

## ASA Constitution

### ARTICLE XII—Elected Officers and Governors

**SECTION 1**— The officers of the Society shall be as prescribed in the bylaws, but shall include, at minimum, the international president, international senior vice president (president-elect), and international secretary/treasurer.

**SECTION 2**—The officers of the Society shall be elected by the voting membership and shall take office when they have been duly elected and qualified.

## ASA Bylaws

### Bylaw IV Membership

Section 8. Voting Rights. Accredited Members, Accredited Senior Appraisers, Fellows and Life Members, or reciprocal equivalent thereof, shall have full voting privileges on all matters coming before the Society. Candidates shall vote only in all international, discipline and chapter officer elections and on matters of regional, national and international concern. Candidates shall not vote for any changes to valuation standards, advancement requirements or changes to these Bylaws, the Constitution and the Administrative Rules.

### Bylaw V Government and Board of Governors

Section 4. Number and Term. (\*Note this section, showing four (4) Region Governors and four (4) Regions, will be effective July 1, 2024.)

The board of governors shall consist of the elected International Officers; the Immediate Past President; four (4) elected Region Governors representing the four (4) geographic regions of the Society; six (6) elected Discipline Governors; including one (1) Discipline Governors for each of the following Disciplines: Appraisal Review & Management; Business Valuation; Gems & Jewelry; Machinery & Technical Specialties; Personal Property, and Real Property; and the CEO as a n *ex-officio* member. International Officers shall serve in accordance with Bylaw VI, Section 2. Governors shall serve terms of four (4) years and are not eligible for re-election or appointment for successive terms. The terms of all members of the board of governors shall coincide with the administrative year.

Section 5. Election and Removal of Region Governors. Region Governors shall be elected pursuant to election procedures established by the Board of Governors. A Governor may be removed from office, with cause, by an affirmative vote of two-thirds (2/3) of the entire Board of Governors.

Section 6. Election and Removal of Discipline Governors. Discipline Governors shall be elected pursuant to election procedures established by the Board of Governors. Discipline Governors may be removed from office, with cause, by an affirmative vote of two-thirds (2/3) of the entire Board of Governors.

Section 7. Duties of the Secretary. The Secretary, personally or through delegation, shall prepare and preserve the full and correct minutes of the proceedings of all Board of Governors' meetings. It shall be the duty of the Secretary to sign and execute all corporate documents and instruments whereupon the Secretary's signature may be lawfully required. The Secretary shall also serve, or cause to have served, all notices required by the laws of the State of Delaware, these Bylaws, or by resolution of the Board of Governors. The Secretary shall also perform such other duties as may be assigned or delegated by the President, the Board of Governors, or the Society's governing documents.

## **Bylaw VI International Officers**

Section 2. Election and Term. The members shall elect a President, Vice-President, Treasurer, and Secretary, pursuant to election procedures adopted by the Board of Governors. The International Officers shall serve a term of one (1) year. The President shall not serve more than one (1) term consecutively, except when a vacancy in the office of President is filled by the Vice-President, in which case the Vice-President shall serve both the unexpired term of the President and the remaining term of the Vice-President. The Secretary and the Treasurer shall serve for a term of one (1) year and shall be eligible for election to one (1) additional one (1) year term. The offices of Secretary and Treasurer may be combined and held by one person for a term of one year. The Immediate Past President shall serve a term of one (1) year.

## **Administrative Rules/Board Procedure Manual of the American Society of Appraisers**

### **Administrative Rule VII—Elected Officers and Governors**

#### **Section 1 – Nominee Qualifications**

- A. A nominee for international officer or governor shall be a designated member with an Accredited Senior Appraiser (ASA) level of membership, or reciprocal equivalent thereof, or higher.
- B. International officers, board of governors, and officers and members of all international, standing, special and other committees and task forces shall sign a conflict of interest statement before accepting nomination and/or appointment to any office and before assuming an office;
- C. Other nominee qualifications for international officer and governors are provided in the Society's Bylaws; and
- D. Each international officer, region governor or discipline governor shall be elected at least thirty (30) days prior to the beginning of the fiscal year in which his/her term starts.

### **Administrative Rule VIII —board of governors**

#### **Section 1—Composition of the board of governors**

- A. The board of governors shall be composed of the international officers, region and discipline governors, and the CEO, as ex-officio.
  1. International officers may hold no other elected office in the Society during their term in office.
  2. Governors may hold no other elected office in the Society during their term in office but may serve the Society as an elected member of a discipline committee.
- B. The CEO will be a nonvoting member of the board of governors.
- C. The board of governors may modify the membership or size of the board of governors on the basis of an affirmative vote of two-thirds (2/3) vote of the entire board of governors.

## **Section 2—Discipline Governor**

- A. Election of Discipline Governor; Term of Office:
1. The nomination and election of a Discipline Governor shall be conducted in accordance with the Bylaws, Administrative Rules/Board Procedures Manual and Operations Procedures Manual of the Society.
  2. Only a current Member, current officer, or past chair of a discipline committee who is an Accredited Senior Appraiser (ASA), Fellow (FASA), or reciprocal equivalent<sup>1</sup> in good standing, or a former officer or director of an entity that has merged into, and with, the Society shall be eligible for election as Discipline Governor.
  3. The Discipline Governor shall hold office for a term of 4 years in a manner prescribed in the Bylaws and Administrative Rules/Board Procedures Manual of the Society. The term of office of a Discipline Governor shall coincide with the appropriate administrative year of the Society.
- B. Vacancy of a Discipline Governor:
1. A vacancy of a Discipline Governor, however caused, shall be filled for the unexpired term of office by appointment by the discipline committee chair, subject to an affirmative majority vote of the discipline committee and the Board of Governors. The appointed individual shall be eligible to serve as Discipline Governor based on the qualifications set forth in the Bylaws and Administrative Rules/Board Procedures Manual Rules of the Society. The discipline committee chair may not appoint themselves to the vacant position.
- C. Duties of the Discipline Governor:
1. As a member of the Board of Governors of the Society, the Discipline Governor shall, first and foremost, represent the best interests of the Society.
  2. The Discipline Governor shall act as liaison between the Board of Governors and the discipline committee as well as attend the meetings of the discipline committee and the Board of Governors.
  3. The Discipline Governor shall not be a currently serving officer of the discipline committee, nor hold any other elected office within the Society other than member-at-large or emeritus member of the discipline committee.
  4. The Discipline Governor may or may not serve as chair of a discipline subcommittee. However, care should be exercised by the Discipline Governor to avoid being placed in a position that could cause the appearance, actual or perceived, of a conflict of interest where the Discipline Governor could violate section (C)(1) above.

## **Section 3—Region Governor**

- A. Election of Region Governor; Term of Office:
1. The nomination and election of a Region Governor shall be conducted in accordance with the Bylaws, Administrative Rules/Board Procedures Manual and Operations Procedures Manual of the Society.
  2. Candidates for the positions of Region Governor shall have maintained membership in an active chapter within that region for a period of not less than two (2) years and served in a board or officer position for a chapter. The candidate must be an Accredited Senior Appraiser (ASA), Fellow (FASA), or reciprocal equivalent<sup>1</sup> in good standing.
  3. The Region Governor shall hold office for a term of four (4) years in a manner prescribed in the Bylaws and Administrative Rules/Board Procedures Manual of

the Society. The term of office of a Region Governor shall coincide with the appropriate administrative year of the Society.

4. Within five (5) business days after February 15<sup>th</sup> the region chapter presidents or officers in place of the president convene to confirm the slate of nominees.
- B. Vacancy of a Region Governor:
1. A vacancy of a Regional Governor, however caused, shall be filled for the unexpired term of office by appointment by the officers of the region, subject to an affirmative vote of the officers of the region and the Board of Governors. The appointed individual shall be eligible to serve as Regional Governor based on the qualifications set forth in the Bylaws and Administrative Rules/Board Procedures Manual of the Society.
- C. Duties of the Region Governor:
1. As a member of the Board of Governors of the Society, the Region Governor shall, first and foremost, represent the best interests of the Society.
  2. The Region Governor shall act as liaison between the Board of Governors and region they represent as well as attend the meetings of the chapters, as feasible, and the Board of Governors.
  3. The Region Governor shall not be a currently serving officer of a chapter other than past president, nor hold any other elected office within the Society.

## **Administrative Rule IX – Elections**

### **Section 1—Nominating and Awards Committee**

- A. The board of governors shall appoint members to the Nominating and Awards Committee as provided in the Governance Policy Manual (3.10.4.c). Upon the appointment of the members, the ASA National Office shall inform the Society of the composition of this committee.
- B. The international president shall serve as an ex-officio member of all the Society's standing committees and task forces, except the Nominating and Awards Committee.
- C. The procedures for the nomination of candidates for the position of international secretary/treasurer shall be as follows:
  1. On or before November 1 of each year, the chair of the Nominating and Awards Committee shall request that members submit the names of candidates for consideration as nominees for this position.
  2. Recommendations for nominees shall be received at the ASA National Office no later than November 30; and
  3. Subject to the majority approval of the board of governors of the slate of nominees recommended by the Nominating and Awards Committee, the election process shall proceed pursuant to the Governance Policy Manual.
- D. The Nominating and Awards Committee shall be guided in its deliberations and recommendations for candidates for international secretary/treasurer by the following guidelines:
  - a. The minimum qualifications for candidates nominated for international officers are as follows:

- a. The individual shall be either an Accredited Senior Appraiser (ASA), Fellow (FASA) or reciprocal equivalent thereof<sup>1</sup>, and
    - b. The individual will have completed a full term as either governor or chair of a standing committee, or as an officer or director of an entity that has merged into the Society, as of the date of such individual taking the relevant international office.
  - b. Nominations shall be made in writing and the nominator shall submit documentation that demonstrates the qualifications of the candidate as well as verification that the nominee has agreed to the nomination;
  - c. Nominations shall only be made by an Accredited Member (AM), Accredited Senior Appraiser (ASA), Fellow (FASA) or reciprocal equivalent thereof<sup>1</sup>;
  - d. No member of the Nominating and Awards Committee shall be included as a nominee; and
  - e. For each election, there shall be no less than two candidates.
- E. The Nominating and Awards Committee shall be guided in its deliberations and recommendation for candidates for Honorary Membership by the following guidelines:
- a. On or before November 1 of each year, the chair of the Nominating and Awards Committee shall request that members submit the names of individuals for consideration as nominees for this position;
  - b. Recommendations for nominees shall be received at the ASA National Office no later than November 30;
  - c. Nominations shall be in writing and the nominator shall submit documentation that demonstrates the nominee has met the requirements for honorary membership; and
  - d. Subject to the majority approval of the board of governors of the slate of nominees recommended by the Nominating and Awards Committee, the election process shall proceed pursuant to this AR/BPM.
- F. The Nominating and Awards Committee shall be guided in its deliberations and recommendations for candidates for the Lifetime Achievement Award by the following guidelines:
- a. Be an Accredited Senior Appraiser (ASA), Fellow (FASA) or reciprocal equivalent thereof<sup>1</sup> in good standing;
  - b. Has demonstrated, in the judgment of the board of governors, exemplary, steadfast and consistent dedication, involvement, commitment and loyalty to the Society and the profession that warrant this single honor;
  - c. Has held the grade of Accredited Senior Appraiser (ASA) and/or Fellow (FASA), or reciprocal equivalent thereof<sup>1</sup> for a period of at least twenty-five (25) years and be at least seventy (70) years of age;
  - d. Nominations shall be in writing and the nominator shall submit documentation

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<sup>1</sup> The term "reciprocal equivalent thereof" refers to 1) any non-ASA designation that is issued to an individual, 2) by an organization that has merged into the American Society of Appraisers, 3) deemed to be equivalent to an existing ASA designation and 4) recognized as an equivalent designation in the merger agreement documents.

that demonstrates the nominee has met the requirements for the Lifetime Achievement Award; and

- e. No member of the Nominating and Awards Committee shall be included as a nominee.
- G. The Nominating and Awards Committee shall require only a majority vote of its members to select a slate of candidates or to recommend an award.
- H. The written report of the Nominating and Awards Committee to the board of governors at the midterm meeting shall:
- a. Describe its deliberations;
  - b. Include the names of all persons considered by this committee;
  - c. Provide a copy of the nominating letter for each person considered;
  - d. Present the vote tabulation of this committee;
  - e. Set forth the slate of nominees; and
  - f. Include a statement of the qualifications of each nominee.
- I. The proposed slate of candidates for international secretary/treasurer and nominees for honorary membership and Lifetime Achievement Award is subject to the affirmative majority vote of the entire board of governors.
- J. If the midterm meeting of the board of governors is not held, or is not held in the month of January, then the Nominating and Awards Committee shall submit its written report at the January teleconference call of the board of governors
- K. In the event the Nominating and Awards Committee fails to submit its report to the board of governors at the midterm meeting, the board of governors may:
- a. Extend the timeframe for its submission;
  - b. Name another member of this committee as chair with an extension of time for report submission; and/or
  - c. Discharge all members of this committee and sit as a quasi-committee to the whole to determine a slate of nominees for the ensuing year.

## **Administrative Rule XI—Standing and Other Committees**

### **Section 7—Tellers and Credentials Committee**

- A. The international president shall appoint a Tellers and Credentials Committee not less than thirty (30) days before the close of the polls for International Elections.
- B. Be comprised of one committee member appointed annually by the international president as chair and up to two additional committee members appointed annually by the chair, as the chair deems necessary/appropriate;

- C. Ensure that all membership voting is conducted in accordance with the appropriate Constitution and Bylaws; and
- D. Publish the results of all international elections.

## Operations Procedure Manual of the American Society of Appraisers

### **OPERATIONS PROCEDURE RULE VI—Member Accreditation**

#### **SECTION 5—Qualifications for Bestowal of Honorary Membership**

- A. The qualifications of a nominee for the grade of honorary member shall be as follows:
  - 1. Have, in the judgment of the board of governors, contributed substantially to the appraisal profession and/or performed an unusual and valuable service for the Society sufficient to merit recognition by the Society and
  - 2. Have, in the judgement of the board of governors, distinguished themselves by meritorious service which furthers the ASA’s vision, mission and values over a number of years.
- B. Nominations and the award of honorary membership shall proceed pursuant to the provisions of the Bylaws and Administrative Rules/Board Procedures Manual.
- C. Cannot be a current or a past member of the Society.
- D. Honorary members shall be exempt from the payment of all dues and assessments.
- E. No more than one Honorary Membership may be honored each year.

### **OPERATIONS PROCEDURES RULE X—Elections**

#### **SECTION 1—Nominating and Awards Committee**

- A. The procedures for the nomination of Candidates for the position of secretary/treasurer shall be as follows:
  - 1. On or before November 1 of each year, the chair of the Nominating and Awards Committee shall request that members submit the names of Candidates for consideration as nominees for this position;
  - 2. Recommendations for nominees shall be received at international headquarters (HQ) no later than November 30; and
  - 3. Subject to the majority approval of the board of governors of the slate of nominees recommended by the Nominating and Awards Committee, the election process shall proceed pursuant to these Operations Procedures Manual.
- B. The Nominating and Awards Committee shall be guided in its deliberations and recommendations for Candidates for secretary/treasurer by the following guidelines:
  - 1. The minimum qualifications for Candidates nominated for international officers are as follows:
    - a. The individual shall be either an Accredited Senior Appraiser (ASA) or Fellow (FASA), or reciprocal equivalent thereof<sup>1</sup>, and
    - b. The individual will have completed a full term as either governor or

chair of a standing committee, or as an officer or director of an entity that has merged into the Society, as of the date of such individual taking the relevant international office.

2. Nominations shall be made in writing and the nominator shall submit documentation that demonstrates the qualifications of the Candidate as well as verification that the nominee has agreed to the nomination;
  3. Nominations shall only be made by an Accredited Member (AM), Accredited Senior Appraiser (ASA), or Fellow (FASA), or reciprocal equivalent thereof<sup>1</sup>;
  4. No member of the Nominating and Awards Committee shall be included as a nominee; and
  5. For each election, there shall be no less than two Candidates.
- C. The Nominating and Awards Committee shall be guided in its deliberations and recommendations for candidates for Honorary Membership by the following guidelines:
1. On or before November 1 of each year, the chair of the Nominating and Awards Committee shall request that members submit the names of individuals for consideration as nominees for this position;
  2. Recommendations for nominees shall be received at HQ no later than November 30; and
  3. Nominations shall be in writing and the nominator shall submit documentation that demonstrates the nominee has met the requirements for Honorary Membership. Subject to the majority approval of the board of governors of the slate of nominees recommended by the Nominating and Awards Committee, the election process shall proceed pursuant to these Operations Procedures Manual.
- D. The Nominating and Awards Committee shall be guided in its deliberations and recommendations for Candidates for the lifetime achievement award by the following guidelines:
1. Be an Accredited Senior Appraiser (ASA) or Fellow (FASA), or reciprocal equivalent thereof<sup>1</sup> in good standing;
  2. Has demonstrated, in the judgment of the board of governors, exemplary, steadfast and consistent dedication, involvement, commitment and loyalty to the Society and the profession that warrant this single honor; and
  3. Has held the grade of Accredited Senior Appraiser (ASA) and/or Fellow (FASA), or reciprocal equivalent thereof<sup>1</sup> for a period of at least twenty-five (25) years and be at least seventy (70) years of age.
  4. Nominations shall be in writing and the nominator shall submit documentation that demonstrates the nominee has met the requirements for the lifetime achievement award.
  5. No member of the Nominating and Awards Committee shall be included as a nominee.
- E. Chapter or discipline committee nominating and awards committees shall be comprised of no less than three designated members and shall be chaired by the immediate past chapter president or immediate past discipline committee chair.

- F. Chapter or discipline committee nominating and awards committees shall submit a report to the chapter governing body or discipline committee which describes its deliberations, sets forth a slate of nominees, and provides statements of the qualifications of each nominee no later than the February meeting of the chapter governing body or discipline committee.
- G. There shall be not less than two nominees for each governor position.

## **SECTION 2—Election Procedures**

- A. The procedures for election of international officers, governors, discipline committee members, and chapter officers shall comply with the provisions of the Operations Procedures Manual, Bylaws and Administrative Rules/Board Procedures Manual and shall employ a secret ballot.
- B. No person shall be a nominee and/or shall stand for election to more than one elected international, discipline and/or chapter position in any one election year.
- C. A statement of the qualifications of the nominees shall be provided to every member entitled to vote, along with an official ballot.
- D. The procedures for election of governors shall comply with the provisions of the Administrative Rules/Board Procedures Manual including the following:
  - 1. No later than November 30 (HQ shall notify each incumbent region governor whose term will expire at the end of the current administrative year, and all the currently serving chapter presidents in their respective geographic region, that an election for a successor governor shall take place and that member ballots shall be received at HQ no later than May 31;
  - 2. No later than November 30, HQ shall notify each incumbent discipline governor whose term will expire at the end of the current administrative year, and the appropriate discipline committee chair, that an election for a successor governor shall take place with member ballots received at HQ no later than May 31;
  - 3. No later than February 15, each president of an active chapter shall deliver a report to the presidents of all other active chapters in their respective region setting forth the names and statements of qualifications of the individuals to be recommended by such chapter for the position of region governor;
  - 4. No later than February 15, the region or discipline committee nominating and awards committee shall meet in person or by teleconference to nominate at least two Candidates to serve as region governor or discipline governor and submit their nominations to HQ;
  - 5. Candidates for the position of discipline governor may also be nominated by a petition signed by any group of fifty (50) or more designated members of the discipline or by ten percent (10%) or more of the designated members of the discipline, whichever is the lesser number;
  - 6. Candidates for the positions of region governor shall have maintained membership in an active chapter within that region for a period of not less than two (2) years;

7. HQ shall cause a ballot to be prepared and delivered by appropriate means to each member entitled to vote in the appropriate region or discipline;
8. Ballots shall include the names and a statement of qualifications of all nominees;
9. Members and Candidates must be in active, partially retired, retired or sabbatical status by April 15 of each year to be eligible to vote in the international election;
10. Blank ballots shall be distributed to eligible voting members on or before May 15 and shall be received at HQ no later than May 31;
11. On June 1, HQ shall deliver all ballots received to the Tellers and Credentials Committee; and
12. In the event of a tie vote, a run-off election shall be initiated within seven (7) days of the report of Tellers and Credentials; the ballots shall be open for a period of fifteen (15) days.

## **ASA Governance Policy Manual**

### **3.6 International Vice-President's Role**

The work of the international vice president (“vice president”) is to perform all the duties of the president in the president's absence and to support the president as reasonably requested by the president.

Accordingly:

- 3.6.1 The vice president will perform such duties as the president will delegate;
- 3.6.2 The vice president will function as the president if the president resigns, dies, becomes physically incapacitated, or otherwise is prevented from meeting the obligations or discharging the duties of their office;
- 3.6.3 The vice president will ensure that they understand and are prepared to assume, if necessary, the role and duties of the president;
- 3.6.4 The position of vice president carries with it no authority above or beyond any other board member or over the CEO except as that authority is granted to the president and for such time as the vice president is serving in the role of president; and
- 3.6.5 Provided they are eligible and available, the vice president shall automatically become a nominee for the office of president for the year following their term as vice president.

### **3.7 International Secretary/Treasurer's Role**

The international secretary/treasurer (“secretary/treasurer”) is an officer of the board of governors whose purpose is to ensure the integrity of the board of governors’ use of funds, to lead the annual audit, and to ensure the board of governors’ documents and official records.

Accordingly:

- 3.7.1 In their capacity as treasurer, the secretary/treasurer serves primarily to assist the board of governors in maintaining and leading in the process of securing an auditor for an external inspection of the Society’s financial policies:
  - a. The assigned result of the secretary/treasurer’s job is to oversee that the audit scope and external auditor candidates are identified and to oversee the auditor's qualifications and independence; and
  - b. The secretary/treasurer will serve as the chair of the Audit Committee and of the Investment Committee.

- 3.7.2 In their capacity as secretary, the assigned result of the secretary/treasurer's job is to oversee that all board of governors documents and official records are complete, and all filings are accurate, timely and complete;
- 3.7.3 Policies will be current in their reflection of board of governors decisions. Decisions upon which no subsequent decisions are to be based (such as consent agenda decisions, motions to adjourn, or board of governors recognitions) need not be placed in policy;
- 3.7.4 Policies will rigorously follow policy governance principles;
- 3.7.5 Provisions of the Bylaws necessary for legal compliance and for consistency with the principles of policy governance will be known to the board of governors;
- 3.7.6 Requirements for format, brevity, and accuracy of board of governors minutes will be known to the CEO; and
- 3.7.7 Provided they are eligible and available, the secretary/treasurer shall automatically become a nominee for the office of vice president for the year following their term as secretary/treasurer.

### 3.10 Standing Committee Structure

- 3.10.4 Nominating and Awards Committee
  - a. *Responsibility:* Properly screen potential secretary/treasurer candidates by no later than February 15 each year; review and investigate nominations for bestowal of Honorary Membership, Lifetime Achievement Award and society trustee to The Appraisal Foundation; and make appropriate recommendations to the board of governors.  
[For details on functionality and deliverables, see the Operations Procedures Manual Rule X - Elections; AR/BPM IX - Elections.]
  - b. *Authority:* Incur costs of no more than \$1,000 direct charges and no more than 20 hours of staff time per annum.
  - c. *Committee Membership:* International past president as chair and one (1) representative of each of the six (6) disciplines with staggered terms. One (1) member appointed by the president and one (1) member appointed by the board of governors. Each member must hold at least the Accredited Senior Appraiser (or equivalent) designation.
  - d. *Terms:* Members shall serve staggered terms not to exceed three (3) years.

### 3.11 Committees other than Standing Committees

- 3.11.3 Tellers and Credentials Committee
  - a. *Responsibility:* For each election year, ensure appropriate credentials for voting were honored and assure the tally of the final vote was accurate. Their responsibility shall be as follows: (1) Ensuring that the election of international officers, governors, and discipline committee members is conducted in compliance with the Bylaws and Administrative Rules; and (2) Certifying the legitimacy of any elections of international officers, governors, and discipline committee officers and members in a report submitted to the board of governors.  
[For details on functionality and deliverables, see the AR/BPM Rule XI – Standing and Other Committees, Section 7.]
  - b. *Authority:* To incur costs of no more than \$1,000 direct charges and no more than 10 hours of staff time per annum.
  - c. *Committee Membership:* The president shall appoint a Tellers and Credentials Committee not less than 30 days before the close of the polls for international elections. The Tellers and Credentials Committee shall consist of no more than three (3) members. The chair may appoint up to two (2) additional committee members annually, as the chair deems necessary/appropriate.

- d. *Terms:* Members are to serve terms of one (1) year.

#### 3.11.4 Elections Committee

- a. *Responsibility:* Review and deliberate on complaints attributable to alleged violations of the election procedures, policies and/or governing documents of the Society regarding the elections of international officers, governors and discipline committee members (“ASA National Elections”). The Elections Committee shall inform the board of governors of such complaints it considers to be relevant and appropriate and may also recommend possible penalties and remedies for such alleged violations. The president or board of governors may request assistance from the Elections Committee regarding matters related to Society national elections. The process is: (1) Complaints regarding possible election violations shall be addressed to the CEO, in writing, and shall be forwarded expeditiously to the Elections Committee and the president; (2) Any findings of violations by the Elections Committee shall be forwarded expeditiously in a report to the board of governors with recommendations appropriate to the infractions found to have occurred; and (3) The board of governors shall address expeditiously any such findings and recommendations to the Elections Committee.

*[For details on functionality and deliverables, see the AR/BPM Rule XI – Standing and Other Committees, Section 8.]*

- b. *Authority:* To incur costs of no more than \$1,000 direct charges and no more than 10 hours of staff time per annum.
- c. *Committee Membership:* Five (5) members in good standing with officer, governor or discipline experience; two (2) appointed by the president-elect and three (3) by the board of governors prior to June 30 of each year. The chair of the Elections Committee shall be elected annually by the members of the Elections Committee. The parliamentarian and legal counsel of the Society shall serve as ex-officio members of the Elections Committee. A member of the Elections Committee shall not run for or hold an ASA national election office during their term of service. If a member of the Elections Committee wishes to run for an ASA national election office, they may do so after resigning their position on the Elections Committee.
- d. *Terms:* Members shall serve staggered terms of three (3) years each.