

Process for selecting candidates to stand for election to the Board of Directors

REVISION FEBRUARY 2021

Context

The procedure and process for selecting candidates to stand for election to the Board of Directors was discussed and approved at the April 2018 General Assembly. The change at that time was to reflect a growing number of applicants who want to stand for election, and to ensure that the Board would be comprised of a balance across its stakeholders and geographic representation and in accordance with the Statutes of EuropeActive.

The current Statutes require a minimum of three Directors only, where each Director serves a term of three years, and they can stand for re-election for a second three-year term. After a second term the Director must stand down. When a vacancy occurs the membership of the Association are invited to nominate a candidate(s). The list of eligible candidates (viz. paid and full members of the Association) are invited to submit a short biography and to answer a question about their potential role as a Board Director.

The election commences 28 days before the General Assembly where voting can take place by the membership through an on-line voting system, by proxy, or by personal representation at the General Assembly. The votes cast are scrutinised by EuropeActive administration (to ensure compliance with eligibility requirements), and the results are based on the highest number of votes cast for each candidate to fill the vacancy(ies). A member of the current Board is appointed as a scrutineer on behalf of the membership of the Association at the General Assembly to ensure correct procedures are followed.

The result is announced at the General Assembly and 30% of the eligible membership must have voted for the resolution(s) for the vote to be validated. In the event of this not being met the decision is deferred to the next convened Board meeting where, by simple majority, the vote is decided. When elected Board Directors must sign and uphold a Code of Conduct, which was last updated in March 2020.

In addition to the elected members the Board may decide to co-opt up to two additional people, and they have a consultative role at the meetings.

The President of the Association shall be elected by the Board of the Association for a maximum of two terms. Each term will consist of a maximum of three years. The immediate past President can stay for a further year to assist the incoming President in a co-opted position.

Amongst themselves the Board can elect the position of a Vice President, a Treasurer and appoint any other official regarded as essential for the functioning of the Association, e.g. a Secretary-General.

The EuropeActive Executive maintain a record of serving Directors, their stakeholder position and term of serving. Changes in the Board of Directors are confirmed with the Associations' Notary, and the Statutes amended accordingly with their new details.

In 2021 The EuropeActive Statutes will be updated to reflect the requirements of its new strategy, the role of Advisory Boards and Advisory Groups and to be compliant with changes in Belgian company law for not-for-profit European Associations (IVZW).

The procedure for selection of candidates

1. The Board will appoint a Selection and Appointments Committee to oversee the entire election process of Board members.

EuropeActive

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2. The Selection and Appointments Committee will comprise:
 - The President
 - The Executive Director
 - 2 members of the Board who have had at least 2 years' experience in the Board.
3. As determined by the February 2020 Board Meeting of the Directors, the current Board size of 9 including the incumbent President will be maintained. There was also 1 (supplier) co-opted member who did not have voting rights.
4. In accordance with the new Strategy, there will be an increasing influence of National Association Board members so that ideally the make-up of Directors after the elections to take place at the General Assembly in April 2021 will become:
 - National Associations x 5
 - Operators x 2
 - Suppliers x 2
 - Co-opted x 1 (supplier)
5. In addition to the Board there are other stakeholder groups which have an advisory capacity to increase formal recognition across the Association. These include:
 - a. The President's Council of Operators
 - b. The President's Council for Suppliers, Digital & Tech
 - c. The Advisory Group on Diversity, Equity, and Inclusion
 - d. The Scientific Advisory Board (of THiNK Active)
 - e. The Sector Skills Alliance
6. Candidates wishing to forward their name to stand for election to the Board will need 3 existing EuropeActive members to sign and support their application.
7. The Selection and Appointments Committee will also ensure reasonable geographic representation with ideally not more than 2 Board members at any time coming from the same European country.
8. The Selection and Appointments Committee will:
 - With the approval of the Board, and prior to the call for candidates, confirm the criteria of candidature, the number of places, and categories as above in point 4;
 - Inform the EuropeActive membership of the election criteria to meet conditions in point 4 above, when calling for candidates;
 - Confirm the selection criteria in terms of submitting a biography and an answer to a single question to be agreed;
 - Will hold pre-election interviews with the candidates to determine suitability and if necessary, to reduce the number of candidates;
 - If the selection committee do not consider that a candidate should go forward for election, they will provide the reason(s) to that person;
 - Actively promote a gender balance in the composition of the Board;
 - Candidates will need to show that they have been a member of EuropeActive for at least 1 year, and that they have actively contributed to the work of EuropeActive, and share its strategy, objectives, vision and mission;
9. The election process will then commence 28 days prior to General Assembly based on current format and precedence.

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