RESOLUTION TO AMEND RULES

ANNUAL GENERAL MEETING

MAY 9, 2018

PREAMBLE

WHEREAS the Registrar of Co-operatives and Friendly Societies has issued directives requiring all Credit Unions to implement rules pertaining to the role, functions and responsibilities of the Nominating Committee and the Nominating Process for election by the members to serve as Directors or Committee Members.

AND WHEREAS the Board of Directors has duly considered the directives of the Registrar of Co-operatives and Friendly Societies;

AND WHEREAS in compliance with the directives of the Registrar of Co-operatives and Friendly Societies, the Board of Directors is recommending the adoption of more extensive functions for the Nominating Committee, the implementation of a new machinery for the nomination and election of volunteers to serve on the Board and Committees;

AND WHEREAS Section 11 (1) of the Co-operatives Societies Act Cap 75 stipulates that the Registered Society may amend its rules.

BE IT RESOLVED THAT the Annual General Meeting held May 9, 2018 approves the amendment of Rule 65 of the COK Sodality Co-operative Credit Union Limited by substituting for the existing Rule 65 the following new Rule 65 as outlined hereinafter:-

ARTICLE XIII

NOMINATING COMMITTEE, NOMINATION PROCESS AND ELECTIONS

65. (i) **Nominating Committee**

A Nominating Committee shall be appointed by the Board of Directors and shall consist of at least three (3) members one of whom will be a Board Member who shall be the Chairman of the Committee.

(ii) **Nomination Process**

(a) Not less than one hundred and twenty days (120) days prior to the Annual General Meeting (AGM) the Nominating Committee shall meet to consider the following:

(i) The vacancies that will arise at the AGM on the Board of Directors, the Credit Committee and the Supervisory Committee;

(ii) A preliminary list of nominations to be made to fill such vacancies;

(iii) All other matters and procedures required to fill such vacancies.

(b) Not less than ninety (90) days prior to the AGM the Nominating Committee shall in writing:

(i) notify the membership of the vacancies for the Board of Directors, Credit and Supervisory Committees;
(ii) invite nominations from the membership to be made for each vacancy by petition in the prescribed form signed by at least five (5) members each of whom shall be a member in good standing with the Society;
(iii) notify the membership of the closing date for receiving nominations by petition.

(c) In all cases, the period for receiving nominations by petition shall extend at least forty (40) days from the date of written notification by the Nominating Committee.

(d) The written notice from the Nominating Committee to the membership shall indicate that there shall be no nominations from the floor.

(e) The written notice from the Nominating Committee to the membership shall also be prominently displayed at the place, and if more than one, the places of business of the Credit Union.

(f) Upon consideration of all nominations made and received by petition, the Nominating Committee shall review and recommend at least one (1) member for each vacancy.

(g) The Nominating Committee shall report its recommended nominations with the Secretary of the Credit Union at least forty (40) days before the AGM.

(h) Each nominee by petition shall submit to the Nominating Committee:

(i) the petition duly completed with the signatures of five (5) members;

(ii) a brief statement of qualifications and experience in a form approved by the Board of Directors;

(iii) a completed Fit and Proper Questionnaire in a form determined by the Board of Directors.

(iv) a signed letter from the nominee stating that he/she is agreeable to the nomination and will serve if elected to office.

(i) The Nominating Committee shall have the authority to include candidates not nominated by members' petition among those to be considered by the Committee, and of its own accord submit by way of petition in like manner, suitable candidates to fill the vacancies on the various Committees.

(j) Members of the Nominating Committee shall not be eligible for nominations.

(k) The Nominating Committee shall act in accordance with the Rules and Policies of the Credit Union in its selection of each nominee.

(l) A member seeking nomination to hold office shall be disqualified if that member:

(i) fails to satisfy the Nominating Committee that he is a fit and proper person to accept the responsibilities and perform governance functions of the Credit Union;

(ii) is delinquent in their loan or other obligations with the Society at the date of the petition and up to the date of election;

(iii) has been a member of the Credit Union less than six (6) months before the date of the petition, save where the member is an active member for more than six (6) months in another co-operative society in Jamaica;

(iv) whose membership in any other co-operative society at the time of the Nominating Committee's deliberations has been judged delinquent;

(v) is not ordinarily resident in the Island.

(m) Where a volunteer's term has not expired and he is seeking nomination or election to a Committee other than the Committee he currently serves on, he shall tender his resignation from that Committee.

(n) The Nominating Committee will no later than thirty (30) days prior to the AGM notify the members in writing of the nominations recommended by them. The notice shall also be posted in a conspicuous place in the Credit Union.

(o) After the Nominating Committee has notified the members of its recommended nominees the nominees shall be presented and placed before the members at the AGM by the Nominating Committee to be considered by the members present.

(iii) **Elections**

(a) Elections shall be in the following order:

(i) Elections for members of the Board of Directors;
(ii) Elections for members of the Credit Committee;
(iii) Elections for members of the Supervisory Committee;
(iv) Delegates and Alternate Delegates to the League or any affiliated organisations as determined by the Board of Directors.

(b) After the nominees of the Nominating Committee have been placed before the members, a Returning Officer shall be appointed by the Chairman and will preside over the elections at the AGM.

(c) If the nominees equal the number of vacancies, the nominees shall be declared elected by general consent or acclamation of the membership at the AGM.

(d) In the event there are more nominations recommended by the Nominating Committee than the number of vacancies available, there shall be voting by ballot. The Returning Officer shall be responsible for appointing tellers, distributing ballot, conducting and tallying the vote, any other action to ensure a valid, efficient and smooth election and thereafter announcing the results.

(e) In the event a vacancy arises between the close of nomination and the AGM, or if there are insufficient nominees to fill all vacancies the Board of Directors shall appoint a member to fill such vacancy until the next AGM in accordance with the Rules of the Credit Union.

Resolution Moved by: Debbie-Ann Gordon Crawford-Chairman of the Rules Committee

Resolution Seconded by: Carol Anglin- Member of the Rules Committee

IN FAVOUR	AGAINST	ABSTAINED