



BOARD MEMBERS NOMINATION AND ELECTION PROCEDURE FRAMEWORK

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1. Purpose of Nomination and Election Procedure Framework

The purpose of this Nomination and Election Procedure Framework (The Framework) is to set out the principles and process of nomination and election of CIGFARO Board of Directors (the Board) of the Chartered Institute of Government Finance, Audit & Risk Officers (CIGFARO) as set out in the Memorandum of Incorporation (the MOI).

2. Composition of the Board

2.1. The composition of the CIGFARO Board is determined in accordance with clause 9 of its MOI. In terms of the MOI, The Institute shall have a minimum of 4 (four) and a maximum of 15 (fifteen) elected directors made up as follows:

- President (1)
- Vice President: Technical (1)
- Vice President: General (1)
- Immediate Past President (1) (not subject to election)
- Technical members (6)
- General members (4)
- Provincial Branch Chairpersons (1)

2.2. Each director shall serve for a period of 2 (two) years until he/she resigns or is removed from office during the two years' period. Where a director has resigned, been removed from office or can no longer occupy her/his office for any reason whatsoever, such director may be replaced by the Board in accordance with the procedures outlined in paragraph 9 of the CIGFARO MOI.

3. Nomination and election of the President and Vice Presidents

- a) Forms for nomination for the election of the President, 2 Vice Presidents: Technical and Vice President: General shall be forwarded by the Chief Executive Officer to all voting members not later than 1 June every alternate year.
- b) Each voting member shall be entitled to nominate one eligible member for each of the three positions.

- c) No nomination will be effective unless received by the Chief Executive Officer on or before 30 June of the year the election is held, or such later date as may be determined by the Board in terms of its rules.
- d) Any nomination form containing a greater number of names than there are vacancies to be filled, shall be null and void.
- e) The election of the President and the Vice Presidents is to be finalised by the end of August of the year the election is held or such later date as determined by the Board in exceptional circumstances.

3.1. Requirements to be elected to the position of the President and Vice Presidents

As per the CIGFARO MOI, the following requirements shall apply in respect of members to be nominated and elected to the positions of the President, Vice President: Technical and the Vice President: General:

- a) The President and the Vice President: Technical must be technical members
- b) The Vice President: General must be a general member
- c) Only members who were elevated to Fellow may hold the positions of President and the two Vice Presidents

Further, the member being nominated as well as the member doing the nomination must be members in good standing.

4. Nomination and election of the 10 Board members

- a) As per the CIGFARO MOI, the Board must have 6 (six) technical members and 4 (four) general members. Only qualifying members in terms of clause 12 of the MOI shall be eligible to be nominated and elected to the Board.
- b) Forms of nomination for the election of Board members in terms of clause 4 shall be forwarded by the Chief Executive Officer to all voting members not later than 1 June of every voting year.
- c) Each voting member shall be entitled to nominate as many persons as there are vacancies to be filled in each membership category.
- d) No nomination will be effective unless received by the Chief Executive Officer on or before the date stated on the nomination form.
- e) Any nomination form containing a greater number of names than there are vacancies to be filled shall be null and void.

- f) The election of the Board members by means of postal vote must be finalised by the end of August of the year the election is held or such later date as determined by the Board in exceptional circumstances.

5. Nomination and election of the 9 Branch Chairpersons

- a) As per the CIGFARO MOI, the Board must have 9 (nine) Provincial Branch Chairpersons. These Chairpersons will represent all the nine Provinces of the Republic of South Africa. On qualifying members in terms of clause 12 of the MOI shall be eligible to be nominated and elected to the Board.
- b) Forms of nomination for the election of Provincial Chairpersons shall be forwarded by the Chief Executive Officer to all voting members in all Provinces for that specific province / branch by not later than 1 June of every voting year.
- c) Each voting member shall be entitled to nominate one person for the position of the Provincial Chairperson within that branch.
- d) No nomination will be effective unless received by the Chief Executive Officer on or before the date stated on the nomination form.
- e) Any nomination form containing a greater number of names than there are vacancies to be filled shall be null and void.
- f) The election of the Provincial Branch Chairperson by means of electronic voting system within their area of jurisdiction within their specific branches must be finalised by the end of August of the year the election is held
- g) No member may be nominated and elected to the position of the Provincial Branch Chairpersons unless such member is a technical member as defined in the CIGFARO MOI.

6. Limitations

- a) The following members shall not nominate and/or elect any member to the Board of CIGFARO:
 - i. Any member whose annual fees or any part thereof, other than those fees in respect of the current year, are in arrears.
 - ii. Members falling under the student category.
- b) The following members shall not be eligible to be nominated and elected to the Board of CIGFARO:
 - (i) Any person disqualified in terms of section 69 of the Companies Act of 2008
 - (ii) Any person prohibited to serve as CIGFARO director in terms of the CIGFARO MOI.
 - (iii) Any member whose annual fees or any part thereof, other than those fees in respect of the current year, are in arrears.

(iv) Members falling under the student category.

c) A member shall be allowed to accept nominations to only two positions in different vacant offices to which such member qualifies to stand for elections.

7. Time lines for Board nomination and election – 2018/20 term

Date	Activity	Responsible office
21 - 31 May	Notice of election of CIGFARO Directors for 2018-20.	CEO
01 June	Call for nomination of the President, Vice President: Technical, Vice President: General, 10 Board members and 9 Provincial Branch Chairpersons	CEO
30 June	Closing date for nominations	CEO
02- 06 July	Verify eligibility of nominated person, get acceptance and CV from eligible nominated candidates including a certified copy of the ID and the completion of the required forms for the fit and proper tests required to s 69 of the Companies Act	CEO
09 July	Office will open the process of voting (electronic) for presidency categories	CEO
11 July	Office will open the process of voting (electronic) for 10 Board members' category	CEO
18 July	Office will open the process of voting (electronic) for provincial branches	CEO
10 August	Closing date for submission of votes for Presidency election	CEO
13 August	Closing date for submission of votes for other Board members	CEO
20 August	Closing date for submission of votes for provincial branches	CEO
24 August	Deadline for counting of votes	Judges of election and the CEO
24 August	Receipt of the fit and proper results for the candidates with the highest number of votes	CEO
27 August	Announcing of election results	CEO

8. Procedure for nomination and election of Directors

8.1 Nomination process

- a) The Secretary of the Board shall send to each eligible member via email known, a letter calling for nomination for the President, Vice President: Technical, Vice President: General, 10 Board members and 9 Provincial Branch Chairpersons.
- b) All names of eligible candidates for nomination will accompany the letter and an electronic list will be made available on the CIGFARO website from the 01-15 June.
- c) Nomination of the Provincial Branch Chairperson is limited to members residing in the Province.
- d) CIGFARO members will have 15 (fifteen) days to nominate candidates for all the categories and numbers of Board positions available which are; the President, Vice President: Technical, Vice President: General, 10 Board members and 9 Provincial Branch Chairpersons.
- e) All nominations must be signed by the nominating member and may be sent by fax and/or e-mail to be provided in the nomination form.
- f) Nominations for all the Board positions must reach the CEO not later than the close business on the 30 June.
- g) All eligible nominated candidates who accept their nomination will be required to submit their CVs, a certified copy of their ID and complete the necessary information for the fit and proper tests and their names will appear on the ballots under the category in which they are nominated for election.

8.2 Election process

- a) The Secretary of the Board shall send to each eligible member via email known, a ballot for the election of the President, Vice President: Technical, Vice President: General, 10 Board members and 9 Provincial Branch Chairpersons
- b) All names and CV's of all eligible candidates for election will appear on the ballots for election.
- c) There is only one position for the President, one position for the position of the Vice President: Technical, one position for the position of the Vice President: General, six positions for Technical Board members, four positions for General Board members and one position for Provincial Branch Chairperson in each Branch.
- d) Election of the Provincial Branch Chairperson is limited to members residing in the Province.

- e) CIGFARO members will have 30 days to elect candidates for all the categories and numbers of Board positions available which are; the President, Vice President: Technical, Vice President: General, 10 Board members and 9 Provincial Branch Chairpersons
- f) All ballots must be signed by the voting member and must be sent to the CEO by email.
- g) Election for all the Board positions must reach the CEO not later than the close business on the 30 August.

9. Withdrawals by candidate

Candidates have a right to withdraw at any stage of the nomination and election for any reason. Should a candidate withdraw after the printing of ballot papers, his/her name will remain on the ballot but his/her votes will be regarded as spoilt. Once a candidate withdraws at any stage, such candidate will be barred from contesting from that position but will be eligible to cast his/her vote.

10. Spoilt votes

Votes and ballots shall be regarded as spoilt if they fall within any of the following categories:

- a) Ballot is fully completed but not signed by the voting member
- b) Ballot has more than the number of required votes cast
- c) Ballot is spoiled by scrabbling any wording that may or may not be read with or without any meaning
- d) Vote for any candidate who has withdrawn shall be regarded as a spoilt vote for that specific candidate but will not affect votes for other candidates that may be on the same ballot.

11. Judges of election

- 11.1. At least six Associate members from different provinces who are not standing in the elections together with the CEO shall be appointed as Judges of Election to open, count the votes and determine who have received the highest number of votes for all the positions and who are thereby elected, subject to independent verification and confirmation of fulfilling the requirements of section 69 of the Companies Act.
- 11.2. Where there are "tie votes" a candidate with the highest number of spoilt votes which are so spoilt solely by the reason that they are not signed but can be verified as being from members in good standing, shall be considered to have one extra vote.

12. Term of office

All elected directors will take office at the CIGFARO Annual Meeting held in the year in which they are elected and will serve for a period of (2) two years.

13. Framework review

The Framework will be reviewed every second year and at any time as it may be necessary to ensure fair and transparent election of Board members.

Recommended for approval by the Board

Reviewed and approved by the Board on March 2018.