

Promoting international trade

RULES GOVERNING ELECTION TO THE COUNCIL

Nominations for election to the Council

- 1.1 Not less than 35 days before the Annual General Meeting, any two Members of the Association may serve a notice to the Secretary nominating any eligible Member or Members (or their authorised representatives) for election to the Council, stating the names of any Members (or authorised representatives) so nominated, together with the names of their proposers and seconders.
- 1.2 Members (or authorised representatives) nominated for election to Council must:
 - (A) Be members in 'good standing' – nothing that could bring Gafta into disrepute or give concern that the individual was not a 'fit and proper person' to be a Director.
 - (B) Have at least 10 years' relevant experience.
 - (C) Be in a senior management role.
 - (D) Commit to attending board meetings regularly (in person or by video on occasion) and be prepared to be removed if they do not attend without good reason.
 - (E) Submit a CV and be prepared to have an interview about why they wish to be a Director of Gafta, and what they feel they can bring to the role.
 - (F) Attend new Director training provided by Gafta.
- 1.3 The Secretary shall notify all Members of the names of the retiring members who are due to retire by rotation in accordance with the Memorandum of Association and Articles of Association.
- 1.4 Any Member (or authorised representative) so nominated under Rule 1.2 may withdraw his nomination by written notice to the Secretary to be given not later than 28 days before the Annual General Meeting.
- 1.5 28 days before the Annual General Meeting, the Secretary shall cause a list of the candidates so nominated to be exhibited at the head office of the Association.

Ballot

- 1.6 If the number of candidates so nominated and standing for election does not exceed, or is less than, the number of vacancies to be filled, the Members or their authorised representatives so nominated, shall be declared to have been elected at the next Annual General Meeting. If the number exceeds the number of vacancies, the Members or their authorised representatives to be elected, shall be determined by a ballot to be taken as provided by the rules following.
 - (A) The Secretary shall at least 21 days before the Annual General Meeting send by email to each Member entitled to vote at General Meetings, a ballot paper setting out the names of the Members or their authorised representatives standing for election, their nominators, and the number of vacancies to be filled; the names of the retiring members shall also be shown. The ballot paper shall include the following particulars:
 - (B) The names, in alphabetical order, and the addresses of the candidates and the names and addresses of their proposers and seconders, and the category of membership held by each candidate.
 - (C) The numbers of vacancies to be filled in each category of membership.

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(D) The date on or previous to which, the voting paper is to be returned to the Secretary and such other information or instructions as the Council may decide. A Member, who is an individual, shall sign his own name, followed by the name of his firm or company.

1.7 Any failure to comply with the conditions stated in the ballot paper shall render such paper void.

Scrutineers

1.8 The Council shall appoint three Members, not standing for election, to act as scrutineers. Before the Annual General Meeting, the scrutineers shall count the ballot papers received by post or by electronic means, and shall sign a certificate as to the result of the election. The certificates shall then be sealed and retained by the scrutineers. The certificate of the scrutineers shall contain the following particulars:

1.8.1. The total number of ballot papers received

1.8.2. The number, if any, rejected and the ground of rejection

1.8.3. The total number of votes in favour of each candidate in their category of membership

1.8.4. The names of those duly elected.

1.9 The ballot paper shall then be sealed and retained for one month after the Annual General Meeting.

Returning the Results of the Ballot

1.10 At the Annual General Meeting, the Chairman shall report the result of the certificate of the scrutineers, and the Members or their authorised representatives who have received the greatest number of votes shall be declared to be elected. In the event of the scrutineers reporting a tie, the election shall be decided in such manner as the Chairman shall determine.

1.11 No person other than an Individual Member or an authorised representative of a Company Member shall be eligible to be an elected member of the Council. The elected members of the Council shall not include more than one authorised representative of any one Company Member. There shall not be more than two Members or their authorised representatives from Superintendent Members. There shall not be more than two Individual Qualified Arbitrator or Individual Qualified Mediator Members. Members under Categories L, M, N and O are ineligible for election to the Council.

Approved by Council, 7th April 2022

Issued 15th September 2022