

Safer Buildings Coalition

Board of Directors Election Manual – 2020

Key Election Facts & Dates

Board Officer Progression:

- Board President Patrick Lau progresses to Immediate Past President – Term One Year
- Board Vice President Eric Toenjes progresses to Board President – Term One Year

Electing this year:

- Vice President – Term: 1 year
- Treasurer – Term: 3 years

How to vote:

The election will be conducted by electronic ballot between **July 31st** and **August 15th**

Eligibility:

- The **Vice President** shall be employees of an SBC paid-tier member organization in good standing of the SBC throughout their term of office.
- The **Treasurer** shall be employees of an SBC paid-tier member organization in good standing of the SBC throughout their term of office.
- Candidate Applications due Monday July 13th
Send to John.Foley@saferbuildings.org

Complete bylaws: saferbuildings.org/bylaws

This manual is meant to guide the Elections Committee, board candidates, and voters through the Safer Buildings Coalition elections process. It draws from Safer Buildings Coalition’s bylaws, and staff experience. Where necessary, the manual codifies practices to be used by the Committee when identifying and vetting candidates for board eligibility, and rules of conduct for candidates, voters and the Committee during the elections period; and the basic duties of those elected to the board.

The Function of the Board, Eligibility, Term, Election Procedure, and other matters are described more fully in the **Safer Buildings Coalition Bylaws**, which are published at <https://sbc.memberclicks.net/bylaws>.

(note: You must be a member and logged in to view this page. To log in, go to saferbuildings.org and Click Member Login. Your username is your email address. If you do not know your password, click Forgot Password. If you are not found, contact John Foley @ support@saferbuildings.org).

Function of the Board of Directors

The Board shall manage the business and affairs of the Corporation and shall exercise all the powers of the Corporation as provided by the law and the Articles of Incorporation, but subject to any restrictions imposed by the Act, the Articles of Incorporation, or these Bylaws. The Board may by resolution delegate to committees, including an Executive Committee of its own number, or to Officers of the Corporation, such powers and functions as it may designate from time to time.



END OF THIS SECTION

2020 Election Instructions

- Electing This Year:
 - **Vice President of the Board of Directors**
Term: 1 year
 - **Secretary**
Term: 2 years
- Candidate Applications:
 - Due by Monday, July 13th at 5:00pm Pacific Daylight Time
 - Send to: john.foley@saferbuildings.org
- Eligibility for Office:
 - The **Vice President** shall be an employee of an SBC paid-tier member organization in good standing of the SBC throughout their term of office.
 - The Vice President shall be qualified to serve as President
 - The **Secretary** and **At-Large director** shall be employees of an SBC paid-tier member organization in good standing of the SBC throughout their term of office.
- Election: By Electronic Ballot between **July 31st and August 15th.**
- Voting Rights – Paid Tier Members are entitled to one vote per organization. The Designated Single Point of Contact (SPOC) for Each Member Organization shall receive the electronic ballot. Current Member List with SPOC may be found on the SBC website at <https://sbc.memberclicks.net/sbc-member-and-work-groups>

Candidate Application.

Members wishing to be placed in nomination shall provide the following information to the Managing Director **no later than July 13th**. A member may submit their name for a maximum of one (1) position in each election cycle.

- a. Name, contact information, and office sought (**For 2020 – Vice President, Treasurer**)
- b. Employer and position within the organization.
- c. Their supervisor (where applicable), shall provide written authorization for them to serve in the position being sought. Provide contact information for supervisor where applicable.
- d. Brief Bio and Candidate Statement to the Members
- e. Disclosure of any potential conflict of interest, including private contractual or consulting relationships.

Potential candidates also should have:

- Demonstrate a commitment to Safer Buildings Coalition through regular involvement in the organization.
- Activities include but are not limited to:
 - Serving as an active member of a committee or initiative
 - Routine attendance at Safer Buildings Coalition conferences and events
- The candidate, if elected, must be prepared to fulfill the responsibilities of a Safer Buildings Coalition board member, including:
 - Being active, engaged and committed to Safer Buildings Coalition's growth and success;
 - Participating in conference calls,
 - Attending virtual and in-person board meetings at their own expense or the expense of their organization if necessary;
 - Being familiar with Safer Buildings Coalition's bylaws and the organization's history.

END OF THIS SECTION

General Board and Election Information

A more detailed explanation of the rules regarding Board of Directors is available in the *Safer Buildings Coalition Bylaws*, which may be found at saferbuildings.org/bylaws

Board Positions (6 members)

- **President:** The President is a voting member of the Board of Directors. The President shall, subject to the control of the Board of Directors, generally supervise, direct, and control the business and the officers of the corporation. He/she shall preside at all meetings of the members and at all meetings of the Board of Directors. He/she shall have such powers and duties as may be prescribed by the Board of Directors or the bylaws. The President automatically becomes the Immediate Past President at the conclusion of their term as President.
- **Immediate Past President:** The Immediate Past President is a voting member of the Board of Directors. The President automatically becomes the Immediate Past President at the conclusion of their term as President.
- **Vice President:** The Vice President is a voting member of the Board of Directors. In the absence or disability of the president, the Vice President shall perform all the duties of the president, and when so acting shall have all the powers of, and be subject to all the restrictions upon, the president. The Vice President automatically becomes President at the conclusion of their term as Vice President. The Vice President must meet the qualifications to serve as President.
- **Treasurer:** The Treasurer is a voting member of the Board of Directors. The Treasurer shall keep and maintain the organization's accounts, including its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements; shall be responsible for depositing and disbursing the organization's money and valuables; shall keep a record of all of his/her transactions as financial officer and of the financial condition of the corporation; and shall have other powers and perform such other duties as may be prescribed by the Board of Directors or the bylaws. ***Actual bookkeeping and financial systems are managed by an outsourced accounting resource firm – these duties are not the responsibility of the Treasurer.***
- **Secretary:** The Secretary is a voting member of the Board of Directors. The Secretary shall keep and maintain the minutes of all the meetings and actions of directors, the names of those present at such meetings, the number of members present or represented at members' meetings, and the proceedings of such meetings; shall keep a record of the corporation's members, showing the names of all members, their addresses, and the class of membership held by each; and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or the bylaws.

- General At-Large Officer: The General At-Large Officer is a voting member of the Board of Directors. Together with the Executive Director and the Managing Director, the General At-Large Officer is a liaison for Safer Buildings Coalition's general membership. He/she shall keep abreast of the concerns and activities of the general membership, and advise on programming and other courses of action.

Board Terms

- Immediate Past President – 1 year
- President – 1 year
- Vice President – 1 Year
- Treasurer – 3 years
- Secretary – 2 years
- General At-Large Officer – 2 years

Candidate Eligibility Requirements

Each candidate for an open Safer Buildings Coalition Executive Board position must meet certain criteria, as laid out in the organization's bylaws, both to run for office and to serve on the Board. A copy of the bylaws will be provided under separate cover.

An Elections Committee will vet each candidate to ensure that they are eligible to run for office and serve on the Board. In order to perform that duty, any Safer Buildings Coalition member interested in running for the Board is asked to provide the Committee with a current resume and contact information for their current employer.

The Elections Committee will use this information to verify that each candidate meets the requirements to hold a seat on the Board, and that the candidate is able to perform Board duties. Please expect that the Elections Committee will call your employer and references.

In the event that the Elections Committee finds that a potential candidate is not eligible for office, that candidate will be notified immediately and, if possible, given the opportunity to meet the necessary qualifications.

The criteria to run and serve in each position are summarized as follows:

Eligibility for Election to Office

A. The President and Vice President shall be employees of an SBC paid-tier member organization in good standing of the SBC throughout their term of office.

B. The Secretary, Treasurer and At-Large director shall be employees of an SBC paid-tier member organization in good standing of the SBC throughout their term of office.

C. No more than three (3) individuals shall be elected from any single competing functional category (i.e., OEM, integrator, distributor, A&E Firm, etc.).

D. Individuals are elected, not member organizations, In the case of a board member changing employers, they shall remain in their position as long as they are employed by a current SBC corporate member. The elections committee shall have the authority and obligation to determine if election results are compliant with this requirement.

E. The President automatically becomes the Immediate Past President at the conclusion of their term as President.

F. The President must have previously served as Vice President.

G. The Vice President automatically becomes President at the conclusion of their term as Vice President.

H. The Vice President must meet the qualifications to serve as President.

Elections Committee

The Elections Committee shall be formed to administer the annual Board of Directors election process and as requested by majority membership vote. The Elections Committee will consist of the Managing Director, Executive Director and Chair of the Advancement Committee.



Election Results: The Elections Committee shall review the results of the election and provide the Board of Directors and staff liaison with a list of the candidates who were successfully elected to office in accordance with the Corporation Bylaws. The staff liaison shall advise all candidates whether they were elected or not. A majority vote of the outgoing Board of Directors, typically held at the Annual meeting, shall confirm the findings of the Elections Committee.

Candidate Qualifications and Vetting

Any Safer Buildings Coalition member who wants to be considered for a position on the board must be a member in good standing, with dues paid, and must meet the criteria of the position for which they are running, as described above and in Safer Buildings Coalition's bylaws. Candidates' qualifications – including employment status – will be verified by the Elections Committee.

Campaigning:

Active campaigning is not currently permitted. Each candidate will be permitted to submit

a brief bio and candidacy statement which will be provided to the voting members of the Safer Buildings Coalition prior to the election.

Voting:

The Board of Directors of the Corporation shall be elected by a majority vote of the Corporation membership present at the annual meeting or by majority vote of the Corporation membership responding if the vote is conducted by mail or electronic ballot. Paid Tier members in good standing in the Corporation are eligible to vote in the election.

Voting Tiers and Vote Weight

The Safer Buildings Coalition has voting member tiers and non-voting member tiers, as follows:

Voting Tiers

- Wireless Carrier
- Corporate
- Corporate System Integrator
- Medium Business
- Small Business

Non-Voting Tiers

- Enterprise
- Public Safety Agency
- Knowledge Partner
- Individual Licensed Professional

Vote Weight

Each Organization is entitled to cast one ballot per board position. Ballots are weighted to the equivalent of either one or two votes, based on the following member tiers:

- Wireless Carriers, Corporate, Corporate Systems Integrators – Vote weight = 2
- Medium and Small Business – Vote weight = 1

Scheduling the opening of the polls:

The committee has determined that the polls should be open for no less than two weeks, in order to give all members — whether voting electronically, in person, or by absentee — enough time to cast their ballot.

BALLOT COUNTING AND ELECTIONS RESULTS

The Elections Committee will verify the elections results, under the watch of the Executive Director. Results are to be announced by electronic communication prior to Sept 1 when the new Board will be seated.

Post-election:

Candidates elected to Board of Directors **ARE REQUIRED TO ATTEND THEIR FIRST BOARD TELECONFERENCE ON THE SCHEDULED DATE FOLLOWING THE CLOSE OF THE ELECTIONS** (usually, the first Wednesday of September).