

## **Elections for new Board of Directors of Romania Green Building Council – 2015**

### **1. Board of Directors Structure, Roles, and Responsibilities**

There will be five board seats total. All member companies may submit a single board candidate by completing, signing, and (if appropriate) stamping the also attached "RoGBC Director Nomination Form (attached) by **30th of April 2015** at 6pm (Bucharest).

Associate Members are not eligible to submit a candidate or to vote.

There will be a President, Vice President and Treasurer elected by the board. Within the board, the roles of Secretary, and Directors responsible for Certification, Training, and Legislative Outreach will be assigned by director's choice or, if necessary, election. Due to the number of these roles, there will be obvious overlap with, for example a Vice President or Treasurer taking on additional responsibility for a Task Group.

There is no compensation for directors outside of reimbursed expenses for required board activity.

It should be noted the council has limited budget for board travel and, therefore, board members should organize their schedules in advance to be in Bucharest to the extent possible.

The newly elected board of directors will decide how often they meet but the founding board suggests a monthly meeting with one regularly schedule conference call occurring in between. The time commitment, therefore, will be determined after the elections but an estimated 6 to 10 hours per month of preparation and meeting/conference call participation should be considered as an estimate.

#### **The responsibilities of the Board of Directors:**

- a) To supervise, control and direct the affairs of the Council, its committees and publications
- b) To elect the President, Vice President, Secretary and Treasurer, and to hire the CEO of the RoGBC
- c) To adopt and vote on the Annual Plan
- d) To actively prosecute the Council's objectives and supervise the disbursement of its funds
- e) To adopt a policy on conflicts of interest
- f) To take such actions as may be necessary to conduct the organization, including but not limited to adopting rules and regulations for the conduct of its business as shall be deemed advisable, establishing policies from time to time, and delegating certain authority and responsibility to the Executive Committee
- g) To elect members of the Executive Committee in case the number of members grows and the activity of the Council will impose the organization of such a Committee.

### **2. Right to vote**

Each member will have one vote by the representative who signed the membership documents and/or the general manager or equivalent in function (for the cases where the person who initially signed the

association documents is no longer working in the member company). This vote can be transferred by this person to a representative through a simple letter of empowerment.

### **3. Voting procedure**

On the **30th of April 2015** you will receive the voting ballots by e-mail and the list of nominees – the candidates for the new Board of Directors. The voting ballots, filled in by the person in the company that has the right to vote (see section 2) will be sent:

- On e-mail( the email address where to send the ballots will be included in the text of the ballots )

OR

- delivered at RoGBC office

on the **3th of June** 2015 at the latest.

### **4. The General Assembly of the Members**

Will take place on the **4th of June 2015** starting with 4.00 PM (the exact location will be announced shortly). In the meeting will be announced the new members of the RoGBC Board based on the votes expressed by 50+1

### **5. Election Committee**

The election committee prime responsibilities will be to ensure the nomination and candidate statement forms are fair and to ensure the integrity of the voting process. If you want to participate or send a representative to assist at counting the votes and coordinating the voting procedure, please contact Ms. Alexandra Peiu (Alexandra.Peiu@RoGBC.org) no later than **30th of April 2015**.