

## **ARTICLE VI NOMINATIONS AND ELECTIONS:**

### **Existing:**

11. In the event that a member should resign from the Board of Directors, the Board of Directors shall ask the alternates, in order of listing, if they are willing to serve on the Board of Directors and the first one who agrees to serve shall be declared elected.

### **Proposed amendment**

11. In the event that a member should resign from the Board of Directors, or that there is an insufficient number of candidates during an election, the Board of Directors shall ask the alternates from the previous election, based on the number of votes received, if they are willing to serve on the Board of Directors and the first one who agrees to serve shall be declared elected. If there is no alternate candidate, or if no alternate candidate agrees to serve, the Board of Directors shall appoint, at its sole discretion, a CES-NCC member to fill the position for the duration of the term of the vacant position.

**Rationale:** The Board has been challenged with situations where it was difficult to fill Board positions, either because there were an insufficient number of candidates, or because some Board members resigned shortly after an election. To prevent from calling multiple elections in a single year, the Board requests that this amendment be put in place to ensure a timely and efficient process to fill positions on the Board.