



Proposed voting procedure for adoption at the Special General Meeting of North Western Baptist Association.

Article 24 of our proposed Articles of Association read as follows:

(24.1) The number of directors shall not be less than six nor more than twelve.

(24.2) Up to 11 directors shall be elected by the members. The procedure for nomination and election of such directors shall be set out in election regulations made by the directors and approved by members in general meeting.

This requires the existing directors to propose election regulations which need to be adopted by the Special General Meeting, prior to an election taking place.

The trustees propose the following procedure to the meeting and have instructed the relevant officers to make arrangements in anticipation of this being adopted.

The election of directors/trustees shall be at a Special General Meeting convened for this purpose. (28th March 2019) Directors/trustees will be elected by ballot at that meeting.

Nominations will be sought prior to the meeting. No nominations will be accepted less than 15 days before that meeting (13th March) and a full list of nominees will be made available via the NWBA website 14 days prior to that meeting. (14th March)

The meeting shall appoint no less than 6 and no more than 12 trustees/directors in accordance with the constitution proposed for adoption at that meeting.

Up to 3 existing trustees, nominated by the trustees, shall be elected to serve until the Annual General Meeting 2020

Up to 4 existing trustees, nominated by the trustees, shall be elected to serve until the Annual General meeting 2021

Up to 4 trustees/directors, nominated by the members, shall be elected to serve until the Annual General meeting 2022.

An employee trustee, nominated by the trustees, shall be elected to serve until the Annual General meeting 2022

In the event that an existing trustee is not nominated by the existing trustees, they will be eligible to be nominated by the members.

Nominations from members

Nominations of eligible persons can be made by five or more member churches, or by one member church and the trustee body, provided that member church is the one of which the nominee are themselves a member.

A person shall be deemed to be elected if they receive the vote of more than 50% of those who are present and eligible to vote at the Special General Meeting.

In the event that there are more nominees than places available, in accord with the categories outlined above, those receiving the highest number of votes shall be deemed to be elected, provided that they also receive 50% of the votes of those who are present and eligible to vote.

Arrangements for Future AGM's

In accord with the proposed constitution, it is anticipated that 3-4 trustees/directors will retire each year. Retiring directors will be eligible for re-election in accordance with the relevant articles of Association (i.e. for no more than nine consecutive years).

The arrangements for electing trustees will seek to follow the arrangement outlined above.

- (i) The election of directors/trustees shall be at a General Meeting convened for this purpose. Directors will be elected by ballot at that meeting. Nominations will be sought prior to the meeting. No nominations will be accepted less than 15 days before that meeting and a full list of nominees will be made available via the NWBA website 14 days prior to that meeting.
- (ii) Nominations of eligible persons can be made by 5 or more member churches, or by one member church and the trustee body, provided that member church is the one of which the nominee are themselves a member.
- (iii) An invitation for nominations will be made no less than 28 days before the closing date for nominations.
- (iv) The meeting can appoint as many directors as there are vacancies, recognising that the constitution enables up to 12 trustees/directors to be appointed.
- (v) Directors/Trustees will normally be elected to serve a term until the Annual General meeting in the third year of their appointment.
- (vi) Nominations of eligible persons can be made by 5 or more member churches, or by the trustee body and one member church, provided that, in each case, one member church is that of which the nominee is themselves a member.
- (vii) A person shall be deemed to be elected if they receive the vote of more than 50% of those who are present and eligible to vote.
- (viii) In the event that there are more nominees than places available, those receiving the highest number of votes shall be deemed to be elected, provided that they also receive 50% of the votes of those who are present and eligible to vote.