

Motion to Elect the Chair, Secretary or Board Member

(GA10/02)

Background

As a result of being appointed Project Director, Nick Piggott resigned as Chair of RadioDNS on 27th January 2016.

In the event of a resignation from the board, our <u>Articles of Association</u> allow the board to nominate an Interim Chair (*Article 58*), and they have nominated Mathias Coinchon (EBU). In turn they have also nominated an Interim Secretary, Floris Daelemans (VRT).

These Interim appointments would stand until the next Annual General Meeting (*Article 58*). However, our elections are only held every alternate year (*Article 11*). In addition, the original announcement of the AGM (*Article 82*) didn't include the election of new board members, because it hadn't been decided at that time.

Nominations for board roles are normally required 14 days prior to the election (*Article 12*). Given the late timing of the resignation of the Chair, this requirement can't be met.

Proposal

The board would like to hold an election at <u>this</u> AGM (9th February 2016) for the post of Chair. This might, in turn, also cause an election for Secretary or a Board Member. To do this, <u>all</u> the members must agree to the election being held at this AGM, and for the nominations period to be extended.

The Board would like to strongly recommend to all Members that they vote in favour of this motion, so that the Chair (and possibly Secretary and Board Member) can be elected at this AGM, otherwise the interim appointments will stand until February 2017.

Motion

"The Members agree to hold Elections for the Chair, and for Secretary or Board Member as required, at the 10th General Assembly on 9th February 2016, and for the nominations period for these elections being extended to run until 17:00 UTC on Friday 5th February 2016."

Your Response

If you <u>agree</u> with this proposal, you can register a proxy vote (for this one motion only) by emailing the Project Office now. This will not affect your voting rights at the meeting, or on other issues.

If you wish to <u>nominate</u> yourself or a suitable individual for the role of Chair, or Secretary, or Board Member, please complete the <u>nomination form</u> by **17:00 UTC on 5th February 2016**.

Detail of Nomination Process

The project office will invite nominations from the Members on **27th January 2016**, and will close nominations at **17:00 UTC on 5th February 2016**.

The nomination form will ask for which roles the nominee wishes to be considered; Chair and/or Secretary and/or Board Member.

Detail of Election Process

The election will be held in the following order:

Election of the Chair

If the existing Secretary is elected to the Chair, he/she will stand down as Secretary immediately and there will be an election for Secretary.

If an existing Board Member is elected to the Chair, he/she will stand down as Board Member immediately and there will be an election for Board Member.

Election of the Secretary

If required, an election for the Secretary will be held.

If an existing Board Member is elected as Secretary, he/she will stand down as Board Member immediately, and there will be an election for Board Member.

Election of Board Member

If required, an election for a Board Member position will be held.