

FEDERATION OF CANADIAN MUNICIPALITIES

BOARD DIRECTOR ELECTIONS POLICY

Approved by: FCM Elections Committee, February 2024

Table of Contents

1.0	PURPOSE.....	3
2.0	ELIGIBILITY TO SEEK ELECTION	3
3.0	ELECTIONS CALENDAR	3
4.0	CAMPAIGN GUIDELINES	5
5.0	VOTER ACCREDITATION FOR ELECTIONS	6
6.0	ELECTION OF OFFICERS.....	6
7.0	ELECTION OF DIRECTORS.....	7
8.0	RATIFYING THE SLATE: ANNUAL GENERAL MEETING.....	8
9.0	VACANCIES FOLLOWING THE AGM (OTHER THAN OFFICERS).....	9

1.0 PURPOSE

This policy outlines the nomination and elections procedures of FCM’s Board of Directors including Officers.

For more information on FCM elections and the composition of the FCM Board of Directors, refer to FCM Bylaw No. 1, and the FCM Elections Committee Terms of Reference. In case the bylaws conflict with the policy, the bylaws take precedence.

2.0 ELIGIBILITY TO SEEK ELECTION

In addition to the requirements of the Canada Not-for-Profit Corporations Act, each person seeking election to the FCM Board of Directors shall:

- a) be an elected municipal official;
- b) have the written approval of their Municipal or Affiliate Member to participate on FCM’s Board of Directors, confirming that the Municipal or Affiliate Member will cover any costs related to the candidate’s participation in FCM meetings (if elected). The candidate will submit
 - a signed consent form (provided by FCM, available on our website), and
 - an official copy of a resolution endorsed by the Municipal Member or letter of endorsement in the case of an Affiliate Member¹; and
- c) be able to fulfill their fiduciary duties, act in the highest ethical standards and understand and adhere to FCM’s Code of Ethical Conduct and Harassment Policy, which are set forth as appendix “A” of the Bylaws.

3.0 ELECTIONS CALENDAR

FCM annual elections and AGM will be held in accordance with the following dates.

KEY DATES & DEADLINES			
March Board Meeting	(per bylaws)	<ul style="list-style-type: none"> • Launch of FCM election process and campaign period • The Elections Committee shall seek nominations from amongst each Director and Regional Caucus at the regularly scheduled March meeting of the Board of Directors • Member’s send: Call for Nominations • Web posting: election procedures, nomination process, nomination & consent forms, sample resolution 	
60 days prior to AGM	(per bylaws)	<ul style="list-style-type: none"> • Posting of nominations of Table Officer positions on the FCM website 	

¹ In exceptional circumstances, the Chief Elections Officer might accept written confirmation from the municipal Chief Administrative Officer or City Clerk, pending the formal resolution.

21 days prior to AGM	(per bylaws)	Table Officers <ul style="list-style-type: none"> • Deadline for submission of Consent Forms and official resolutions for Table Officer positions • Table Officer nominees to confirm if they will put their names forward for provincial Director elections, should they be unsuccessful in the Officer election, by this date. • Deadline for Table Officers to post election campaign materials to FCM’s website 	Directors <ul style="list-style-type: none"> • Deadline for candidates to submit list of sponsor/donors to FCM
2 days following		<ul style="list-style-type: none"> • Date to announce final slate of Officer positions to membership 	
14 days prior to AGM	(per bylaws)	Table Officers <ul style="list-style-type: none"> • Deadline for withdrawal from the Officer ballot 	Directors <ul style="list-style-type: none"> • Deadline for submission of Consent Forms and official resolutions for Board Director positions to be registered on the official ballot • Deadline to submit bios and pictures • Deadline to submit an election campaign ad for posting on FCM’s Website
2 days following			<ul style="list-style-type: none"> • Date to post last candidates for Director position to website
7 days prior to AGM			<ul style="list-style-type: none"> • Deadline to withdraw as Director candidate • Deadline to appoint scrutineer
at Annual Conference		<ul style="list-style-type: none"> • Speeches & Election of Table Officers • Election of Table Officers, if required (prior to elections in provinces) 	
AGM		<ul style="list-style-type: none"> • FCM Annual General Meeting • Ratification of Table Officers • Election of Board Directors • Election of Regional Caucus Chairs and Vice Chairs • Ratification of Board of Directors slate 	

4.0 CAMPAIGN GUIDELINES

All candidates for election to the FCM Board, either as a Director or Officer, are asked to adhere to the following guidelines.

- a) Candidates may announce their intended candidacy for the position of Director or Officer at any time;
- b) Candidates may use social media for promotion of their intended candidacy at any time;
- c) Candidates may incur expenses to run their election campaign at any time;
- d) Candidates may provide a list of donors/sponsors to the Chief Elections Officer for publication on the FCM website no later than 21 days prior to the AGM. This list will identify the amount contributed by donors/sponsors providing more than \$100. Those contributing \$100 or less are to be listed with a single total amount. This list will not include sponsors' logos;
- e) Candidates may host a hospitality suite during FCM Board meetings and meetings of provincial and territorial associations as an elected official, but not as a candidate until after the launch of the nomination process at the March meeting of the FCM Board of Directors;
- f) Candidates may distribute promotional materials as a candidate after launch of the nomination process at the March meeting of the FCM Board of Directors, up to and including on the day of the election in designated areas within each provincial elections room, as well as any other area designated for candidate materials;
- g) Candidates may, in coordination with FCM, use the FCM election webpage to post campaign materials which may include only the following: written text of the candidate's biography; a candidate photo; a campaign video; a link to the candidate's personal campaign page; and one additional link to a candidate's promotional material; FCM will not be responsible for translating or editing materials and will post the information in the language(s) and condition received;
- h) Candidates for Officer where there is a contested seat, may deliver a speech no longer than four minutes, as part of a scheduled Officer's election speech at a time during the Annual Conference to be determined, and the timing of which will be promoted by FCM as part of the Annual Conference;
- i) As FCM will be promoting candidates' bios, videos and links with the membership for the purposes of FCM business, no campaign materials may directly or indirectly identify campaign sponsors or include any form of direct or indirect promotion of the private sector (e.g., a candidate video filmed in front of clearly marked Tim Hortons' may be considered promotion/endorsement of that business and may not be used); and
- j) Other than providing access to members through FCM's website, FCM resources cannot be used to assist a candidate's campaign in any way.

Guidelines will be enforced by the Chief Elections Officer. Disputes regarding campaign guidelines will be decided by the Chair of the Elections Committee in consultation with the Chief Elections Officer.

Election instructions with key nomination timelines, election deadlines, links to relevant forms, policies and Bylaws, will be updated annually as required, and made available to candidates through the FCM website.

5.0 VOTER ACCREDITATION FOR ELECTIONS

Accreditations are assigned to delegates in accordance with Article 7.06 of the FCM Bylaws.

6.0 ELECTION OF OFFICERS

In accordance with article 4.00 of the FCM Bylaws, all Officers, excluding the Chief Executive Officer, shall be elected during the specified voting period ahead of the Annual General Meeting, and ratified at large, at the Annual General Meeting.

Proxy Voting is NOT permitted.

What follows is an overview of the process:

- i. Nomination of officers shall be carried out in accordance with article 4.03 of the FCM Bylaws.

Persons seeking to run for an elected Officer positions can do so no later than 21 days before the AGM. All names will be placed on the ballot for election.

If only one candidate has registered in accordance with the proper procedures for any of the positions of Officer, the registered candidate will be considered acclaimed.

The election will proceed for the positions for which there are candidates. If there is no candidate for a particular Officer position, nominations will be accepted from the floor at the AGM, provided that the nominee:

- a) is present at the meeting;
- b) provides consent to be a candidate;
- c) is from the Region designated for that office;
- d) is otherwise qualified under the provisions of Section 4.01 of FCM Bylaws; and
- e) has presented a signed Consent Form accompanied by an official copy of a resolution, endorsed by their municipal member, to secure their ability to seek a position and to attest that the municipal or affiliate member will cover costs associated with participating on the Board of Directors.²

² The costs of the President's participation in FCM's Board of Directors meetings are covered by FCM.

- ii. Instructions for voting shared with Accredited Representatives by email.
- iii. Accredited Representatives will vote on-site for the candidates, during the posted on-site election.
- iv. Officer election results reviewed by Elections Committee and scrutineers (if applicable). In the event of a tie, the Chair of the Elections Committee shall select the winning candidate by conducting a draw. The winning candidates will be displayed along with the results for each candidate.
- v. The Elections Committee Chair shall report the name(s) of the acclaimed and/or winning candidates to the Chief Elections Officer. A list of all successful candidates from the Officer position election shall be presented to the Members for ratification³ during the AGM.

7.0 ELECTION OF DIRECTORS

The election for Directors in each province shall be held ahead of the AGM in accordance with article 3.00 of the FCM Bylaws.

Candidates are not required to be present at the election in order to put their name forward.

Proxy Voting is NOT permitted.

What follows is an overview of the process:

- i. If, at 14 days prior to the nomination deadline, there are insufficient candidates to fill a category of seats, the Elections Committee will be alerted, and the corresponding Regional Caucus Chair(s) will be invited to actively seek out nominees for the relevant seats.
- ii. Instructions for voting shared with Accredited Representatives by email, and the Nomination Chair will preside over the election.
- iii. Accredited Representatives will vote for the required number of names for each category. Provinces that have seats for a prescribed category, in which candidates are also eligible for at-large seats, will use a separate single ballot for the at-large positions.

All eligible candidates who have submitted Consent Forms with an official copy of a resolution endorsed by the Municipal Member to the Chief Elections Officer in advance of the posted deadline shall be included on the ballot.

³ Note that the “ratification” at the AGM is referred to as the “election” in FCM’s bylaws. This is the point when the full membership votes “for” or “against” the slate of nominees that have been elected through the Officer and Director elections ahead of the AGM. Successful candidates do not officially hold their positions until a “for” vote at the AGM by all Accredited Representatives.

If only one candidate has registered in accordance with proper procedures for any of the positions, the registered candidate will be considered acclaimed. Nominations from the floor will not be accepted and any seats for which there are no candidates shall remain vacant until the next regular election cycle.

- iv. The Nomination Chair will review the results of the election through an election report, to ensure that proper nomination procedures are followed. Each candidate may appoint one scrutineer to review the elections report. In the event of a tie, the Nomination Chair shall select the winning candidate by conducting a draw. The winning candidates will be displayed along with the results for each candidate.
- v. The provincial Nomination Chair shall report the name(s) of the winning candidates to the Chief Elections Officer. A list of all successful candidates from each province and territory shall be presented as a slate to the Members for ratification⁴ during the AGM.
- vi. Subsequently, all newly elected and appointed Directors shall participate in an election to elect regional caucus Chairs and Vice Chairs in their regional groupings (British Columbia; Prairies and Territories; Ontario; Quebec; and Atlantic).

8.0 RATIFYING THE SLATE: ANNUAL GENERAL MEETING

The following steps will be followed during the AGM to ratify the slate of Directors as nominated through the election process.

- i. **Officers:** The Elections Committee Chair shall present the Elections Committee's slate of nominees for: Officer positions, all nominees from Affiliate Members, as well as all nominees for Director positions, as elected by Accredited Representatives ahead of the AGM.
- ii. The Elections Committee Chair shall call for a mover and a seconder to close nominations for the Officer positions where there were nominated candidates.
- iii. In the event that any Officer position(s) remain without a nominee, the Elections Committee Chair will call for nominations from the floor.
 - a. If there are nominations required from the floor for any Officer positions that did not have a nominated candidate, they shall be accepted. Where required, those nominations will take place in the following order: first for the position of President, then for the position of First Vice-President, then Second Vice-President, then Third Vice-President, and finally, if required, nominations shall be called for the position of Vice-President at Large. The Elections Committee Chair shall then call for a motion that nominations from the floor be closed.
 - b. The above motions passing, the Elections Committee Chair shall proceed with the election of each Officer position which remained vacant subsequent to the initial vote in subsection iii., above.

⁴ Note that the "ratification" at the AGM is referred to as the "election" in FCM's bylaws. This is the point when the full membership votes "for" or "against" the slate of nominees that have been elected through the Officer and Director elections ahead of the AGM. Successful candidates do not officially hold their positions until a "for" vote at the AGM by all Accredited Representatives.

iv. Directors: The Elections Committee Chair shall call for the vote on the full slate of Directors. Nominations from the floor will not be accepted.

- a. In the event of a “NO” vote to the entire slate, a second vote will be called. Should the result of the second vote remain “NO”, then the slate of nominees will be broken down by province and territory and a vote will be done for each province and territory to determine which part of the slate is not accepted by the full membership.

In the event that one or more provincial or territorial slates are not accepted by a majority vote, a recess will be called, and a date will be set to re-convene the AGM for a final vote on the slate of Directors.

Any provincial or territorial slate not accepted by a majority vote will return to their Accredited Representatives to submit new nominations. Once new nominations are presented, they will return to the full membership for a vote as described above.

9.0 VACANCIES FOLLOWING THE AGM (OTHER THAN OFFICERS)

Any vacancy, other than due to a leave of absence, occurring on the Board of Directors, may be filled by the Board with a person nominated as per article 3.10 of FCM Bylaws.

Nominations will be sought from member municipalities in the province or territory with a vacancy. Nominees will be required to meet the criteria listed in Article 3.07 of the Bylaws and submit all required documentation prior to the election.

If only one candidate has registered in accordance with proper procedures for any of the positions, the registered candidate will be considered acclaimed.

If a vote is required, it shall take place virtually, among Board members of the Regional Caucus which includes the affected province or territory.

The Chair of the Regional Caucus representing the affected province or territory will present the name(s) of the selected candidate(s) to the Board of Directors for ratification.