

## **CONSTITUTION ARTICLE VI. NOMINATIONS AND ELECTIONS**

- The Board of Directors shall annually appoint a Nominating Committee for the purpose of proposing candidates for the Board of Directors, the offices of President (when necessary), President-Elect, and Treasurer, when necessary. The President-Elect shall not be eligible to serve on this Committee.
- 2. The Secretary shall forward the report of the Nominating Committee to the Board of Directors. Approval by majority vote shall be required for the acceptance of the slate of nominees.
- 3. The election of President (when necessary), President-Elect and Directors of the SOCIETY as are to be elected shall be held annually in the manner provided in the By-Laws. The Treasurer shall be elected by the Board of Directors for a two-year term.

## **BY-LAWS ARTICLE BVI. NOMINATIONS AND ELECTIONS**

- 1. The Nominating Committee shall be composed of the Immediate Past President of the SOCIETY, as a voting chair, and nine members elected for three-year terms (staggered terms with three elected each year). The nine members shall include at least three with Board of Directors experience and at least three with no Board of Directors experience. In the event that a Nominating Committee member refuses or is unable to serve, the Board shall elect a successor to fill the unexpired term. Nominating Committee members shall not have successive full terms. Nominating Committee members are not eligible to be nominated for positions of Director or Officer. Should a Nominating Committee member wish to be considered for such office, that member must resign from the Nominating Committee and the Board shall elect a successor to fill the unexpired term.
- 2. The Nominating Committee shall select the following candidates for approval by the Board of Directors:
  - a. Candidates for President (when needed)
  - b. Candidates for President-Elect
  - c. Candidates for Treasurer (when needed)
  - d. A slate of 3 candidates for Director to be presented to the Board of Directors for approval. From the approved slate of candidates, 3 are elected 'at large' by the SOCIETY membership. When developing the slate of candidates for Board of Directors positions, the Nominating Committee shall attempt to structure Board of Directors' composition to be representative of SOCIETY diverse interests.
  - e. Candidates for future members of the Nominating Committee
  - Candidates for principal activity committee members and principal activity committee chairs.
- 3. The Board of Directors shall annually present a slate of candidates to the membership. This slate shall include a nominee for the office of President (if necessary), a nominee for the office of President-Elect, and three nominees for the Directors to be elected.
- 4. The names of the nominees, together with this By-Law, shall be published in the Internet publications of The American Ceramic Society at least eight months prior to the forthcoming Annual Meeting. One hundred voting members, who collectively represent at least half of the Divisions, may, by signed petition, nominate additional candidates for one or more of the membership-elected positions, provided: the signed petition(s), together with written assurance of assent of the candidate or candidates, a photograph and biographical information, reaches the Executive Director on or before six months prior to the forthcoming Annual Meeting. The petition(s) may be in multiple copies, and the Executive Director shall certify that the

- qualifications are met, if such be the case. The names, photographs and biographical information of each candidate shall then be published in an issue of The American Ceramic Society Bulletin and on the SOCIETY Internet publication at least five months prior to the forthcoming Annual Meeting.
- 5. The method of electing the President (when necessary), President-Elect, Directors, Division and Class officers shall be as follows:
  - a. The Secretary shall prepare ballots as prescribed in the Rules and distribute one to each member entitled to vote at least four months prior to a forthcoming SOCIETY Annual Meeting. For Society offices, the ballot shall identify those nominees nominated by the Board of Directors and those nominated by petition.
  - b. If a ballot is submitted, the candidate receiving the largest number of votes for each office shall be declared elected.
- 6. In the event that the President resigns in mid-term, the President Elect shall assume the duties of the President to fill the remainder of the term.
- 7. In the event that the President Elect resigns in mid-term, a successor shall be appointed by the Board of Directors to fill the remainder of the term. At the next election of officers, both a President and a President Elect shall be nominated and elected.
- 8. In the event that the Treasurer resigns in mid-term, a successor shall be appointed by the Board of Directors to fill the remainder of the term.
- 9. Failure to act, refusal to act or inability to act on the part of an Officer shall be defined as nonparticipation in 3 successive meetings of the Board of Directors or the failure, refusal or inability to carry out specific tasks, responsibilities or duties assigned to the Officer by the Constitution. In such cases, any Board member may draft a petition, signed by at least 5 Board members seeking to have the Officer in question removed from office. The Officer named in the petition shall be interviewed by the Past President after which the case shall be brought before the Board of Directors for decision on removal. A 2/3 majority vote by the Board members voting shall be needed for removal of an Officer. If an Officer is so removed from office, a successor shall be named in accordance with the procedure defined above for resignation of that Officer.
- 10. In the event that an Officer acts dishonestly, displays unethical conduct, or displays unprofessional behavior, any Board member may draft a petition, signed by at least 5 Board members seeking to have the Officer in question removed from office. The Officer named in the petition shall be interviewed by the Past President after which the case shall be brought before the Board of Directors for decision on removal. A 2/3 majority vote by the Board members voting shall be needed for removal of an Officer. If an Officer is so removed from office, a successor shall be named in accordance with the procedure defined above for resignation of that Officer.
- 11. In the event of the election of a Director, as an officer of the SOCIETY, a successor shall be appointed by the Board of Directors to fill the remainder of the term.
- 12. In the event that a Director resigns from the Board of Directors in mid-term, a successor shall be appointed, by the Board of Directors to fill the remainder of the term.
- 13. Failure to act, refusal to act or inability to act on the part of a Director shall be defined as nonparticipation in 3 successive meetings of the Board of Directors or the failure, refusal or inability to carry out specific tasks, responsibilities or duties assigned to the Director by the Board and its Officers. In such cases, any Board member may draft a petition, signed by at least 5 Board members seeking to have the Director in question removed from office. The Director named in the petition shall be interviewed by the Past President after which the case shall be brought before the Board of Directors for decision on removal. A 2/3 majority vote by the Board members voting shall be needed for removal of a Director. If a Director is so removed from office, a successor shall be appointed, by the Board of Directors to fill the remainder of the term.

14. In the event that a Director acts dishonestly, displays unethical conduct, or displays unprofessional behavior, any Board member may draft a petition, signed by at least 5 Board members seeking to have the Director in question removed from office. The Director named in the petition shall be interviewed by the Past President after which the case shall be brought before the Board of Directors for decision on removal. A 2/3 majority vote by the Board members voting shall be needed for removal of a Director. If a Director is so removed from office, a successor shall be appointed, by the Board of Directors to fill the remainder of the term.

## **RULES ARTICLE RVI. NOMINATIONS AND ELECTIONS**

- 1. The President shall transmit to the Nominating Committee the names of all suggested candidates the President may receive from the membership.
- a. If a ballot is required by virtue of there being nominees by petition or contested positions by nomination, the Executive Director shall prepare and distribute to each Member entitled to vote, ballots for the election of President (when required), President-Elect, Directors of the SOCIETY, and the officers of the Classes and Divisions. If a ballot is needed, it shall contain any additional nominees received from the membership. The ballots shall be clearly prepared and contain full instructions to voters. For each office, the beginning and ending dates of the term of office shall be listed. The Executive Director shall be responsible for assuring that the ballot differentiates between nominees from the Board of Directors and nominees from the membership. Special designation of nominees for Division officers shall also be made when required by their respective rules. The instructions shall contain the closing date of the polls. For Division and Class officers, members shall vote only for the officers of the Divisions and Classes with which they are affiliated. Only those ballots properly completed and received within 30 days of distribution shall be valid.
  - b. In cases where a ballot is taken, all ballots shall be returned to the Executive Director.
  - c. The Executive Director or designate shall count those ballots properly completed, and promptly report to the President the total vote for each candidate. The President shall promptly notify the successfully elected candidate for membership-elected officers and Directors. The President shall also notify the President of each Class and Chair of each Division the candidates elected as officers of the respective Classes and Divisions.