



Purpose: Adoption

### **Fourth Meeting of the APFNet Council**

25 March 2018 Beijing, China

### **Proposed Procedures of Nomination and Selection of Members of APFNet Board of Directors**

Rules of Procedure of the Board of Directors (Rule 8, Nomination and Rule 9, Selection) and the Council (Rule 3, Powers) outline the nomination and selection of members of the Board of Directors in general terms. This procedure provides additional rules and guidelines for the APFNet Council regarding the nomination and selection of Board members, when such elections are required.

#### **1. Responsibilities and Term of office**

##### ***Responsibilities***

Directors will serve in the Board in their personal capacity, providing general oversight of APFNet operations, and engaging in decision-making on such major issues as APFNet's strategies, objectives, priorities, regulations, appointment and assessment of the Executive Director, and the organizational framework. Board members may be encouraged to make efforts on fund raising for and promotion of the Organization.

They fulfill responsibilities through attending Board meetings and engaging in specific missions, to look after and improve APFNet's governance.

##### ***Terms of office***

Term of a Board member is three years and can be renewed once by consensus of the Board.

##### ***Remuneration***

All non-executive Board members will serve without remuneration, but expenses incurred in attending Board meetings or performing duties may be covered by APFNet.

For specifics of Board and Board members, please refer to Rules of Procedure of Board of Directors.

#### **2. Eligibility**

- Definition of Eligibility should well echo functions of the Board and objectives of enhancing APFNet governance, and be reviewed on a regular basis. Generally, the following criteria should be considered when identifying Board members:

- Citizen or resident of APFNet member economy;
- Current or prior senior officials, high ranking professionals, experts, executives from governments, international organizations, academic institutions and enterprises in APFNet member economies and organizations;
- Influential in forest or relevant sectors, strong in networking and mobilizing resources
- Proven leadership ability and insight of regional development and forestry;
- Experience and knowledge of forests and forestry or relevant fields;
- Awareness of developments and processes of relevant international forestry fora;
- Knowledge, experience and skills regarding governance, policy development, financial expertise and strategic planning;
- Diversity and balance, including but not limited to gender, professions, ethnicity, race, age and geography;
- Good will, interest, passion and time commitment to substantially support APFNet;
- Strong command of English; and
- Experience in serving on boards is desirable (either for-profit or non-profit)

### **3. Nomination**

- Call for nomination will be normally launched eighteen(18) months prior to Board seats coming open, ensuring nomination collection, screening and selection at the ensuing Council meeting in six(6) months, and new Board members to begin their terms at next Board meeting one year later.
- Individuals should be nominated for their personal qualifications and commitment.
- Nominations should be made by and received from APFNet Council Representatives;
- Any individual Council representative may submit one(1) nomination, with a completed nomination form that states the nominee's acceptance of the nomination and the nominee's resume/CV;
- Council Representatives themselves could be nominated;
- Nominations must be sent to the APFNet secretariat by email or fax during the nomination period. Late nominations will not be considered; and
- Early nomination is encouraged to allow adequate time for APFNet member review before selection at the Council meeting.

### **4. Selection**

- Nominations will be distributed electronically to all APFNet members via Council representatives for review and consideration.
- Quorum should be ensured before balloting is open at the appropriate Council meeting. Each present Council member is eligible to vote for up to the number of seats open for the Board of Directors. Completed ballots must be received by Chair of the Council, who confirms receipt of the ballots upon signature.
- Council representatives who happen to be the candidates are allowed to vote on behalf of his/her economy.
- The number of candidates, equal to the number of then contested seats, receiving the highest number of votes shall join the APFNet Board of Directors. In the case of a tie between the two candidates, another vote should be conducted to see which candidate receive more support.

- In the event of number of nominations being equal to or less than the number of vacant seats, review and discussion on each candidate will be presided by Chair of Council, to decide if each nominated candidate is qualified to sit on the Board. This may result in a down-sizing of the Board, and the Council is encouraged to seek views of the Board before making such decisions.
- The election details, including number of votes for each candidate and any tie resolution, shall be recorded in writing, signed by Chair of the Council, and elected Board members should be announced to the APFNet Board of Directors and membership in due course.