

## **SUBJECT: Procedures for nominating new Foundation Board Members**

1. Nominations can come from any member of the MacJannet Foundation Board (Founders, Trustees, Overseers, Emeritus, and Honorary). Nominations can be made and action taken on them at any time during the year.
2. The Board member doing the nominating should send the nomination directly to the Chairman of the Nominating Committee (Willard Snyder), preferably by e-mail. The nomination file must include:
  - (a) A letter from the nominator nominating the candidate. The letter should mention the specific position for which the candidate is being nominated, and his/her qualifications;
  - (b) A letter from the nominee setting forth his/her desire to be a candidate and why; and
  - (c) The nominee's Resume/CV.
3. The Nominating Committee Chairman forwards the entire "file" (the three items indicated above, plus any other information) to the Nominating Committee by e-mail.
4. The Nominating Committee reviews the file and each member sends back a recommendation to the Chairman by e-mail. In case of differences of opinion, the Chairman may arrange a conference call with Committee members to discuss the case and decide on final disposition of the nomination. A personal interview with the candidate is not necessary but may, in exceptional circumstances, be requested by any member of the Nominating Committee.
5. If the Committee members approve the recommendation by majority vote, the Chairman will then forward the "file" and the Nominating Committee recommendation to the Foundation President. The President in turn will send the nomination and the Committee's recommendation to the Trustees by e-mail for their review and comment by e-mail response. In case of differences of opinion, the Foundation President will confer with the Nominating Committee Chairman on the nomination and decide on appropriate action.
6. Although the President has the option of arranging for approval of nominations by conference call in advance of the annual meeting, this should only occur in special circumstances. All nominations approved by conference call must be confirmed by the Trustees at the first annual business meeting following the nomination's approval. However, the successful nominee may nevertheless begin to act in the capacity for which s/he has been approved as soon as s/he has been notified by the Foundation President. Because of legal requirements imposed by the Foundation's By-laws, new Trustees cannot officially take up their duties until they have been formally approved by the Trustees at the Foundation's annual meeting.
7. Normally, the Trustees will vote on all nominees at the annual meeting. Approval or confirmation is by majority vote. If the Trustees approve the nominee(s), the Foundation President will send an e-mail to the Foundation Board saying that such is the case, and will notify the successful candidate(s), also by e-mail or phone call, and send a welcoming letter.

July 2004