

**INS Special Board Meeting Agenda: 2022 Election Procedures
November 17/18, 2022**

Time: 4:00 – 6:00 pm EST (US, Canada)

Present:

Officers: Ida Sue Baron (president), Jonathan Evans (incoming president), Alberto Fernández (Secretary), Fiona Kumfor Sanne Schagen, Shawn McClintock, Sallie Baxendale, Skye McDonald (past president), Margaret O'Connor.

Absent: Desiree Byrd, Tatia Lee, Ozioma Okonkwo (Treasurer), Karen Blackmon, Glenn Smith, Nara Andrade.

Executive Director: Marc Norman

Guest: Margaret O'Connor.

Introduction

Meeting with Attorney

Jonathan Evans, Ida Sue Baron and Marc Norman met with the attorney two days ago. Jonathan Evans confirmed that the article 6 of the Bylaws can be amended. When the Bylaws were written the rotation cycle was not included and that was a limiting factor to include specifications to the self-nominations regarding the cycles. He recommended following a procedure that includes delineating the philosophy of the INS, announcing the principle behind the change and describing for the membership the reasons for this projected change. Then, the text should be checked by the attorney, after which the membership should be informed. The approval of the changes would require 2/3 of the members casting the votes. As regards the nomination cycles, he suggested to avoid languages spoken in the countries in the definition of the cycles.

Jonathan Evans confirmed that the attorney suggested to find an egalitarian principle to define the cycles. Skye McDonald asked if what is necessary is to define the wording to change the Bylaws. Ida Sue Baron suggested to pay attention to the article 6 and to specify the nature of the cycles. She also said that in this article the policy of the rotation should be added, and the rotation should be defined. Fiona Kumfor asked if they discussed about including these changes in the Policies & Procedures manual rather than in the Bylaws. Ida Sue Baron answered that according to the attorney this should be included in the Bylaws. Marc Norman explained that if self-nomination is going to be dependent on the rotation cycles, then the rotation cycles should be included in the Bylaws. Skye McDonald said that the rotation cycles in the Bylaws should not be so specifically defined but rather they should mention that the rotation cycles will be outlined according to the policy defined by the board. Jonathan Evans agreed with this. It was agreed that a small group of members should work on this topic. Fiona Kumfor agreed on including open ideas rather than very specific languages for the definition of the cycles.

Skye McDonald advocated the inclusion of members from non-English speaking countries either in the Bylaws or in the Policies & Procedures Manual. Fiona Kumfor agreed but she recommended a clear definition to avoid confusions.

Margaret O'Connor entered the room at this point.

Election Discussion

Sanne Schagen asked about how many votes are enough to approve the changes in the Bylaws. It was answered that two thirds of members who cast votes are enough but there is no threshold.

Ida Sue Baron proposed that the rotation cycle be defined by the number of members in a country because there still could be big differences between the non-English speaking countries in the number of members.

Skye McDonald mentioned that there could be two countries with similar number of members but one of them is an English-speaking country.

Sanne Schagen highlighted the fact that membership numbers in different countries could change over time. Margaret O'Connor said that the main idea is to reach countries in which there are not many members. Using percentages could be complicated because US would be dominant but using languages as the criterion could have legal complications.

Shawn McClintock asked if the BOD must pass a motion on the process.

Ida Sue Baron said that some issues that should be included in the Policies & Procedures manual cannot be changed because there is not such a manual.

Jonathan Evans noted that the consensus is that the change in the Bylaws regarding the self-nomination process should be restricted to the cycle defined by the nomination committee.

Skye McDonald said that the cycles should be designed for inclusivity. Ida Sue Baron said that she did not understand why, in the past, the changes in the cycle were not included in the whole ballot but only in the presidential ballot. Margaret O'Connor answered that it was difficult to find candidates from non-English speaking countries for all categories in the ballot. Marc Norman said that some current BOD members were elected vs North American candidates. Skye McDonald said that the main problem is in the presidential ballot in which English-speaking candidates were usually elected.

Fiona Kumfor said that it is important to keep diversity on the BOD, thus it would be undesirable to have a whole ballot with North American candidates in all categories.

Shawn McClintock said that there is a historical lack of diversity in the presidents.

Several members agreed that these changes should be made before the next election. Marc Norman explained that it is recommended that the Bylaws change are made before the nominations committee starts working for the next election.

Sallie Baxendale asked how long the time given to the members to vote the amendment is. It was answered that it is a month. Alberto Fernández said that because the changes needed are only in one article the process could be completed in one month.

It was agreed that Shawn McClintock, Jonathan Evans and Fiona Kumfor would work in the writing of the proposed changes. The deadline was not defined.

MOTION: Move to amend the Bylaws and simultaneously write language to go on to the policies and procedures manual regarding elections and nominations such that the self-nomination process will follow the rotations as identified by the BOD and policies and procedures manual. This should be accomplished by the next February meeting.

Motion by Shawn McClintock
Motion seconded by Ida Sue Baron
All in favor.

Ida Sue Baron asked the group to consider that the membership do not know about this process so the writing should be careful and consider this. Skye McDonald and Jonathan Evans suggested to include the concept of culturally linguistic diversity.

Karen Blackmon entered the room at this point.

Marc Norman suggested to consider diversity in the professional training. He also pointed out that there should be a change in the replacement of BOD members that resign. He pointed out a contradiction about how to replace that in two different sections of the Bylaws. Ida Sue Baron said that Bylaws need a review beyond this immediate change.

Sanne Schagen suggested that the group writing the changes should also present to the BOD the message to the membership and the BOD should vote for both.

There was a discussion about solving the contradictions regarding the resignation of a BOD member. It was agreed that a member be nominated to complete the term until the next election. Sallie Baxendale asked about what procedure to follow to nominate the replacement.

MOTION: Move to amend the Bylaws to have a one consistent role that if there is a resignation or if someone leaves the BOD then the BOD will nominate someone to take their place until the next election.

Motion by Skye McDonald

SECONDED: by Karen Blackmon

All in favor.

Skye McDonald offered to work on this amendment.

Skye McDonald insisted on defining the nomination cycles. Alberto Fernández said that the cycles defined previously are standing therefore the decision is about keeping these cycles or changing them.

Fiona Kumfor suggested that the changes in the Bylaws should accompany the changes in the Policies & Procedures manual. Marc Norman made clear that the Policies & Procedures manual draft has some pieces of this. He reminded that the nomination process is a decision of the BOD, and the flexibility should allow to design the ballot according to their strategic vision.

Margaret O'Connor and Skye McDonald offered to work on the Policies & Procedures manual regarding the issue of nominations.

It was agreed that the Bylaws should be modified in the first place and then the Policies & Procedures manual modifications should follow.

Jonathan Evans asked about the possibility of having information regarding the number of members per country. Marc Norman answered that the count of members numbers has varied along years in the INS.

Skye McDonald insisted in not using the proportionality as a criterion and allow the BOD to be more flexible.

Fiona Kumfor asked if the self-nomination should be removed. Sallie Baxendale answered that it is necessary to keep the possibility that members can change the BOD if they don't agree with their selections.

Margaret O'Connor said that the self-nomination should be kept, but the nomination committee should inform the candidates if they are in line to self-nominate.

Ida Sue Baron said that the BOD is moving too quickly without considering several related issues. Shawn McClintock considered that the BOD has given enough time to discuss these issues. Karen Blackmon agreed with Shawn McClintock.

Margaret O'Connor emphasized that the nomination committee should be empowered to stop self-nominations that are not aligned with the cycle.

Skye McDonald emphasized that the BOD is voted by the members, therefore it has the right to legislate.

Sanne Schagen mentioned that she is upset with the reaction of president elect and the letter he wrote to the other presidential candidates. She wants this to be in the minutes.

Meeting was adjourned at 6:11 (EDT).