

Governance at a Glance

Nomination and Election Best Practices

Alberta's 20 Marketing Boards and Commissions (MBCs) are producer-led organizations that are designated as corporations established by *the Marketing of Agricultural Products Act*. Each MBC is governed by a minimum of three regulations which set the rules and regulations for governance in their respective industry. For instance, Plan Regulations establish a Marketing Board or Commission, outline the board composition and director terms of office, among other critical governance elements for the organization.

This document outlines best practices that MBCs should consider when conducting nominations and elections for board directors and delegates. Nomination and election of board directors and delegates is considered one of the fundamental elements of a functioning governance system. Nomination and election procedures must be fair, open and transparent.

As a starting point, MBC regulations should be reviewed to better understand the regulatory requirements for nominations and elections. For instance, all MBC Plan Regulations and/or applicable bylaws identify the number of board directors and the term limits, as well as the voting process and voting eligibility. It is critical for an organization to understand the applicable regulations and bylaws, and any policies or procedures that have been developed to clarify the regulatory requirements. Collectively, the regulations, bylaws, and any policy/procedural documents constitute the governance for MBC elections and nominations and these must be

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understood by the organization's board of directors and staff.

Key Roles

The Returning Officer (RO) is responsible to administer the nomination and election process and has authority to designate Deputy Returning Officers (DRO) to assist them. The RO role is often played by the general manager of the MBC or a staff member.

Scrutineers also play a key role, as they are responsible for providing oversight to ensure that proper process is followed. This role is often played by Marketing Council, if present at meetings, or as requested for mail ballot elections.

Nominations

MBC regulations/bylaws typically outline the nomination process and requirements that the MBC must adhere to (e.g., nominations at annual general meeting, nominations in advance of meeting, nominations in advance of mail ballot elections, etc.).

It is very important to clearly communicate the nomination process to producer members. Applicable timelines for submitting nominations should be made available to producers. These may be outlined in regulation, bylaws, or policy. If there is no set deadline for nominations, best practice is to set a date that does not fall on a weekend. This would provide for those reviewing the nominations time to contact the applicants and address any mistakes and/or questions prior to the deadline. It should be made clear to producers that the RO has the authority to reject any nomination that is not valid or is not submitted by the deadline, and any criteria the RO uses to inform their decision(s) should be made available to producers.

Any producer who is nominated (nominee) must have a nominator or nominators and all must be eligible producers as defined in the MBC regulations. If the number of nominations received is less than or equal to the number of positions available, the candidate(s) can be elected by acclamation or as provided for by the MBC regulations, bylaws, or policy. If elected by acclamation, no vote is required. Some MBCs allow nominations from the floor at their meetings, while others do not. It is very important to understand the rules by checking applicable regulations/bylaws/policies.

Use of Nominating Committees

Some MBCs use nominating committees to administer the nomination and election process, and to assist with board recruitment and succession planning. Nominating committees can play a valuable role with identifying competencies or skills that may be missing from a Board.

Elections

Elections occur when there are more candidates than there are number of positions available. Depending on the applicable regulations, elections may be held at regional/zone/area meetings, annual general meetings, or by mail. Some MBCs also enable proxy voting to ensure that if the producer is not present at the meeting, they can assign a proxy for someone to vote on their behalf. MBC regulations or bylaws outline the applicable term limits for board directors and delegates.

At Meetings

Best practice for elections held at meetings is to ensure each candidate is present and has an opportunity to address the membership (verbally or in writing) to introduce themselves. The election process should be clearly communicated to membership prior to the meeting. Candidate names should be written in a place that all voters can see (e.g., a white board, a projector screen, handouts, etc.). The RO and any scrutineers should be named prior to the election. A good practice would be to make a motion to appoint the various electing officer

positions and have the motion seconded at the meeting, although this is not mandatory. This is helpful in the event of any challenges or contests related to the election process. **Voting should occur by secret ballot.** The process for voting should be clearly communicated to members to reduce potential spoiling of ballots. A secure container/device for collecting the ballots should be used. Generally, the RO, DRO, and scrutineers will collect ballots, and then leave the meeting room to count the ballots in a more secure location. Candidates are not entitled to participate or observe counting the ballots.

Once the scrutineers have counted the ballots, the RO can announce the results. The results can also be announced by the meeting chair or facilitator. MBC regulations typically identify rules for destroying ballots. Generally, ballots are securely held for up to 90 days in the event of a challenge to the election process or results.

Mail Ballots

Some MBCs do not conduct elections at meetings and instead hold elections by mail ballot. In these instances, the MBC's applicable regulations and policies provide the necessary rules for conducting the election by mail-in ballot. In a similar manner as elections at meetings, the RO is responsible for administering the election process and appointing any DROs and permitting scrutineers. Marketing Council staff generally play the role of scrutineer for mail-in ballot elections.

Quick Tips and Tricks

- Review your organization's regulations and any applicable bylaws or policies.
- Appoint a RO and ensure they understand the role, responsibilities, and accountabilities.
- Ensure your nomination and election processes are clearly communicated to producers (on your website, by mail, etc.). Be as transparent with the process as possible.
- Contact your **Marketing Council staff liaison** at any time for more information about nominations and elections or to address questions/concerns.