d) A completed/signed Nomination Form, attached as Attachment 2, encompassing the above (a), (b) and (c) , (also available on the WISTA International website's Knowledgebank); and
 - (e) A brief CV/Bio of the Nominee with a photo, and,
 - (f) A brief description (500 words) about why they believe they should be elected. This is to ensure that an NWA that votes by proxy will have read of a short summary from the candidate, prior to making a decision.

This should be done via email to the NC members or the NC Leader on behalf of the NC.

2. A person may only be nominated by the NWA of which she is a member.
3. Every Nominee must be interviewed by a member of the NC to discuss:
 - (a) the role;
 - (b) their availability;
 - (c) their interest in standing for election and for what position; and
 - (d) any potential issues about eligibility with particular reference to their employment and to the rules of their NWA.
4. The member(s) of the NC involved in any such interviews should report back fully to the NC by CONFIDENTIAL e-mail.
5. All members of the NC should share relevant information with each other to enable an informed view about the Nominees.

6. Members of the NC should participate actively in all NC discussions in a timely manner.
7. On the basis of the interviews with Nominees and the internal confidential discussions and decisions of the NC, the NC will produce to the ExCo *at least six weeks in advance of the AGM*:
 - (a) A slate of officers for the ExCo positions for presentation at the AGM. All the Nominees who meet the Nomination Requirements will be included in such slate of officers.
 - (b) The signed notice of the NWA of each Nominee, together with a brief CV/Bio of each Nominee. This can be complied with by way of and attached to the completed/signed Nomination Form.
 - (c) The signed confirmation of each Nominee that she is willing to stand for election. This can be complied with by way of a completed/signed Nomination Form.
8. In order to be eligible for election to an ExCo position, the Nominee must be present at the AGM. In case of absence for extraordinary circumstances, advance notice to the ExCo and the NC explaining the reason of absence is required. Such notice will be presented at the AGM. In case of absence without such advance notice provided as above, the Nominee will not be eligible for election to an ExCo position.

E. Nominees

1. Every Nominee to an ExCo position must be given a copy of the up-to-date version of all Protocols.
2. Every Nominee must be advised that an ExCo member is expected to ensure that WISTA's objectives are achieved in accordance with WISTA's Articles by:
 - (a) participating at the annual International AGM & Conference;
 - (b) promoting WISTA to assist new NWAs to be established in accordance with the Articles and to assist all NWAs to grow and to be supported;
 - (c) contributing, as appropriate, to WISTA's Newsletters;
 - (d) liaising with related institutions and organizations worldwide; and
3. Every Nominee must provide a brief CV/Bio.
4. Every Nominee must be interviewed by at least one member of the NC as described above.
5. A Nominee may ask the NC to obtain clarification as to what a particular role entails/has entailed and the amount of time an ExCo member gives/has had to give to it and any further information about the position which is reasonable for her to have to enable her to make a decision about the role. The Nominee must be given any further clarification/information the NC obtains.

6. Every Nominee must confirm in writing that they:
 - (a) have been given the above information;
 - (b) are willing to stand for election; and
 - (c) will, for the foreseeable future, be able to give the time required to the position.
7. On the basis of the above, the NC member having interviewed the Nominee will report to the NC on whether the Nominee meets the Nomination Requirements for the ExCo position for which she is being nominated, together with her comments on the interview. *If any Nominee is determined by the NC not to meet the Nomination Requirements, an NC member will promptly call that Nominee to discuss and endeavour to resolve any concerns.*

F. Election

1. The Leader of the NC shall conduct the election at the AGM.
2. A candidate running for the position of WISTA President will have the opportunity to present herself and her ideas for the future of WISTA at the beginning of the AGM. This presentation will be limited to 10 minutes maximum per candidate, depending on the number of candidates. Candidates running for any other position will have the opportunity to present themselves at the beginning of the AGM. This presentation will be limited to 5 minutes maximum per candidate, depending on the number of candidates. If a candidate cannot be present in person due to extraordinary circumstances and with notice to and approval by the ExCo and NC, the Leader of the NC, or her delegate, will make a presentation on her behalf.
3. If there is only one Nominee for a position, it is not necessary to take a secret ballot vote at the AGM, but rather the Nominee for that position can be elected by voice vote. If there is more than one Nominee for any position, a secret ballot vote must be taken at the AGM.
4. In case of a secret ballot, the individual names and the ExCo position they are running for will be put on one page to be voted on for one of the ExCo positions. For example, if there are two Members of the ExCo positions up for election and there are four Nominees, all four Nominees will appear on the ballot and each NWA will vote for two of them.
5. The ballot must identify the Nominee(s). If the NWA is appearing by proxy, the proxy may either direct the proxy holder on how the NWA directs them to vote or may indicate that the proxy holder has the discretion to vote on behalf of the NWA how she sees fit. See attached example of a proxy ([Attachment 3](#)).
6. The NC members present at the AGM will count the votes and advise the Chairman of the AGM of the result of the vote so it can then be announced.

G. Handover

At the AGM, following the NC appointments, the WISTA Secretary shall provide to the NC members the following documents:

1. The up-to-date version of all Protocols;
2. All forms and paperwork produced to and/or by the NC for successful Nominees, which should be properly compiled.