

PROCEDURES FOR NOMINATION AND ELECTION OF TRUSTEES

1.0 Trustee Position to be Filled

The Board of Trustees will advise the Nominating Committee of the number of Trustee positions to be filled by vote of the individual members at each annual election. The Board may also advise the Nominating Committee of its desires with respect to the backgrounds of individuals to be nominated in order to achieve the balance of experience and qualifications required by the provisions of By-Law Article III, Section 2, which provides that "the Board shall seek to have among the Trustees representative individuals from industry, from educational and nonprofit organizations and from government."

1.1 Date of Election

The Board of Trustees will annually adopt a timetable for Trustee elections. The election date shall be not less than sixty days prior to the next Annual Meeting of the Society.

1.2 Use of Electronic Mail

All communications concerning the nomination and election of Trustees shall be in the form of electronic mail except the ballot, which shall be in the form of first class postal mail. Members of the Society who are not reachable by electronic mail may participate in the nomination process by postal mail.

2.0 Nominating Committee

The Board of Trustees will annually appoint a Trustee Nominating Committee. The Nominating Committee will consist of five individual members of the Society. The Chair of the Nominating Committee shall be a member of the Board of Trustees. At least two members of the Nominating shall be individual members of the Society not currently serving in any elected or appointed capacity in the Society.

2.1 Nominations by Committee

The Nominating Committee will notify the members of the Society of the procedures for nominating individuals for election to the Board of Trustees, and will provide a minimum period for receiving nominations of sixty days. The number of individuals nominated shall exceed the number of Trustees to be elected.

2.2 Nominations by Petition

The Nominating Committee will notify the voting members of the Society of the names of individuals nominated by the committee for election to the Board of Trustees not less than 150 days prior to the date established for Trustee elections. Additional nominations for election to the Board of Trustees may be made by petition filed with the Chair of the Nominating Committee not less than 90 days prior to the election. Petitions may be filed electronically. The Nominating Committee shall specify the number of signatures of voting members required for petitions, which shall be at least fifty voting members of the Society, or 1% of the total number of voting members of the Society, whichever is greater.

2.3 Candidates for Election

The Nominating committee will provide the names of a completed slate of candidates for election to the Elections Committee not less than 75 days prior to the election date.

### 3.0 Elections Committee

The Board of Trustees will annually appoint an Elections Committee composed of three voting members of the Society which will be responsible for establishing and supervising elections. The Chair of the committee shall be a Trustee whose term of office does not expire during the year of the election.

#### 3.1 Eligibility to Vote

All individual members of the Society in good standing are eligible to vote. An individual member is in good standing if his or her annual dues are not more than 60 days past due on the date of mailing of the ballot.

#### 3.2 Ballot

The Trustee election shall be conducted by written ballot of the individual members, which shall be mailed to each member of the Society in good standing not less than sixty days prior to the date of the election.

#### 3.3 Voting

Each voting member will be entitled to as many votes as there are Trustee positions to be filled by vote of the members. Votes may be cumulated on behalf of one or more candidates for election. A member may use fewer than the total number of votes available if he or she so chooses.

#### 3.4 Receipt of Ballots

All ballots for Trustee elections shall be received by the Chair of the Elections Committee by 5 p.m. local time on the day prior to the date of election, at the place established by the Elections Committee for delivery of the ballots.

#### 3.5 Counting of Ballots

The counting of ballots will take place on the election date, at a time and place established by the Elections Committee. At least two members of the Elections Committee shall be present at the counting of the ballots. The committee will establish procedures to ensure the privacy, validity and accuracy of all ballots.

#### 3.6 Certification of Vote

The Elections Committee shall certify the results of the annual Trustee election to the Board of Trustees within 10 days following the election, forwarding a list of the candidates and the number of votes each candidate has received.

#### 3.7 Challenges

No challenge to any Trustee nomination or election procedure or result may be brought except by an individual member in good standing. Any challenge must be addressed to the President of the Society with a recital of the reasons for the challenge, and must be received within thirty days after the election date. The President, after consultation with the Chairs of the Nominating and Elections Committees and the members of the Board of Trustees, shall advise the author of the challenge of the Board's decision, which shall be final, within thirty days of receipt of the challenge.

### 3.8 [Terms of Office.]

For the 1993 Trustee election, newly elected Trustees shall take office on the first day of the month following certification of the election results to the Board. [Added by Board of Trustees meeting at Reston, 10-11 Dec 1992.]

#### INTERNET SOCIETY

##### TIMETABLE FOR 1993 TRUSTEE ELECTIONS

1 Nov 92	Publish call for nominations
1 Jan 93	Publish nominations
1 Mar 93	Deadline for petitions
15 Mar 93	Complete candidate slate
31 Mar 93	Mail ballots
31 May 93	Election date - count ballots
10 Jun 93	Certify Election results