

ARTICLE IV

SELECTION OF DIRECTORS

Section 1. NOMINATING COMMITTEE: The Nominating Committee shall consist of the following:

1. The Executive Committee **with the exception of the Vice Chair of Communications.**
2. All Directors completing **FULL** three-year terms on December 31 of the current year. **Does not include individuals who have filled an unexpired term for a limited time.**

The Chairperson of the Board shall act as Chairperson of the Nominating Committee, and except as provided in the Bylaws, the Nominating Committee shall follow the Rules of Procedure applicable to committees.

Section 2. CANDIDATES: The Nominating Committee shall, at the August meeting of the Board of Directors, present its recommended slate of six (6) candidates for the Board, having determined in advance the candidates' willingness to accept Directorship responsibility. Composition will, so far as practical, reflect the principal classifications existing within the Bay County business community. In preparing a slate of candidates, there shall be no duplication of company representation on the resulting Board. **Spouses, immediate family members and domestic partners of current Directors are ineligible on the Board of Directors until such time as the family member no longer serves on the Board. All candidates must be a member in good-standing of the organization**

Section 3. PUBLICITY: The President/CEO shall notify the membership of the names of the six (6) candidates immediately following the August Board of Directors meeting or the next business day and shall further notify the membership of their right of petition, as provided in these bylaws.

Section 4. PETITION: Any fifteen (15) members of the Chamber of Commerce in good standing may petition to add names of candidates for Directors, having determined in advance the candidates' willingness to accept Directorship responsibility. However, said Petition shall be filed with the President/CEO of the Chamber on or before September 2 or the next business day. The determination of the Nominating Committee as to the legality of such Petition shall be final. In preparing a slate of candidates, there shall be no duplication of company representation on the resulting Board.

Section 5. DETERMINATION: If no petition is filed by 5:00 p.m. September 2 the nominations shall be closed. The nominated slate of six (6) candidates shall take office January 1.

Section 6. BALLOTS: If a legal Petition shall present an additional candidate or candidates, the names of candidates for Directorship shall be listed on ballots alphabetically, including the name of the firm through which Chamber membership is held, and the President/CEO shall cause ballots to be mailed or electronically distributed on or before September 9 or the next business day to all members in good standing. Deadline for return of ballots to the Chamber shall be not less than three (3) weeks nor more than four (4) weeks from the date on which they are distributed to the membership. The currently retained CPA firm shall canvas the ballots and report the results of the election to the Board at the October meeting.

Section 7. VOTING RESTRICTIONS OF MEMBERS: The number of votes a member in good standing has in any election, referendum, or membership meeting will depend on the amount of dues they pay in accordance with a schedule approved by the Board of Directors. Neither voting by proxy nor cumulative voting shall be permitted.