



PROCEDURE FOR RENEWAL OF EFC GOVERNING ORGANS

EFC Nomination Committee

Updated June 2014

Ultimate authority of the European Foundation Centre (EFC) vests in the Annual General Assembly (AGA) of Members, with governance entrusted to an elected Governing Council, supported by a Management Committee.

The mandate of the EFC Governing Council is to guide EFC's programmatic and strategic work. The Governing Council consists of up to 30 member organisations (minimum 14 organisations), which are elected from among EFC voting members.

The Management Committee focuses on the day-to-day operational management of the EFC, and it consists of a group of individuals representing members of the Governing Council, including the Chair, the Vice-Chair, and the Treasurer of the Association and additional individuals representing members of the Governing Council.

The Nomination Committee, set up in 2007 with the mandate to monitor the composition of the governing organs, has agreed on the following guidelines and procedures on renewing the EFC governing organs. A list of members of the Nomination Committee can be found on the EFC website.

Procedure for Governing Council Renewal

The Nomination Committee prepares a slate of candidates for the open seats on the Governing Council for election by the Annual General Assembly (AGA) of Members after consulting the EFC membership. As part of this process, the Nomination Committee has the mandate to co-opt the candidates for two of the open seats on the Governing Council each year (see below "EFC Nomination Committee criteria for co-option of EFC members to the Governing Council" for more information on this aspect).

The timeline for the annual renewal of the EFC Governing Council is as follows:

STEP ONE: (November - December): Call for nominations

All EFC members are invited to submit proposals for new candidates, including those whose term on the Governing Council is coming to an end, if they are eligible for re-election to the EFC Governing Council. Governing Council members whose terms are up for renewal and who wish to stand for re-election must undergo the election procedure in equal competition with new candidates. The maximum number of organisations an EFC member can nominate is the same as the number of seats available on the Council. Organisations should not nominate themselves for the Governing Council; instead they should be nominated by another EFC member. The nominating member should contact the candidate nominated regarding their willingness to stand for election prior to the nomination.

STEP TWO: (January - February) Nomination Committee to prepare list of GC candidates for election by AGA

Using the above input, the Nomination Committee contacts all organisations nominated for the Governing Council to review their willingness to stand for election. All willing organisations which are nominated and eligible for Governing Council membership will be put forward as candidates in the Governing Council election. Each candidate, when contacted by the Chair of the Nomination Committee regarding their willingness to stand for election, will be asked to fill in a maximum 200 word motivation statement on why they are standing for election and what their organisation would contribute to the Governing Council. At this point the candidate will also be asked to declare that they adhere to the EFC Principles of Good Practice.

STEP THREE: (February - March) Electronic/postal consultation on proposed candidates

Optional, only where there are more nominations than vacant seats on the Governing Council

EFC's Secretariat in March sends all EFC members a list of all the organisations standing for election, including background information in matrix format with various criteria about each organisation, as well as EFC profiles of the candidates and a map showing EFC membership and Governing Council membership.

Members vote using an electronic voting form.

Members are only allowed to vote for as many organisations as there are vacancies on the Council. Any ballot paper nominating more or fewer candidates will be void.

The organisations that have received the most votes will form the slate for the open seats on the Governing Council. In case there is a tie for the last seat on the Council, the Nomination Committee will decide which organisation will sit on the Council, taking into account balance in terms of geography, size and type of organisation.

STEP FOUR: (late March) Nomination Committee co-option of candidates for two seats on the Governing Council

The EFC Nomination Committee meets in March to select candidates for co-option to the remaining two seats on the Governing Council. Co-opted candidates may be any EFC member meeting the criteria for eligibility to sit on the Governing Council (see below) and may also be selected from among those members who were nominated and stood in the electronic consultation but did not make into on to the slate via this process.

STEP FIVE: Confirmation of slate at AGA (May/June)

The slate is announced to all EFC members ahead the Annual General Assembly and is approved by the General Assembly of members at this meeting, which takes place during the conference in May/June.

Eligibility for a seat on the Governing Council

EFC voting members meeting the following criteria are eligible to stand for election to the Governing Council:

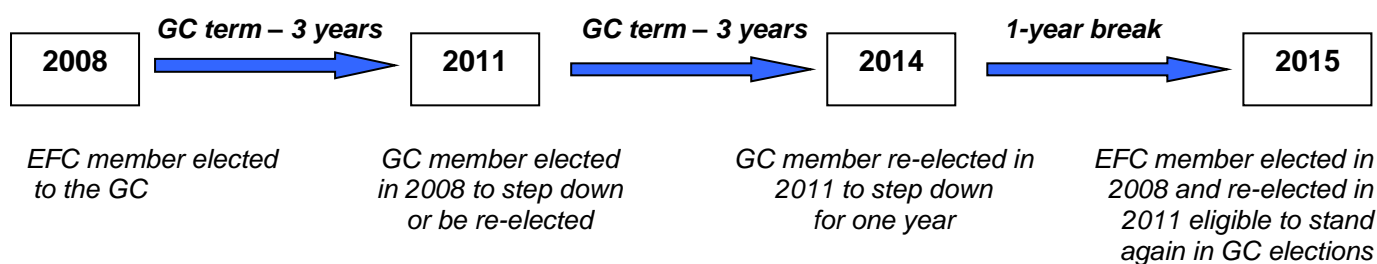
- The organisation must have been an EFC member for a period of at least three years
- The organisation must have paid its membership fees in full
- The organisation must have attended at least one of the previous two EFC General Assemblies

In addition, the EFC Statutes contain a "one-year break rule" imposing a break from service after two consecutive terms on the Governing Council.

This rule is came into effect in 2008, and applies only to Governing Council terms commenced in 2008 or later.

EFC associates are not eligible to stand for election to the Governing Council.

The 'one-year break rule' explained:



Nomination Committee criteria for co-option of EFC members to the Governing Council

As agreed by the General Assembly of EFC members on 7th November 2011, the EFC Nomination Committee will annually co-opt candidates for two of the open seats on the EFC Governing Council.

The selection of candidates for co-option will be discussed by the Nomination Committee after any necessary electronic consultation of the EFC membership has taken place (the electronic consultation takes place only when there are more nominated candidates for the Governing Council renewal than there are seats available that year).

The candidates for co-option may be selected from among members who were nominated and stood in the open consultation of members for election to the Governing Council but were not elected to the slate, as well as from the wider EFC membership.

The Nomination Committee will take into account the following considerations when selecting candidates for co-option:

- Co-opted candidate must meet the EFC's general criteria for eligibility to sit on the Governing Council, namely:
 1. the organisation must have been an EFC member for a period of at least three years
 2. the organisation must have paid its membership fees in full
 3. The organisation must have attended at least one of the previous two EFC General Assemblies
- The level and nature of the organisation's involvement in the life of the EFC (e.g. participation in EFC committees, task forces, interest groups and events, and previous service on EFC governing bodies)
- The organisation's size (in relation to the diversity and representativeness of the Governing Council as a whole)
- The organisation's location/country of origin and its geographic links (in relation to the diversity and representativeness of the Governing Council as a whole)
- The organisation's areas of interest and expertise (in relation to the diversity and representativeness of the Governing Council as a whole)
- The length of an organisation's EFC membership

Procedure for Management Committee renewal

The Nomination Committee will prepare a slate of Management Committee members from among the individuals representing members of the Governing Council for election by the membership, after consulting with the Governing Council.

STEP ONE: November – December: Call for nominations

In autumn before the year in which the mandate of current Management Committee members comes to an end, all Governing Council Members are invited to submit proposals for members of the Management Committee. Individuals cannot nominate themselves; instead they should be nominated by a fellow Governing Council member.

STEP TWO: (January – March) Nomination Committee to prepare list of Management Committee candidates for election by AGA

Based on the above input, the Nomination Committee prepares a list of candidates for election to the Management Committee.

STEP THREE (March - April) Electronic/postal consultation on proposed candidates in case of more nominations than seats

Optional, only where there are more nominations than vacant seats on the Management Committee

EFC's Secretariat in March sends all EFC members a list of all the individuals standing for election, including background information in matrix format with various criteria about each individual and their organisation, as well as EFC profiles of the organisations the candidates represent.

Members vote using an electronic consultation form approximately. Members are only allowed to vote for as many individuals as there are vacancies on the Committee. Any ballot paper nominating more or fewer candidates will be void. The individuals receiving the most votes will form the slate for the Management Committee.

Based on the results of the consultation, the Nomination Committee will prepare a slate for the Management Committee renewal.

STEP FOUR: (May/June) Confirmation of slate at AGA

The slate is announced to EFC members in advance of the Annual General Assembly and approved by the General Assembly of members at this meeting.

In the following months the Management Committee among itself formulates a proposal regarding the composition of the Committee with respect to the Vice-Chair position and presents this proposal for approval to the Governing Council at its autumn meeting

Eligibility for a seat on the Management Committee

The Management Committee can only be composed of individuals representing EFC members, which have served on the Governing Council for at least one year.

Since Management Committee members are appointed in their individual capacity, the length of service of the individual representative concerned would also be taken into account within the nomination process for candidates for the Management Committee.

The Chair may not be re-elected to the same office but may serve one more consecutive term in another capacity on the Management Committee.

Other members of the Management Committee may serve for two consecutive terms in any of the offices. After a three-year break, individuals are eligible for election to the Management Committee again.

Nomination Committee statement on campaigning in EFC governance elections

The EFC Nomination Committee discourages all forms of coordinated campaigning by candidates during EFC governance elections. This would include but is not limited to wide reaching and impersonal approaches such as mass mailings and would cover, in addition to campaigning by candidates, third party campaigning.

EFC Nomination Committee Policy on conflict of interest situations in EFC governance elections

Members of the Nomination Committee have a duty to avoid conflicts of interest on their own part and to highlight potential conflicts of interest on the part of other members of the EFC in relation to governance/election processes.

Action for specific situations:

- If a **member of the Nomination Committee is currently on the Governing Council** and their term on the Governing Council is up for renewal, if they are nominated and agree to stand for re-election to the Governing Council, that member of the Nomination Committee will pause their involvement with the Nomination Committee, from the time they agree to stand for re-election until the final slate for that year's Governing Council renewal has been approved by the General Assembly of EFC members. The Nomination Committee member's term on the Nomination Committee is not extended for time in lieu of the pause.
- If a **member of the Nomination Committee wishes, within the annual co-option process, to put forward for co-option to the Governing Council a fellow Nomination Committee member**, he/she may do so. This should be done as early on in the discussions as possible. The nominating member will state his/her rationale for the nomination. The nominated member should then indicate whether he/she wishes the member organisation he/she represents to be among those candidates considered for election to the Governing Council within the co-option process. Should he/she agree to this, the nominated Nomination Committee member will pause his/her involvement with the Nomination Committee from the time he/she agrees to the organisation he/she represents being among those candidates considered for election to the Governing Council within the co-option process until the final slate for that year's Governing Council renewal has been approved by the General Assembly

of EFC members. The Nomination Committee member's term is not extended for time in lieu of the pause.

- A **member of the Governing Council whose term is up for renewal** should not participate in discussions nor make formal recommendations related to either the Nomination Committee's work and composition, or the on-going governance renewal processes more widely, from the time when their organisation has been nominated and agreed to stand for re-election until the final slate for that year's Governing Council renewal has been approved by the General Assembly of EFC members.
- A **member of the Management Committee whose organisation's term on the Governing Council is up for renewal** should not participate in discussions nor make formal recommendations related to either the Nomination Committee's work and composition, or the on-going governance renewal processes more widely, from the time when their organisation has been nominated and agreed to stand for re-election until the final slate for that year's Governing Council renewal has been approved by the General Assembly of EFC members. This does not include instances where the organisation represented by the Management Committee member is placed automatically on the slate for re-election to the Governing Council, which occurs when an organisation's Governing Council term is up for renewal but the organisation's representative's term on the Management Committee has not reached its end.