



## **NOMINATING COMMITTEE**

### *RULES OF PROCEDURE*

**PURPOSE:** The Nominating Committee is responsible for nominating qualified candidates for election or appointment to the Executive Committee, Standing and Special Committees, and other organizations for which CVRPC appoints a representative.

#### **GENERAL ACTIVITIES:**

- ◆ Identify and recommend to the Board a slate of candidates for the positions of Chair, Vice Chair, Secretary/Treasurer and at-large members of the Executive Committee.
- ◆ Identify and recommend to the Board candidates for Standing and Special Committees and CVRPC representatives appointed by the Board to other organizations.

**ADVISORY ROLE:** The Nominating Committee shall be advisory to the Board of Commissioners. It will recruit and recommend candidates for election or appointment by the Board based on guidance provided or adopted by the Board (Attachment A). The Committee's actions must be compatible with plans, policies, positions or resolutions previously adopted by the Board of Commissioners. In nominating candidates, the Committee shall seek to balance the interests of the Commission to have committees as reflective of the Commission as possible.

**MEMBERSHIP:** The Nominating Committee shall consist of three (3) Commissioners or Alternate Commissioners. The Executive Committee shall nominate candidates for the Nominating Committee, taking demonstrated commitment to CVRPC into account. Nominees shall be submitted at the January Board meeting, and additional nominations may be made from the floor. The Board shall elect the Nominating Committee annually at its January meeting. If any member of the Committee resigns, the Executive Committee shall appoint additional members to the Committee to maintain the nomination schedule.

**OFFICERS/ELECTIONS:** The Nominating Committee will elect a Chair and Vice-Chair annually at its first meeting. The Chair will be responsible for running meetings, setting agendas in conjunction with staff, reviewing and signing correspondence on behalf of the Nominating Committee, and representing the Nominating Committee at various meetings as needed. The Vice-Chair will provide support to the Chair as needed. If the Chair or Vice-Chair should resign before term expiration, the Executive Committee shall appoint additional members to the

Committee to maintain the nomination schedule.

**ATTENDANCE AND QUORUMS:** A quorum shall consist of a majority of members. Members are expected to attend all regular meetings and special meetings as they arise.

**COMMUNICATION AND COORDINATION:**

- ◆ Meetings shall be noticed and held in accordance with Vermont Open Meeting Law.
- ◆ Minutes of all regular and special meetings will be prepared by staff, distributed to Committee members and interested parties, and made available to the public in accordance with open meeting and public records laws described in 1 V.S.A. §§ 310-320.
- ◆ Commissioners and Alternate Commissioners are encouraged to offer input on nominations and are encouraged to bring up items of local or regional concern for Committee consideration.

**CONFLICT OF INTEREST:** Upon joining the Commission or its committees, individuals must review and sign the Commission's most recently adopted Code of Conduct and Conflict of Interest Policy to indicate that they have read, understood, and agree to comply with it.

**ADOPTION OF PROCEDURES:** The Nominating Committee may, at any time, vote to recommend amendments of these procedures, upon 51% vote of the Committee membership. Proposed amendments will then be forwarded to the Executive Committee and interested parties. The Executive Committee then will make a recommendation to the Board of Commissioners regarding adoption.

The Nominating Committee is a standing committee of the Commission, and is therefore subject to the Commission's bylaws. These Rules of Procedure, combined with Robert's Rules of Order, provide procedural and administrative guidance for the Committee in addition to the Commission's bylaws. In the case of a conflict between these Rules and the Commission's Bylaws, the Bylaws shall take precedence. This document supersedes all other direction, policies, and procedures pertaining to the Nominating Committee.

Recommended by the Executive Committee: 01/04/21

Adopted by the Board of Commissioners: 01/12/21



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Laura Hill-Eubanks, Chair  
CVRPC Board of Commissioners



## **ATTACHMENT A**

### **Nominating Committee Guidelines**

Adopted by the Board of Commissioners 01/12/21

The Nominating Committee's prime consideration shall be the best interest of the Commission and its future.

The Nominating Committee shall seek to balance the interests of the Commission to have all committees be as reflective of the Commission as possible.

As long as one member of the Nominating Committee wants an individual considered, the entire Committee will objectively evaluate that potential candidate. The Nominating Committee, having any reasonable interest in a qualified candidate, shall request that the candidate express their interest in being considered.

The quality of participation on a given committee is more important than length of stay on a committee. Candidates willing to dedicate one year to a committee should be considered.

To continuously provide fresh views and to foster knowledge of and participation in CVRPC, the Nominating Committee periodically should consider having a small turn over in members of the committees.

The Executive Committee Chair will be elected with the assumption that the Chair will serve for two terms. The Nominating Committee will first consider a previous vice-chair (if at all possible). A service record that shows dedication to the Commission shall be considered.

To be nominated for Executive Committee Vice Chair, a candidate should have previously served on the Executive Committee for at least one year and have an attendance record that shows dedication to the Commission. It is assumed the Vice Chair will succeed to the Chair.

The following requirements must be met by the candidates for the Secretary/Treasurer and Executive Committee member-at-large positions:

- served on the Commission for at least one year;
- participated on one or more committees during their term; and
- has an attendance record that shows dedication to the Commission.