

Proposal to Amend Bylaws

Proposal #	Title	Article	Section	Proposed by
S1805	Competency Model for Nominations and Elections	IV	6 & 7	Cecilia Breda, Andrea Clewley, Stephanie DeCotiis, Kerrie Greenfelder, Dayna Johnson, Alexis McKittrick, Helen Patricia, Sandra Pettit, Heather Wiest, Penny Wirsing, Pearl Yamaguchi

<u>Current Language:</u>	<u>Proposed Changes:</u>	<u>If Adopted:</u>
<p>A. The nominating committee shall, subject to the approval of the board of directors, develop and maintain appropriate procedures to govern the Society related to nomination, election, or removal not covered by the law or these bylaws.</p> <p>B. The nominating committee shall be composed of one voting member from each region, elected in accordance with region bylaws, to serve for a period of two fiscal years. Terms shall be staggered so that approximately half of the members of the committee are elected each year, during the year in which their region is not holding an election for region governor. Members of the nominating committee may not succeed themselves as regional representatives but may serve up to four additional years; up to two years as deputy chair of the committee and up to two years as chair of the committee.</p> <p>C. The chair and deputy chair of the nominating committee shall be nonvoting members of the committee selected annually to serve for the next fiscal year by the regional representatives on the committee. Candidates for chair and deputy chair must have recent service on the nominating committee or board of directors and may be members of the committee or board of directors at the time of selection. The chair or deputy chair may not serve concurrently as a regional representative on the committee or as a member of the board of directors. The chair and deputy chair may be</p>	<p><i>Move both sections to Article X, Committees, with the following amendments:</i></p> <p>A. The nominating committee shall, subject to the approval of the board of directors, develop and maintain appropriate procedures to govern the Society related to nomination, election, or removal not covered by the law or these bylaws.</p> <p>B. The nominating committee shall be composed of at least ten members one voting member from each region, elected in accordance with region bylaws, to serve for a period of two fiscal years. The members will be designated by procedures approved by the board of directors. Terms shall be staggered so that approximately half of the members of the committee are elected selected each year, during the year in which their region is not holding an election for region governor. Members of the nominating committee may not succeed themselves as members regional representatives but may serve up to four two additional years; up to two years one year as deputy chair-elect of the committee and up to two years one year as chair of the committee.</p> <p>C. The executive director shall be a nonvoting ex officio member of the committee; however, by majority vote of the voting members of the nominating committee, the executive director may be dismissed from all or any part of a meeting.</p>	<p><u>Article X, Section 4:</u></p> <p>A. The nominating committee shall, subject to the approval of the board of directors, develop and maintain appropriate procedures to govern the Society related to nomination, election, or removal not covered by the law or these bylaws.</p> <p>B. The nominating committee shall be composed of at least ten members, to serve for a period of two fiscal years. The members will be designated by procedures approved by the board of directors. Terms shall be staggered so that approximately half of the members of the committee are selected each year. Members of the nominating committee may not succeed themselves as members but may serve up to two additional years; up to one year as chair-elect of the committee and up to one year as chair of the committee.</p> <p>C. The executive director shall be a nonvoting ex officio member of the committee; however, by majority vote of the voting members of the nominating committee, the executive director may be dismissed from all or any part of a meeting.</p> <p>D. The chair and chair-elect of the nominating committee shall be nonvoting members of the committee. Candidates for chair-elect must have recent service on the nominating committee or board of directors and may be members of</p>

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<p>re-selected to only one additional consecutive term and shall not be eligible to serve as a regional representative to the nominating committee for at least one year after serving as chair or deputy chair.</p> <p>D. The deputy chair shall assist the chair as deemed necessary by the chair or regional representatives. The deputy chair shall perform the duties of the chair in the absences of or at the request of the chair. The deputy chair shall fill a vacancy in the position of chair for the remainder of the term. A vacancy in the deputy chair shall be filled within sixty days of the vacancy.</p> <p>E. In order to be eligible to serve on the nominating committee, a member must have had recent experience with the Society on a national level, such as service on the board of directors, as a professional member of the senate, as a region governor, or as a Society committee chair. Members of the nominating committee may not become candidates during their tenure of service on the nominating committee.</p> <p>F. The nominating committee shall select one or more qualified candidates for each of the available positions except the collegiate director and present such slate to the board of directors and the senate by February 1. The nominating committee shall select one or more qualified candidates for collegiate director and present such slate to the board of directors and senate by March 1. The nominating committee may also recommend candidates for other positions, if so requested by the board or the senate.</p> <p>G. Additional candidates for all positions except the collegiate director may be nominated by petition, provided that:</p> <ol style="list-style-type: none"> 1. The member is eligible for the position. 2. The member has given written consent to be placed on the ballot. 	<p>C. The chair and deputy chair<u>elect</u> of the nominating committee shall be nonvoting members of the committee selected annually to serve for the next fiscal year by the regional representatives on the committee. Candidates for chair<u>elect</u> and deputy chair must have recent service on the nominating committee or board of directors and may be members of the committee or board of directors at the time of selection. The chair or deputy chair<u>elect</u> may not serve concurrently as a regional representative <u>voting member</u> on the committee or as a member of the board of directors. The chair and deputy chair<u>elect</u> may be re-selected to only one additional consecutive term and shall not be eligible to serve as a <u>voting member of regional representative</u> to the nominating committee for at least one year after serving as chair or deputy chair<u>elect</u>.</p> <p>D. The deputy chair shall assist the chair as deemed necessary by the chair or regional representatives. The chair shall perform the duties of the chair in the absences of or at the request of the chair. The deputy chair shall fill a vacancy in the position of chair for the remainder of the term. A vacancy in the deputy chair shall be filled within sixty days of the vacancy.</p> <p>E. In order to be eligible to serve on the nominating committee, a member must have had recent experience with the Society on a national <u>on a Society</u> level, such as service on the board of directors, as a professional member of the senate, as a region governor, or as a Society committee chair. Members of the nominating committee may not become candidates <u>for elected positions other than nominating committee chair-elect</u> during their tenure of service on the nominating committee.</p> <p>F. The nominating committee shall select one or more qualified candidates for each of the available</p>	<p>the committee or board of directors at the time of selection. The chair or chair-elect may not serve concurrently as a voting member on the committee or as a member of the board of directors. The chair and chair-elect shall not be eligible to serve as a voting member of the nominating committee for at least one year after serving as chair or chair-elect.</p> <p>E. In order to be eligible to serve on the nominating committee, a member must have had recent experience on a Society level, such as service on the board of directors, as a member of the senate, or as a Society committee chair. Members of the nominating committee may not become candidates for elected positions other than nominating committee chair-elect during their tenure of service on the nominating committee.</p> <p>F. The nominating committee shall select one or more qualified candidates for each of the available positions and present such slate to the board of directors and the senate by February 1. The nominating committee may also recommend candidates for other positions, if so requested by the board or the senate.</p> <p>G. Additional candidates for all positions may be nominated by petition, provided that:</p> <ol style="list-style-type: none"> 1. The member is eligible for the position. 2. The member has given written consent to be placed on the ballot. 3. At least one percent of the voting members as of the previous December 31 have signed a petition or endorsed an e-mail to place the candidate's name on the ballot, with no more than ten percent being from any one section or group, the members at large, or the international members. 4. The petition, together with the written consent, is submitted to the Society headquarters by March 1.
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3. At least 200 voting members have signed a petition or endorsed an e-mail to place the candidate's name on the ballot, with no more than sixty being from any one region or the international members.

4. The petition, together with the written consent, is submitted to the Society headquarters by March 1.

Section 7. Election

A. Members whose dues are current as of March 1 shall be eligible to vote in the election. The executive director shall be responsible to ensure that the ballot, listing the candidates proposed by the nominating committee and any candidates who have properly petitioned, shall be sent to each voting member by April 1. No member may be nominated for more than one office or position on the ballot.

B. Ballots must be returned by the date indicated on the ballot in order to be counted. A plurality shall elect. In case of a tie, the winner shall be chosen by lot.

~~positions except the collegiate director and present such slate to the board of directors and the senate by February 1. The nominating committee shall select one or more qualified candidates for collegiate director and present such slate to the board of directors and senate by March 1. The nominating committee may also recommend candidates for other positions, if so requested by the board or the senate.~~

G. Additional candidates for all positions ~~except the collegiate director~~ may be nominated by petition, provided that:

1. The member is eligible for the position.
2. The member has given written consent to be placed on the ballot.
3. At least 200 one percent of the voting members as of the previous December 31 have signed a petition or endorsed an e-mail to place the candidate's name on the ballot, with no more than ~~sixty~~ ten percent being from any one region ~~section or group, the members at large,~~ or the international members.

4. The petition, together with the written consent, is submitted to the Society headquarters by March 1.

Section 7. Election *(incorporate into previous)*

A. Members whose dues are current as of March 1 shall be eligible to vote in the election. The executive director shall be responsible to ensure that the ballot, listing the candidates proposed by the nominating committee and any candidates who have properly petitioned, shall be sent to each voting member by April 1. No member may be nominated for more than one office or position on the ballot.

B. Ballots must be returned by the date indicated on the ballot in order to be counted. A plurality shall elect. In case of a tie, the winner shall be chosen by lot.

H. Members whose dues are current as of March 1 shall be eligible to vote in the election. The executive director shall be responsible to ensure that the ballot, listing the candidates proposed by the nominating committee and any candidates who have properly petitioned, shall be sent to each voting member by April 1. No member may be nominated for more than one office or position on the ballot.

I. Ballots must be returned by the date indicated on the ballot in order to be counted. A plurality shall elect. In case of a tie, the winner shall be chosen by lot.

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Proviso: For FY19, five regionally-elected members of the nominating committee shall complete their terms, and five members from the remaining regions shall be elected by and from their respective regions.

Conforming Amendments:

- Article IV, Section 2.D: The collegiate director shall be elected by the collegiate presidents to: 1. Serve as a liaison to collegiate leaders; 2. Contribute collegiate knowledge and interests; and 3. Perform other duties as assigned by the president, the board of directors, or Society governing documents.
- Article IV, Section 4.A.2: Have served at least two years in the aggregate as a professional member of the senate, Society or senate committee chair, region governor, or professional section or members at large president, or professional section or members at large representative, except that one year as either a collegiate senator or collegiate representative may be counted toward this requirement. **or, b. Have experience that demonstrates competency in the required skill set as set forth by the nominating committee procedures.**
- Article IV, Section 4.D: Candidates for collegiate director must: 1. Be or have been a collegiate member of the Society in good standing within two years immediately previous to submission of the nomination; ~~2. Be a member of the Society in good standing;~~ and 3. At the time of taking office, have at least two years of experience in the aggregate in at least two different SWE positions with significant leadership responsibility, provided that at least one year must be in a collegiate role.
- Article V, Section 4.B.1: A speaker, deputy speaker, and senate secretary shall be elected by **voting members of the Society.** ~~the voting members of the senate.~~ The term of office for the speaker shall be two fiscal years, taking office in the even-numbered fiscal year. The term of office for the deputy speaker and the senate secretary shall be one fiscal year. The speaker, deputy speaker, and senate secretary may not also serve as senators.
- Article V, Section 4.B.2: Any candidate for speaker, deputy speaker, or senate secretary must be a voting member of the Society in good standing and a. must have served a minimum of two years in the aggregate on the board of directors, as a professional member of the senate, Society or senate committee chair, region governor, professional section or members at large president, ~~or professional section or members at large representative, except that one year as a collegiate senator or collegiate representative may be counted toward this requirement;~~ or **b) Have experience that demonstrates competency in the required skill set as set forth by the nominating committee procedures.**

Proviso: For the purpose of fulfilling these eligibility requirements, service as an international representative for the fiscal year ended June 30, 2009, shall count toward the requirement. This proviso shall expire on June 30, 2019.

- Article V, Section 4.C: Nomination. 1. A senate nominating committee shall be selected by the senate to present a slate of one or more candidates each for speaker, deputy speaker, and senate secretary, to be announced to the senate by February 1. 2. Candidates may be nominated by petition, provided that: a. The member is eligible for that position. b. The member has given written consent to be placed on the ballot. c. At least ten current voting members of the senate have signed a petition or endorsed an e-mail to place the candidate's name on the ballot. d. The petition, together with the written consent, is submitted to the Society headquarters by March 1.
- Article V, Section 4.D: Election. 1. The speaker, deputy speaker, and senate secretary shall be elected by ballot of the senate during the same time frame as the elections for Society officers and directors. 2. A plurality vote shall elect the speaker, deputy speaker, and senate secretary. 3. Alternate methods of voting or margins required for such election may be used by the senate on a one-time basis, provided that such methods are adopted by previous notice and a vote of two thirds of the voting members of the senate.
- Proviso #1: For the purpose of fulfilling eligibility requirements, service on the board of directors shall also include service on the executive committee prior to 1985. Service as region governor shall also include service as a region director prior to 2004.

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Rationale:

This proposal includes edits that correspond to changes to the nominating process for Society leadership positions and changes to the Nominating Committee composition and selection under the revised governance structure. Overall rationale for the governance changes is included in a separate document published with this motion.

Rationale specific to the edits in this proposal includes:

- Demonstrated competency in required skills can be used in place of, or in addition to, required terms of SWE leadership to meet leadership position eligibility requirements. This reflects the fact that many potential SWE leaders develop important competencies outside of their SWE roles, such as at work or in other volunteer organizations, and those should be taken into account during the nomination and selection process.
- The Deputy Chair of the Nominating Committee will transition to a Chair-Elect, which will establish the Chair-Elect for a given fiscal year as the Chair in the next fiscal year. This is consistent with the operations of other Society-level committees and enables clearer leadership expectations and roles for this committee.
- The categories of leadership experience and other criteria that should be included within the nominating committee membership will be added in the Nominating Committee procedures. This is consistent with the operations of other Society-level committees.

For more information and background on the transition from geography-based leadership to competency-based leadership, please see governance.swe.org.