

APFA

BOARD OF DIRECTORS MEETING

FALL BOARD OF DIRECTORS MEETING

October 5-6, 2015
Sheraton Dallas
Dallas, TX

| | |
|------------------------|-------------------------|
| Resolution Tally Sheet | Resolution #: 10 |
| | Maker: Adair |
| | Second: Martin |
| | Date: 10/06/2015 |
| | Time: 4:44 p.m. |

Resolution Name: Ad Hoc Election Process

| | | |
|--|---------------|------------------|
| <input type="checkbox"/> AFFECTS POLICY MANUAL: 14.T.3 & 4 | | |
| YES = Yes | ABS = Abstain | PXY = Proxy Vote |
| NO = No | N/A = Absent | REC = Recuse |
| PASS = Pass | | |

COMMENTS: Postponed until next regularly scheduled BOD Mtg

| | B O S | C L T | D C A - A A | D C A - U S | D F W | L G A | L A X | M I A | O R D | P H L | P H X | R D U I | S F O | S T L | PRES - Tie- Breaker |
|------|--------------------------|--------------------------|----------------------------|----------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|------------------------------|
| | Milenkovic | Bossi | Valenta | Britton | Bedwell | Eherts | Nikides | Trautman | Wroble | Kaswinkel | Seelye | MacPherson | Adair | Martin | Glading |
| YES | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| NO | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| PASS | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| ABS | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| N/A | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| PXY | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| REC | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

YES: **NO:** **ABSTAIN:** **ABSENT:**
 Status: *Passed* *Failed* *Tabled* *Withdrawn* *Show of Hands*

WHEREAS, the APFA Board of Directors is the governing body of the APFA; and

WHEREAS, Article III, Section 3.L.(1) and (2) of the APFA Constitution authorizes the Board of Directors to set policy for the APFA and to review, if necessary, modify the APFA Policy Manual; and

WHEREAS, Article III, Section 4.J.(5) of the APFA Constitution states If no candidate receives a two-thirds (2/3) majority vote in the initial balloting, Delegates may nominate additional candidates in accordance with J.(3)

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WHEREAS, Section 14.T of the APFA Policy manual states procedures for the election of AD HOC members of the executive committee; and

WHEREAS, Section 14.T.3.d, during the first day of business, at the time designated on the agenda for the nominating process and at any time following the initial balloting for any AD HOC place, nominations for AD HOC members may be offered by any member of the BOD, in addition to those nominations received via WTS; and

WHEREAS, Section 14.T.4.g reads:

g. Delegate Voting

- (1) For each vote, each Delegate may vote by writing the name of a candidate on the ballot containing the Vote Number.
- (2) To be considered valid, the ballot must be inserted in the blank secret ballot envelope, which must then be inserted into the numbered outer envelope.
- (3) For any vote, each Delegate may vote from the list of candidates/nominees by listing only one (1) name on the ballot. If more than one (1) name is listed on the ballot, the ballot shall be void.
- (4) For each vote, each Delegate shall be required to return a numbered outer envelope and secret ballot envelope.
- (5) The Delegate is not obligated to cast a vote but must return the ballot.
- (6) Delegates holding a proxy for another Delegate must return two (2) numbered outer envelopes and two (2) secret ballot envelopes.

WHEREAS, Section 14.T.4.i-k reads:

i. Calling of the Vote

- (1) A designated member of the NBC shall, in view of the assembly, open the secret ballot envelopes and call the name(s) of the candidate(s), while another designated member of the NBC shall tally the votes on the board or screen.
 - (a) A third member of the NBC shall tally the votes on a tally sheet. If there is a discrepancy between the tallies, the count shall be repeated.

j. Announcing Results of Vote

- (1) A designated member of the NBC shall announce the results of the vote to the Convention.

k. Run-Off Voting Procedures

- (1) If no candidate receives two-thirds (2/3) of the votes of the recorded Delegates as a result of a first vote, then all names receiving one (1) or more valid votes shall be listed on the screen or board for a second run-off vote.
- (2) If no candidate receives two-thirds (2/3) of the votes of the recorded Delegates as a result of a second vote, then all names receiving one (1) or more valid votes shall be listed on the screen or board for a third run-off vote.
- (3) If, after a third run-off balloting, no candidate has received the required two-thirds (2/3) vote necessary to be elected as an Ad Hoc Member, a break shall be called by the National President. Following the break the Delegates may, by majority vote, determine to:
 - (a) continue to vote from among the most recent list of run-off candidates; or
 - (b) conduct a run-off vote from among the candidates receiving the first and second highest number of votes respectively in a fourth or subsequent vote; or
 - (c) begin the initial balloting process over, in accordance with M.3.a. above, from among the original or any additional nominees.

WHEREAS, in the past neither New Business nor Old Business was conducted at the annual convention in order to elect AD HOC places and to conclude the annual convention in a timely manner

THEREFORE BE IT RESOLVED that the following changes be made to the APFA Policy Manual:

Section 14.T.3.d change to read:

During the first day of business, at the time designated on the agenda for the nominating process and until the adjournment of Day 1 of the convention, nominations for AD HOC members may be offered by any member of the BOD, in addition to those nominations received via WTS; and

Section 14.T.4.g (1), (3) change to read:

g. Delegate Voting

- (1) For the initial voting round, each Delegate must rank their top 3 choices in order of 1, 2 and 3 by writing the name of a candidate to the corresponding ranking on the ballot containing the Vote Number.
- (3) For any subsequent vote after the initial balloting round, each Delegate may vote from the list of remaining candidates/nominees by listing only one (1) name on the ballot. If more than one (1) name is listed on the ballot, the ballot shall be void.

Section 14.T.4.i (2) add to read:

i. Calling of the Vote

(2) For the initial balloting round, ranked choice will be utilized. Each 1st place vote will receive 3 points, each 2nd place vote will receive 2 points and each 3rd place vote will receive 1 point. Each 1st place vote will be read before proceeding to 2nd place votes, each 2nd place votes will be read before proceeding to 3rd place votes to calculate if a candidate receives the necessary two-thirds ($\frac{2}{3}$) votes of the recorded Delegates to be deemed elected to that Ad Hoc Member Place.

Section 14.T.4.j (2) added to read:

j. Announcing Results of Vote

(2) For the initial balloting round, if no candidate gets two-thirds ($\frac{2}{3}$) of the first place votes then the second place votes will be added to the first place votes, if no candidate gets two-thirds of the first and second place votes then the third place votes will be added to the first and second place votes, if no candidate gets two-thirds of the first, second or third place votes then a run-off will happen.

Section 14.T.4.k changed to read:

k. Run-Off Voting Procedures

(1) If no candidate receives two-thirds ($\frac{2}{3}$) of the votes of the recorded Delegates as a result of a first initial balloting, then the candidates receiving the top 3 votes shall be listed on the screen or board for a run-off vote.

(a) Delegates may nominate additional candidates at this time, and at this time only once the voting process has commenced. No additional candidates will be nominated after the run-off voting has commenced.

(2) If no candidate receives two-thirds ($\frac{2}{3}$) of the votes of the recorded Delegates as a result of a second run-off vote, then the top two candidates receiving the most votes of the recorded Delegates shall be listed on the screen or board for a third run-off vote.

(3) If, after a third run-off balloting, no candidate has received the required two-thirds ($\frac{2}{3}$) vote necessary to be elected as an Ad Hoc Member, a break shall be called by the National President. Following the break, another run-off vote will occur from among the candidates receiving the first and second highest number of votes respectively in a fourth or subsequent vote. Voting will continue until one of the two candidates receives two-thirds ($\frac{2}{3}$) of the votes of the recorded Delegates.