

# NACCAS BY-LAWS

## Amendments to Article V and Article VII (Election of Officers) (Adopted Effective September 19, 2012)

### ARTICLE V – MEETING

#### SECTION I

The annual meeting of the Commission shall be the first meeting of each calendar year at which Commissioners are physically present. Two-thirds of the Commission shall constitute a quorum at the Annual Meeting or any prescribed Commission meeting under [Section II](#) (below).

The agenda of the annual meeting of the Commission shall include receipt of the annual report of the immediate past Commission Chair, Officers and Committees, and the transaction of all other business. The date and place of the annual meeting shall be fixed by the Commission. Notice of such meeting, stating the date, place and time of the meeting, signed by the Secretary, shall be mailed to the last recorded address of each Commissioner at least thirty (30) days before the time appointed for the meeting.

### ARTICLE VII – OFFICERS

#### SECTION II

The Chair, Vice-Chairs, Secretary and Treasurer shall be elected by the Commission from the members of the Commission, and will have served at least one year on the Commission by the time they take office. The officers shall serve a one-year term commencing January 1 of the calendar year immediately following the meeting at which they are elected. Any officer may serve more than one term.

The election of officers shall be conducted by secret ballot of Commissioners in attendance at the meeting at which the elections are held. In the event that such meeting is by teleconference or other means by which Commissioners may attend without being physically present, the vote shall be conducted by a method (electronic or otherwise) that has been approved in advance of the meeting by vote of the Commission and that (1) permits the casting of secret ballots whose authenticity can be verified, (2) permits nominations from the floor, and (3) permits the vote to be calculated by the chair of the Officer Nominating Committee, independently confirmed by the Executive Director (or, in the absence of the Executive Director, by another person selected by the Chair) and announced at the meeting at which the vote takes place. Voting by proxy shall not be allowed. The candidate with the majority of the votes cast shall be declared the winner in each election.

The winner shall be announced by the chair of the Nominating Committee. Ballots shall be available until the count is confirmed, then destroyed.

#### SECTION V - Election of Officers

- A. Prior to the final meeting of the Commission in each calendar year, the Chair of the Commission shall appoint a nominating committee of three (3) Commissioners, to be known as the Officer Nominating Committee.

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## Amendments to Article V and Article VII (Election of Officers) (Adopted Effective September 19, 2012)

The Officer Nominating Committee shall prepare a slate of only one candidate for each officer position to present at the final Commission meeting in any calendar year. Any committee member who places his/her name under consideration for an officer position must promptly resign from the Officer Nominating Committee and the Chair of the Commission shall appoint a replacement.

At the meeting at which officers are elected, nominations may be made from the floor.

- B. Officers shall be elected by a majority vote of the Commission members in attendance and voting. Any tie shall be put to a re-vote. If this second vote results in a tie, it shall be broken by the vote of the Commissioner chairing the election. This in no way limits the right of the Chair to vote for officers.
- C. The officers of the Commission shall hold office for one calendar year or until their successors are chosen and qualify. Any officer or agent, elected or appointed by the Commission, may be removed by the Commission whenever, in its judgment, the best interests of the Commission will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Any vacancy occurring in any office of the Commission by death, resignation, removal, or otherwise shall be filled by the Commission.