

PAMEC Policy

Board Nominations & Election Procedures

Updated: 2021-02-05

The purpose of this policy is to provide procedures to ensure a transparent board of director's election process by the membership that complies with the Association's By-Laws.

BACKGROUND

PAMEC By-Laws (https://pamec.energy/wp-content/uploads/2018/08/PAMEC-Bylaws-V3_3.pdf) stipulate that the board consists of a maximum of 11 members, each to serve a 2 year term:

1. Five shall be elected by Members as Directors at large
2. Six shall be elected by Members as Directors, one of each from the following jurisdictions:
 - a. South America
 - b. The Caribbean
 - c. Central America (including Mexico)
 - d. The United States of America
 - e. Canada
 - f. The country where the next PAMEC is planned to be located

PAMEC By-Laws also stipulate that Members will elect the board at the Annual General Meeting (AGM). The Agenda of the AGM is to:

- a. Present the Minutes of the Last Meeting
- b. Provide the Financial Statements for the previous Year End of December 31
- c. Provide the President/Board Report
- d. Election of Directors
- e. Voting on any Special Resolutions
- f. Voting on any changes to membership terms or fees

An annual general meeting shall be held within four months after every fiscal year end (by May 1).

The by-laws also stipulate that a General Meeting shall be held on the day before or at the close of a PAMEC.

BOARD NOMINATIONS AND ELECTION PROCEDURES

1. At least 60 days prior to the AGM:
 - a. Notice of the AGM date and a call for nominations to a slate of candidates for vacant board positions is to be sent electronically to the Membership.
 - b. Members can nominate themselves or another member during a 30-day period. In the event that a member is nominated for two positions, the nominee must decide which position they will seek to be elected to.
 - c. Nominees are to provide a bio and picture to confirm their acceptance of the nomination.
 - d. Responses are sent to the Secretary and the results provided to the Board after the 30-day period.
2. At least 30 days prior to the AGM:

- a. When there are more nominees than positions available, the slate of nominees will be provided to Members to decide by electronic voting for a 30-day period.
 - b. Responses are sent to the Secretary and the results provided to the Board after the 30-day period.
 - c. Should available positions not be contested, no electronic vote will be required, and the slate of nominees shall be forwarded for approval at the AGM.
3. At the AGM:
 - a. The Board will present the results of the nomination process and seek a formal approval/election of the full slate of directors by the Members.
 - b. Should the majority of Members present and voting at the AGM reject the slate of nominees, a new election process cycle shall begin again with a 60-day notice of a General Meeting and the opening of new nominations.
 - c. During the new election process cycle, the officers of the Association remain in office.