BOARD OF DIRECTORS ELECTION PROCESS

1) Introduction

According to paragraph (22) of the St. Vincent and Grenadines Association of Toronto (hereinafter "The Association") By-laws, each year Board seats are opened for elections according to numbers. Elections will take place during the Annual General Members Meeting that is normally held in the month of January. For 2018, the Annual General Members Meeting will be held on January 28, 2018.

The logistic of the elections and its running will be managed by the election committee.

2) The Election Process

2.1) Eligible Candidate

No person shall be appointed or hold office as a Director if he/she is a person who:

Is under 18 years of age;

Is an undischarged bankrupt;

Is prohibited from being a Director or promoter of the Associations; or

Has been adjudged to have been of unsound mind.

2.2) Eligible Voters

Only persons fulfilling the following criteria are able to vote:

- Any member of The Association in good standing. Good Standing in this context refers to a member who has paid his/her membership dues for the year 2017. All paid members for the 2017 year have up to March 31st, 2018 to renew his/her membership
- All ordinary members (previously called financial members)
- Candidates for open positions (only those who will be present onsite)
- Honorary Life Members

The following voting criteria apply to all candidates:

Any candidate present at the election either has a self-voting right as a candidate or as an ordinary member if they are a board member seeking reelection.

A candidate cannot carry a proxy.

2.3) Proxies

As per paragraph 18 of the By-Laws of the Corporation, votes at meetings of members may be given either personally or by a general or limited proxy. Upon a poll and subject to its provisions, if any, of the Letters Patent, every member who is entitled to vote at the meeting and who is present in person shall have one (1) vote and every person appointed by proxy shall have one (1) vote for each member who is entitled to vote at the meeting and who is represented by the proxy holder.

A proxy shall be executed by the member or the member's attorney in writing.

A person appointed by proxy must be a member.

A member who appoints another member as his or her proxy may do so either by a general or a limited proxy.

A limited proxy may restrict the kinds of matters on which the proxyholder may vote on behalf of the member, contain a time limit regarding the time during which the proxy shall be effective or contain any other restriction that the member considers to be desirable.

A general proxy entitles the proxyholder to attend and act at the meeting or any adjournment thereof in the same manner, to the same extent and with the same power as if the proxy giver was present at the said meeting or any adjournment thereof.

3) Election Timelines

The Board election will be run according to the following schedule:

Call for Nominations

January 15, 2018

Nominations ends at noon online/mail January 26, 2018 (Nominations will be accepted from the floor at the AGM)

4) How to Nominate

Nomination forms will be submitted to all members by regular mail or email. The nomination forms will also be made available online on the Associations' website. Members will be required to complete the nomination forms and submit to the Association by regular mail or email.

5) Verifying Nominations

Two Board members liaise to the Election Committee will verify that all nominations were submitted within the given period and include all the required information. The Chair of the Election Committee would notify nominees and the nominators of the receipt of the nomination. The Nominees will at the same time be asked for confirmation of their intent for the seat. Ineligible nominations will be rejected and the nominators and nominees notified separately.

6) Finalizing the Slate of Candidates

The Elections Committee will review all completed nominations to verify that the nomination process was followed and will review nomination forms to determine that all nominees meet the general criteria as defined in the by-laws.

The Elections Committee shall, as far as practically possible, seek the following additional conditions for eligibility of candidates to the position of Board Director.

Previous Board or organizational leadership experience;

Skills in business management and leadership;

Fund raising for not-for-profit organization experience;

7) Notification of Candidates

The Elections Committee Chair, through the Association's Secretary sends a final slate of candidates via email to members.

All candidates would be given the opportunity to present themselves to the general membership in a brief speech during the Annual General Meeting prior to the election. The members may also direct questions to candidates during the open comment period.

8) Voting

Votes can be cast by proxy or by a paper ballot. For the Annual General Meeting on January 28, 2018 there will be the election for one (1) person to be the president

then there will be election for the five (5) retiring directors. Of the five (5) new directors, two (2) shall be for a two-year term while the other three (3) will be for one-year terms.

8.1) Paper ballot on Election Day

The election is conducted during the Annual General Member's Meeting and is carried out via paper ballots containing a list of candidate names and a ballot number.

Each mark on a ballot represents one vote. A ballot with more than five marks will be considered spoilt, and not count. Voters can choose not to vote for any candidate. The ballot paper provides an option not to vote for any candidate on the ballot.

Voting will be by secret ballot. An inclusion of any personal data on the ballot paper invalidates the vote. It will be counted as spoilt.

Elections will be closed as soon as the last member or proxy present in the meeting room casts his/her vote. Candidates with the highest number of votes will be declared winners.

In the event of a tie for an open position, voting for that position will be repeated (only by paper ballot) the same day until there is a winner.

All open positions shall be subject to an election process even if there is only one candidate. In that event, if the option (none of the above) got more votes than the only candidate, then the seat shall be considered vacant and the Board will be requested to apply provisions of the Bylaws to temporarily fill the vacant seat.

8.2) Vote Counting and Announcement of Election Results

The members of the Elections Committee present during the Annual General Members Meeting, in addition to no more than two (2) volunteers from the membership shall count the votes to determine the winners.

The Chair of the Elections Committee announces the election results after the vote count with the vote detail for only elected candidates.

The election results are simultaneously published on the Association Website.