

CHARTER ACLT NOMINATING COMMITTEE

1. Purpose

The Nominating Committee serves to recruit, mentor, and nominate persons to the Board of Directors to fill Board positions becoming vacant.

2. Organization

- A. Permanent Committee: The Nominating Committee is a permanent committee of the ACLT composed of five to seven persons.
- B. Members: Members of this Committee must be current or former members of the Board of Directors. Pursuant to the ACLT Roles and Responsibilities of the Board of Directors, Committees and Staff, in addition to individuals requested to serve on the Committee by the President of the Board of Directors, the Committee chair may appoint other eligible individuals to serve on the Committee.
- i. Committee members shall serve for three (3) year terms. The terms of the Committee shall expire on a rotating basis with no more than one-third of the Committee members' terms expiring at any one time. Terms are renewable with no limits.
 - ii. The Board President shall be an *ex-officio* voting member and the Executive Director shall be an *ex-officio* non-voting member.
 - iii. Any Committee member may be removed by the Board of Directors for failure to participate, non-performance of duties, or other cause deemed sufficient by the chair or Board upon recommendation of the Board President.
- C. Officers: The President of the Board nominates a current Board member to serve as the Committee chair. The Committee chair shall be approved by the Board of Directors for a three (3) year term, renewable with no limits. The Committee chair shall appoint a Committee recorder and any other officers deemed necessary.
- D. Subcommittees: The Committee may establish subcommittees as needed. The Committee chair shall appoint the chairs of any subcommittee from amongst the members of the Committee as a whole. The conduct of the subcommittee shall follow the same general guidance as for committees.
- E. Meetings: The Committee shall meet at least annually and, additionally, at the request of the Committee chair or the Board of Directors. Committee meetings are open to ACLT members and other invited guests. The Committee chair has the authority to call for an executive session as deemed necessary.

- F. Quorum: A quorum consists of a majority of the voting Committee members. A quorum of members must be present to conduct official business. Action on any issue requires approval by a majority of the voting members present.

3. Responsibilities

- A. Criteria for Board of Directors Membership: The Committee identifies the future needs of the organization and recommends to the Board of Directors criteria to enhance the composition of the Board, including the diversity, perspective, skills, and experience needed for the Board to effectively meet ACLT's responsibilities and pursue its goals.
- B. Potential Board Candidates: The Committee identifies potential Board candidates meeting the approved Board membership criteria from the community as a whole based on input from the Board.
- C. Mentoring Potential Board Candidates: The Committee mentors potential Board candidates, encouraging those not already ACLT and ACLT committee members to actively participate in ACLT activities.
- D. Nominating Candidates: The Committee votes to prioritize the potential candidates in November of each year based on the number and contributing attributes of its retiring Board members. The prioritized list is submitted to the President prior to the January Board meeting where the Board votes to appoint the Committee's nominees.

4. Records

- A. Minutes of the Committee's meetings shall be prepared and distributed to Committee members in a timely manner. Once approved by the Committee, the Committee recorder shall provide a copy of the approved minutes to the ACLT office, which shall maintain them as permanent records.
- B. The Committee shall prepare and submit an Annual Report of its activities for the membership (to be incorporated in the ACLT Annual Report and reported at the Annual Meeting). As needed, the Committee shall provide status reports at the bi-monthly Board of Directors' meetings and such other reports as requested by the Board.

5. Charter Review

The Committee shall review its charter every five (5) years for validity and appropriateness.

Adopted by the ACLT Board of Directors, May 15, 2021