



The University of North Carolina

General Administration
Post Office Box 2688, Chapel Hill, NC 27515-2688

LAURA B. FJELD, Vice President and General Counsel

Telephone (919) 962-4588 • Fax (919) 962-0477 • E-mail lbjfeld@northcarolina.edu

Constituent Universities
Appalachian State
University

East Carolina
University

Elizabeth City
State University

Fayetteville State
University

North Carolina
Agricultural and
Technical State
University

North Carolina
Central University

North Carolina
State University
at Raleigh

University of
North Carolina
at Asheville

University of
North Carolina
at Chapel Hill

University of
North Carolina
at Charlotte

University of
North Carolina
at Greensboro

University of
North Carolina
at Pembroke

University of
North Carolina
at Wilmington

University of
North Carolina
School of the Arts

Western Carolina
University

Winston-Salem
State University

Constituent High School
North Carolina
School of Science
and Mathematics

An Equal Opportunity
Affirmative Action Employer

Memorandum

To: The Board of Governors
From: Laura B. Fjeld *lbj*
Date: May 9, 2012
Re: Election of Board Officers

As you know, you will be electing a new chair, vice-chair and secretary during open session at the June 15, 2012 meeting. In hopes of answering any questions you may have, I am summarizing here the procedures that apply to that election. I am also sending to you the applicable Code and Policy sections for a little light reading.

- Nominations and elections shall be conducted separately in the following order: chair, vice-chair and secretary.
- Nominations may be made from the floor. No person may stand for election if, having been elected by the Senate or House for the maximum allowable number of terms on the board, the person's board membership would expire before the end of the term of office.
- Bart Corgnati and I will distribute written ballots to each voting member and each member shall cast one vote from the list of candidates for each office.
- A candidate receiving a majority of votes shall be declared elected.
- In the event that a majority is not achieved on the first ballot, there is a process for continuing to vote through recasting ballots until a majority candidate wins.
- All written ballots must be signed by the member casting the ballot. The ballots are retained in the secretary's office for public inspection immediately after the meeting at which the vote takes place and until the minutes of the meeting are approved. Thereafter, the ballots may be destroyed. The meeting minutes must show the vote of each member voting.
- A sample ballot is attached to the applicable Policy, 200.2.

The Board of Governors

Page Two

May 9, 2012

The Governance Committee will discuss this process during its June 14 committee meeting. If you have any questions, please call me in advance of the meeting and I'll be happy to try to address them.

Attachments: Code Section 201A
Policy 200.2

cc: Bart Corgnati
Sue Carpenter
President Ross

CODE

SECTION 201.

OFFICERS.

201 A. Chair, Vice Chair, and Secretary.

At its last regular meeting before July 1 in each even-numbered year, the Board of Governors shall elect from its voting membership for two-year terms commencing July 1, and serving until their successors have been elected and qualified, a chair, a vice chair, and a secretary. No person may stand for election to a board office if, having been elected by the Senate or House of Representatives for the maximum allowable number of terms on the board, the person's board membership would expire before the end of the term of office. No person may serve as chair for more than four years in succession. If for any reason an office becomes vacant before expiration of the prescribed two-year term, the unexpired balance of the term shall be filled by an election to be conducted at the first meeting of the Board of Governors held after the elapse of 30 days from the date of the occurrence of the vacancy; in the event of a vacancy in the office of chair, the vice chair shall serve as chair until the required election is held. [See G.S. 116-8]

201 B. Assistant Secretary.

The Board of Governors may elect an assistant secretary of the Board of Governors, who shall be a member of the staff of the president of the University. Copies of all minutes, papers, and documents of the Board of Governors may be certified by the assistant secretary with the same force and effect as though such certification were made by the secretary of the Board of Governors.

Election Procedures

1. Officers

In accordance with Section 201 of *The Code*, a chairman, a vice chairman, and a secretary shall be elected. Nominations and elections shall be conducted separately in the following order: chairman, vice chairman, and secretary.

2. Nominations

a. Any member of the board may be nominated for any office unless prohibited from serving by *The Code*.

b. Any member of the board may orally nominate any board member for any office.

c. Every person so nominated shall be a candidate for that office.

3. Election

a. Written ballots shall be distributed to each member of the board who shall cast one vote from the list of candidates for the person to serve as officer of the board.

b. When a candidate receives a majority of the votes of the board members present, that person shall be declared elected to the office.

c. After the first and each succeeding ballot, if no candidate receives the requisite majority and when votes are received for three or more candidates, the name of the candidate receiving the smallest number of votes shall be dropped from the list of nominated members and shall cease to be a candidate.

d. All written ballots for all officers shall be signed by the member casting the ballot. The ballots shall be collected and retained by the assistant secretary of the Board of Governors for disposition under North Carolina General Statutes § 143-318.13(b).

e. A sample ballot is attached.

4. Procedure

Except as above modified, the procedure shall be under Section 202C(4) of *The Code* and *Robert's Rules of Order*.

**Board of Governors
Election Ballot**

1 Officer

 [] Chairman

 [] Vice Chairman

 [] Secretary

2. I vote for:

Signature

Date