



**Royal Astronomical Society of Canada (RASC),  
Halifax Centre**

Dedicated to the Advancement of Astronomy and Allied Sciences

**G6: Procedures Regarding Nominations, Elections &  
Appointments**

(Adopted: October 19, 2018)

**Background:**

The RASC, Halifax Centre Board of Directors recognizes and embraces the benefits of diversity in Board members and encourages their participation.

Halifax Centre adopted Bylaw #1 in February 2017 in which the requirements for nomination and election are stipulated but their processes are not fully described. The Position Descriptions do provide the qualifications required for each elected position on the Board and for the appointed positions.

The Board of Directors oversees the nomination and election process whereas the Nominating Committee makes the recommendations for election and appointment in accordance with Bylaw #1, Subsections *7.3 Nomination of Officers and Directors* and *7.4 Election of Officers & Directors*. The Nominating Committee Chair and its members are established in January of each year.

All discussions and deliberations by the Nominating Committee, and all information gathered by them, shall be held in strict confidence, to be disclosed only as necessary to make the recommendations required by the committee. Personal opinions about a candidate or incumbent will be disclosed only in such a way that the identity of the individual proffering the opinion is not reasonably discernible.

**Rationale:**

The Centre's Board of Directors nomination and election cycles have been completed by Halifax Centre Council prior to January 2018 and since then by the Board of Directors. A document outlining the detailed process has never been provided.

Bylaw #1 does provide guidance regarding some of the timelines, such as call for nominations, notice of elections, and voting as they related to elected Board members. However, the procedures for nominations and elections with the recommended timelines will provide guidance to the Board of Directors and to the Nominating Committee.

**Definition:**

***Adjourned Meeting:*** A meeting that is continued from a Board of Directors Meeting or a special meeting, such as the Annual General Meeting (AGM). The chairperson of any meeting may, with the consent of the meeting, adjourn the meeting from time to time to a fixed time and place. No notice of such adjournment need be given to the members provided the adjourned meeting takes place within 30 days of the original meeting.

***Election Procedures for Officers & Directors:***

The following general schedule of events will be coordinated each year by the Nominating Committee with the approval of the Board of Directors. This may be modified by the Committee to take into account the scheduling of the AGM and other events as necessary. The Chair of the Nominating Committee must provide reports to the Board upon request regarding nominations for each office.

- **September**
  - Nominating Committee canvasses current board members to determine the expected number of vacancies and the required skill set associated with those vacancies.
  - Nominating Committee shall call for nominations. (*Halifax Centre Bylaw #1, Subsection 7.3, Article 7.3.4*)
  - A general call for nominations must be made by the Chairperson of the September Members' Meetings
  - The call for nominations via the Announce List on behalf of the Nominating Committee shall be made by the Secretary with the reminder of meeting.
  
- **October**
  - A general call for nominations must be made by the Chairperson of the October Members' Meetings
  - The call for nominations via the Announce List on behalf of the Nominating Committee shall be made by the Secretary with the reminders of the October meeting.
  
- **November – No less than 30 days prior to the AGM**
  - List of Candidates for each elected office and each position of director must be presented to the Secretary of the Centre. (*Halifax Centre Bylaw #1, Subsection 7.3, Article 7.3.2*)
  - The initial Close of Nominations deadline is determined by the Nominating Committee.
  - Nominations must be received by the Chair no later than the normal close of business on this date.
  - Nominations received by email, mail, phone, petition or other communication method are conditional until subsequent acceptance of such appointment by the nominee.
  - General call for nominations with the notification of the deadline for receipt of a nomination shall be made by the Chairperson of the November Members' meeting.
  - General call for nominations with the notification of the deadline for receipt of a nomination shall be made through the Announce List by the Secretary with the reminder of Members' meeting and the AGM.
  
- **November/December – No less than 10 days before the AGM**
  - The Board Nominations Publication deadline is the date on which Candidate information from all confirmed candidates to date is published by the Nominating Committee for distribution to the membership through Centre publications and web site, and by the Secretary through the Announce List.
  
- **December – At the AGM**
  - The President opens nominations by calling for any additional nominations from the floor before the voting process.

- Nominations for successive offices are in the order listed in Bylaw #1.
  - Nominations must be seconded.
  - There is a call three times for more nominations. If no other nominations are forthcoming, the chair declares nominations closed.
  - After the close of nominations, the election is held according to Bylaw #1, subsections 7.4 *Election of Officers & Directors* and 9.1 *Annual General Meeting*.
  - If members leave during the AGM so that a quorum is not present, those offices not yet elected must be postponed until an adjourned meeting<sup>1</sup> or the next Members' Meeting.
  - Acclamations:
    - When the number of candidates nominated and confirmed to run for the Board is equal to the number of open positions, then the confirmed Candidates are deemed elected by acclamation. (*Halifax Centre Bylaw #1, Subsection 7.4, Articles 7.4.1, 7.4.2 & 7.4.3*)
  - The Secretary records the Nominating Committee's report in the minutes first then lists all nominations from the floor.
- **January – After the AGM**
    - Registry of Joint Stock Companies shall be notified of the list of members in the Board of Directors within 14 days of the election. (*Halifax Centre Bylaw #1, Subsection 7.4, Article 7.4.5*)
    - Nominating Committee Chair and member(s) established in January.
    - Results of the election and appointment processes are made available to members
      - at the January Members' Meeting,
      - through the Halifax Centre Announce List, website and other means appropriate as determined by the Board, and
      - in the Jan/Feb edition of Nova Notes.
    - The Secretary records the outcome of the election in the Board of Director minutes and states when each term ends.
    - If any position remains or becomes vacant after the election, the Nominating Committee shall make recommendations for an appointment to the position.

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<sup>1</sup> Definition of *Adjourned Meeting*: A meeting that is continued from a Members' meeting or a special meeting (also may be called a "continued meeting"). The chairperson of any meeting of members may, with the consent of the meeting, adjourn the meeting from time to time to a fixed time and place. No notice of such adjournment need be given to the members provided the adjourned meeting takes place within 30 days of the original meeting.

### ***Appointment Procedures for Board Vacancies & Appointed Positions:***

The following will be coordinated each year by the Nominating Committee.

<b>Board of Directors</b>	<b>Appointed Positions</b>
A vacancy must be declared when a Board member leaves mid-term for any reason.	The list of positions for appointment must be made known.
Expressions of interest should be solicited from all members of the Centre.	
Interested members should notify the Secretary or Chair of the Nominating Committee of their interest in being considered a Candidate for a specific position.	
The Chair of the Nominating Committee shall discuss the position description with each Candidate to allow the Candidate to make an informed decision on their continuance as a Candidate.	
Candidates must be approved by the Board of Directors.	
Election by the Board of Directors is by ordinary resolution.	

### ***Linkages to the Election Process:***

In cases where vacancies occur less than 90 days prior to a normally scheduled election, the Board may opt at its sole discretion to permit a vacancy to remain open until the regularly scheduled election.

Due consideration should be given to unsuccessful Candidates from a prior election. However, such Candidates do not enjoy any special right to obtain a seat on the Board or to hold an appointed position.