



TITLE:	Board Vacancy	POLICY #01-20
CATEGORY:	Administration	
AUTHORITY:	Board of Directors	
ADOPTED:	October 15, 2024	
EFFECTIVE:	October 15, 2024	

Purpose

Pursuant to Bylaws 6.6 and 6.7, the Board may require the UNA to hold a byelection or it may appoint a Resident Member to fill a vacancy on the Board.

This Policy

- (a) specifies when the Board is to require a byelection to be held and when it may appoint an individual to fill a vacancy,
- (b) provides for the Board to establish dates for a byelection, and
- (c) provides two processes for appointing an individual to fill a vacancy.

1. Definitions

- 1.1. **First Year** means, with respect to a general election of directors, the period that starts with the first Board meeting following the election and ends at the end of the first calendar year following the election.
- 1.2. **Second Year** means, with respect to a general election of directors, the second calendar year following the election.
- 1.3. **Third Year** means, with respect to a general election of directors, the period in the third calendar year following the election from the beginning of the year to the end of October.

2. Byelection or Appointment

- 2.1. If a vacancy occurs during the First Year after a general election and the application of the process in article 3 might result in the vacancy being filled, the Board may invoke that article to fill the vacancy.
- 2.2. If a vacancy that occurs during the First Year after a general election is not filled pursuant to the process in article 3, article 4 applies with respect to the vacancy.
- 2.3. If a vacancy occurs during the Second Year after a general election, article 4 applies with respect to the vacancy.
- 2.4. If a vacancy occurs during the Third Year after a general election, the Board may invoke the process in article 5 to fill the vacancy or it may leave the vacancy unfilled.

3. Appointment Based on Election Results

- 3.1. If the Board invokes this article to fill a vacancy that occurs in the First Year after a general election, the Board shall offer the vacant position to the candidates who received the greatest number of votes in the election but were not elected, in the order of number of votes received, other than candidates
- (a) who did not receive a number of votes equal to at least 20% of the number of ballots cast, or
 - (b) who clause (a) of Bylaw 6.7 prohibits the Board from appointing.

4. Byelection

- 4.1. Subject to section 4.6, if this article applies in respect of a vacancy, the Board shall require the UNA to hold a byelection to fill the vacancy.
- 4.2. A byelection may be held only in these periods: (a) after the annual general meeting in a calendar year and before the end of the year; (b) in the first three months of a calendar year. There may be, at most, one byelection in each of these periods in a calendar year.
- 4.3. A byelection to fill a vacancy shall be held in the earliest of the periods described in section 4.2 in which it is practicable to do so.
- 4.4. When a byelection is to be held, the Board shall
- 4.4.1. set the nomination period, which must be a period of at least 7 days;
 - 4.4.2. set the date by which the UNA must mail or email to members the name of each nominee, a statement provided by each nominee, and the instructions for voting, which date must be at least 15 days from the end of the nomination period; and
 - 4.4.3. set the voting period, which must be a period of least 10 days commencing after the date set pursuant to subsection 4.4.2.
- 4.5. The period from the beginning of the nomination period to the end of the voting period must fall within one of the periods described in section 4.2
- 4.6. Where a vacancy occurs in the Second Year after a general election, and it is not possible or practicable to fill the vacancy in that year, the Board may, in lieu of requiring that a byelection be held, invoke the process in article 5 to fill the vacancy.
- 4.7. If no candidates are nominated for the purposes of a byelection, the Board may invoke the process in article 5 to fill the vacancy.

5. Appointment by Selection Process

- 5.1. If the Board invokes this article in respect of a vacancy, the Board shall conduct a selection process to fill the vacancy.
- 5.2. The selection process shall be conducted as follows:
- 5.2.1. the UNA shall post a public call for nominations with a nomination period of at least 30 days;



- 5.2.2. prospective candidates shall be required to submit a nomination form and other materials required by the Board;
- 5.2.3. the Board shall review the submitted materials and create a short list of, at most, three candidates; and
- 5.2.4. the Board shall interview short-listed candidates.
- 5.3. The Board shall appoint a short-listed candidate to fill the vacancy.
- 5.4. If the Board determines that none of the candidates is suitable for filling the vacancy, the Board shall terminate the selection process and leave the position vacant.

6. UBC Student Exception

- 6.1. Notwithstanding anything else in this Policy, if a vacancy occurs on the Board because a UBC student ceases to be a director, other than a vacancy that occurs after April of the Third Year after a general election, the Board shall fill the vacancy in accordance with the Memorandum of Agreement between the Alma Mater Society of UBC and the UNA, dated July 16, 2020.

Policy History & Information

Original Policy Approval Date

October 15, 2024

Review Date

October 15, 2027 (every 3 years)

Related Documents & Legislation

- UNA Bylaws
- Alma Mater Society of UBC and UNA Memorandum of Agreement – July 16, 2020