

Procedures for the election of HTAV Directors and Office Bearers

Introduction

The HTAV Constitution adopted in 2020 says:

- 37.1 *The President, First Vice President, Second Vice President and other Elected Directors will be elected by the Members. Only financial Members will be entitled to vote.*
- 37.2 *Elections will be held prior to the annual general meeting **in accordance with the procedures determined by the Board and set out in the by-laws**. This includes the procedures for nomination of candidates. The result of the election process shall be declared at the annual general meeting.*

This document describes the procedures as currently determined by the Board. Clause numbers will be shown in parentheses where these procedures have been established in compliance with the Constitution. These procedures may be amended by the Board in future, as long as amendments comply with the stipulations in the Constitution.

The Executive Officer and the Company Secretary (a staff position) will act as the Returning Officers in Board elections.

Retirement of Current Directors

HTAV Directors serve for approximately two years from the time of their election. The Board will consist of at least three and no more than twelve elected Directors.

In the lead up to each AGM, half of the elected Directors (rounded down if not a whole number) must give notice of their retirement [36.2]. The Directors who retire will be those who have been longest in office since their last election [36.4]. Directors who retire may put themselves forward for re-election.

A Director who has only served one term may also choose to retire at this time. This will not change the requirement for other elected Directors who have served two terms to retire and stand for re-election.

Any Director who was appointed to a casual vacancy since the last AGM will also retire, and may put themselves forward for election [36.3, 40.2].

These retirements will take effect from the conclusion of the next AGM. In other words, the current Board runs the AGM, and the new Board commences their responsibilities from the conclusion of the AGM.

Nominations for Director role

A call for nominations will be issued at least eight weeks prior to the AGM. At that time, the nomination form and 'Responsibilities of Board Members' document will be made available to all members.

Nominations will only be accepted for Individual and Life Members [34.1] whose membership fees are not overdue at the time of nominating [37.1, 12.4].

Employees of HTAV may not be nominated [34.2].

Candidates may be nominated by a current member of HTAV, including by people who are listed as members under a School or Organisation membership. No seconder is required.

Nominations must be made via the form provided and be accompanied by the Candidate Statement and Candidate's Confirmation of Eligibility, and be received at the HTAV office or at the specified email address by the advertised deadline.

Nominations for President, First Vice President and Second Vice President

The nomination form will invite nominations for Director positions and/or Office Bearer positions. Retiring Directors and people who are not currently Directors MUST be nominated for a Director position if they are to be elected to the Board.

In addition to the eligibility requirements in clauses 34.1 and 34.2, a person is only eligible to be elected President, First Vice President or Second Vice President if they have previously served one term (i.e. from one AGM to the next) as a Director on the HTAV Board. This term may have been served at any time prior to the election. [35.1]

Current Directors who are not required to retire may be nominated for one or more Office Bearer positions. An individual serving as President is eligible for re-election as President for one additional term. Upon serving 2 consecutive terms as President, they may only stand for re-election as President at the second or later AGM after they ceased to be President (i.e. after two terms). Such an individual would be eligible for nomination/re-election as a Director and to other Offices without any minimum time elapsing [36.6].

Candidate Statements

All nominated candidates will be invited to provide a Candidate Statement. Including the following information will be encouraged but not mandatory:

- their involvement in history education
- their involvement in HTAV activities
- other experience or expertise that they would bring to the role of HTAV Director
- the particular work/activities of HTAV that they would like to support and guide as a Director if they were elected (if any).

In order to encourage Members to read all of the Candidate Statements, a limit of 350 words will be applied.

Candidates who have been nominated for more than one position may choose to provide (clearly titled) alternative versions of their Candidate Statement for each position.

Candidate Statements will be published and advertised when voting opens.

Voting

A separate ballot will be held for each of the President, Vice President and Director positions where the number of nominees is greater than the vacancies to be filled [37.3]. All ballots will be held simultaneously.

Voting will be conducted electronically prior to the AGM [37.3]. A process of scrutiny will ensure only the votes of current HTAV members will be counted. The process will be conducted by the Returning Officers.

Each Individual Member, Life Member and School/Organisation is entitled to one vote in each ballot. The Primary Contact for a School/Organisation Member (as listed on the HTAV database) will be considered the Representative of that Institution unless an 'Appointment of an Institutional Representative' form is received by HTAV at least 48 hours prior to the close of voting.

A person who is currently an Individual or Life Member, and who is also listed as the Primary Contact for a School/Organisation Member, may therefore vote twice in each ballot IF they indicate the different capacity in which they are voting each time.

Election Outcomes

Office Bearer positions

Separate ballots will be held for positions as below where applicable in a particular year:

- i. President;
- ii. First Vice President and Second Vice President (in the same ballot).

If a candidate has been nominated for both the President and Vice President positions (for example), and is not elected to the position of President, they will be eligible for election as Vice President. No individual can hold more than one Office Bearer position.

The candidate in the ballot for Vice President who receives the greatest number of votes will be elected First Vice President. The candidate with the next highest number of votes will be elected Second Vice President. In the case of a tie, the decision will be made by lot.

If no nominations have been received for an Office Bearer position it will be declared vacant and the new Board may choose to fill it as a casual vacancy after the AGM [40].

Director positions

The number of vacant Director positions will be established after the Office Bearer election winners are identified. For example, if the number of elected Office Bearers and the number of continuing Board members (who are part-way through their two terms) adds up to eight individuals, then there are four Director vacancies.

If there are more nominees for Director positions than there are potential vacancies, and a ballot is held, the candidates with the greatest number of votes cast for them will be identified to fill any vacant Director positions. In the case of a tie for the last position, the successful candidate will be decided by lot. The Returning Officers will oversee this process.

If there are fewer nominees for Director positions than there are vacancies, all nominees will be declared elected (subject to endorsement by members at the AGM) [37.5]. The Board may choose to fill any remaining Director positions as casual vacancies after the AGM.

Announcement of election outcomes, endorsement by members

The results of the election will be announced at the AGM [37.2]. The AGM must occur within five months of the end of the organisation's financial year [16.2], and all Members must be given at least 21 days' notice of the AGM [18.1].

If there are fewer candidates than vacancies for Director or Office bearer positions, and no ballot is required, the declaration of the election of those candidates will not be published prior to the announcement at the AGM.

Candidates will be informed prior to the AGM if they were successful in the ballot, or were the only nominee. However, each elected candidate must be endorsed by the Members by separate ordinary resolutions at the AGM. If any of the candidates are not endorsed by Members at the AGM following the election, then they will not become Directors. Any positions that remain unfilled as a result shall be deemed casual vacancies [37.5, 37.6].

The new Board will assume their responsibilities from the conclusion of the AGM.