



## ELECTION AND SELECTION TO THE BOARD

### 1. Composition of the Board

1.1. The Board of Trustees comprise of:

- **IAPB Officers**
  - President and Chairman of the Board
  - Vice President
  - Treasurer
- **Nominated Trustees**
  - One trustee each nominated by the International Council of Ophthalmology, World Council of Optometry and World Blind Union
  - One trustee nominated by each of the Group A Members
  - One trustee nominated by each of the Patron Members
- **Elected Trustees**
  - Eight trustees elected by the Council of Members, of which a minimum of two from Group B members, and the remaining from Group B or C Members
- **Regional Chairs**

There is no maximum number of trustees as the total may vary depending on the number of member organisations with an automatic right to nominate trustees at any given time.

1.2. The aim of the composition of the Board is to ensure that:

- IAPB is effectively and responsibly governed,
- Representation from key global constituencies is guaranteed,
- Those member organisations that have invested substantial resources into IAPB have a commensurate stake in governance,
- All members retain a sense of ownership in governance through a significant number of Board seats being drawn from wider members' own nominations.

### 2. Tenure

2.1. Officers, Regional Chairs and Elected Trustees serve for a four year term. At the following election, they may be re-nominated for a further four year period, after which they must stand down for at least one term.

2.2. Nominated Trustees have no maximum term of office, as their tenure is linked to their role in the nominating organisation.

### **3. Frequency and timing of elections**

3.1. Election of Officers, Regional Chairs and Elected Trustees takes place every four years at the time of the IAPB General Assembly.

### **4. Nominations**

4.1. Election of Officers - nominations for all three Officers positions will be solicited from the Council of Members in time for the anticipated General Assembly. Nominations should take into consideration the criteria required for board membership, as well as any other specific guidance circulated at the time of the call for nominations. The nominees for Officers positions do not have to be drawn exclusively from the Council of Members, but may be from outside of the coalition.

4.2. Election of Regional Chairs – nominations for Regional Chairs will be solicited from Members based and/or operating in each relevant region. Nominations should take into consideration the criteria required for board membership, as well as any other specific guidance circulated at the time of the call for nominations.

4.3. Election of Group B/C Trustees - all Council Members will be invited to nominate one or more candidates for the eight elected seats on the board. Nominations should take into consideration the criteria required for board membership. The nominees must be drawn from Group B or C Members exclusively.

4.4. A nomination shall be valid if it is accompanied by:

- Evidence that the nominee has accepted the nomination
- Evidence that the nomination has come from a legitimate member of IAPB
- Evidence that the nomination has been seconded by a legitimate member of IAPB
- A statement of no more than 400 words on why the candidate wishes to stand for the board and how his/her skills meet the requirements for the role

### **5. Elections for the eight elected places**

5.1. The election will be conducted by the Council of Members.

5.2. Council members will receive:

- A clear list of all candidates
- Personal statement for each candidate
- Details of seconding member organisation
- Clear instructions on the number of candidates for which the Council members may vote
- A clear statement on the closing date for votes

5.3. Each Council member will be able to cast up to eight preferences, or up to the number of seats available for election should this be less than eight.

5.4. Voting will normally take place by email or other electronic means prior to the AGM on the year the terms are over.

5.5. In order to be elected any one candidate must reach the threshold necessary for the passing of ordinary resolutions<sup>1</sup>. The two Group B candidates with the most votes will fill the 2-seats quota for Group B members. The remaining six seats will be allocated to the first six candidates, regardless whether they are from Group B or C Members.

5.6. If not all available vacancies are filled after the election, the related board seats will remain vacant till the next round of election, saving the right of the Board to fill casual vacancies as per article 12.3 of the Articles of Association.

## **6. Selection of nominated trustees**

6.1. Nominated trustees serve on the board for as long as they are chosen by their member organisation with the automatic right to do so, or until they leave the member organisation.

6.2. When choosing its nominated trustee, the eligible member organisation should take into consideration the criteria required for board membership.

6.3. Nominated trustees are appointed by the board upon submission by the eligible member organisation and start serving immediately, with formal appointment taking place at the subsequent AGM.

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<sup>1</sup> “Trustees are appointed by ordinary resolution of the members of the Charity” (art. 12.1 of the Articles of Association).