

ISACA Manila
Board of Trustees Nomination and Election Charter
2009

Section 1. **Title.** This document shall be known as the Board of Trustees' Nomination and Election Charter.

Section 2. **Declaration of Policy.** It is hereby declared that:

- a. As an association of IT governance professionals, ISACA continues to abide by its purpose of promoting the education, improvement and development of individuals in the field of IT governance, audit and control.
- b. ISACA recognizes the importance of not only nurturing the technical competencies of its members, but more importantly their leadership capabilities. With this, ISACA provides the venue of furthering this objective by providing its members the opportunity to steer the association.

Section 3. **Guiding Principles.** The ISACA Manila's Board of Trustees' Nomination and Election Charter hereby declares the following as its basic guiding principles:

- a. Chapter members are provided equal opportunity to serve the Chapter as member of the Board of Trustees;
- b. The nomination and election practice upholds transparency and fairness in all aspects;
- c. With the Board of Trustees serving as the steward of the Chapter, nominated and elected officers shall at all times serve for the best interest of the association.

Section 4. **The Board of Trustees.** As mandated in the By-Laws, the Board of Trustees shall provide continuous guidance to the ISACA Manila chapter. It shall be composed of fifteen (15) members. Except for the President and Immediate Past President (IPP), who serve two-year terms, all the 13 other members of the Board of Trustees should be elected annually.

Section 5. **The Nomination and Election Committee (ELECOM).** The ELECOM is the committee responsible for the nomination and election process, from the screening of nominees to the actual casting of votes. The Director-in-Charge of Governance chairs the committee, with members appointed by the ELECOM Chair and approved by the Board.

Membership to the ELECOM is governed by the following rules:

- a. Two (2) active, retired or student members who are not running in the coming elections. CEP members are not eligible to be a member of ELECOM.
- b. ELECOM members are not allowed to nominate and/or be nominated for the elections they will serve.

Other implementing rules and procedures may be adopted by the ELECOM in addition to those included in this Charter, provided, that at all times the provisions of this Charter will prevail.

The Secretariat shall act as the implementation arm of the ELECOM, performing various activities as maybe directed or instructed by the ELECOM. As necessary, ELECOM can appoint members to act as ELECOM Representatives, Poll Watchers and/or Canvassers provided those who will be appointed are not nominees in the coming elections.

Section 6. **Eligibility of Nominees.** Aspiring members of the Board of Trustees shall comply with the following requirements before being declared eligible to be nominees (with August of the election year as cut-off):

- a. ISACA active or retired member of good standing as of cut-off and has been a member for at least one year;
- b. Has attended at least three (3) activities of the Chapter within the last two (2) years before cut-off; and
- c. No negative record regarding his/her ethical behavior.

Upon final notification from the ELECOM of his/her nomination, the nominee must accept, in writing, to acknowledge such nomination and affirm his/her intention to pursue office. This acceptance document must be forwarded to the ELECOM within five (5) days of receipt of final notification.

Section 7. **Nomination Requirements.** Any active, retired or student member of ISACA (paid membership dues as of August of the election year) may nominate a maximum of three (3) candidates for the elections. Nomination must be done in writing and signed by the member nominating, using the form prescribed by the ELECOM. This should be sent to the ELECOM on or before the deadline for nominations. CEP Members are not qualified or eligible to nominate.

Section 8. **Nomination Period.** The ELECOM will accept nominations for a maximum duration of two (2) weeks starting from the Monday of the last full week of August. The Chapter Secretariat must receive accomplished and signed nomination forms by the end of the two-week period. Fax and scanned copies sent through email shall be tentatively accepted. However, the original document must be received not later than two (2) business days after the end of the nomination period, otherwise, it will be declared null and void.

Section 9. **Preliminary Screening and Creation of Nominees Roster.** The ELECOM, upon receiving nomination forms, will immediately screen the nominees based on the eligibility rules and notify the qualified nominees. The ELECOM can only include in the nominees' roster those who have acknowledged their nomination.

Section 10. **Nominee Profiles.** The ELECOM shall request the nominees to fill out a profile sheet to gather standardized information about their personal and professional background, as well as their credentials to support their candidacy. At least two weeks before the elections, the ELECOM shall publish (through email and the chapter website) these profiles to provide the members sufficient information and basis of voting.

Section 11. **Place and Time of Elections.** Elections shall be conducted during the Annual General Membership Meeting (AGMM). Nominees shall be presented to the assembly prior to the casting of the votes by the members.

Section 12. **Member's Eligibility to Vote.** All active, retired and student members (paid membership dues as of August of the election year) are eligible to vote, provided that they are physically present in the elections, having registered before the end of the voting period. CEP Members are not qualified or eligible to vote.

Section 13. **Manner of Voting.** Upon registration during the AGMM, the ELECOM representatives will distribute the ballots where members will cast their votes. Upon completion, the ballots will be handed over to the ELECOM representative for final checking before requesting the voting member to personally drop his/her ballot in the ballot box.

Section 14. **Declaration of Winners.** The winners shall be declared by the ELECOM before the end of the AGMM of the Chapter.

Section 15. **Election of Chapter Officers.** Officers shall be designated by the newly elected Board of Trustees from among themselves, except for the IPP and President, whose term has not yet expired.

After the AGMM, the ELECOM shall preside during the next regular Board of Trustees meeting, or a special session of the incoming Board of Trustees, the election of officers. The officers to be elected shall be the following:

- a. President (if the incumbent President's term will expire during the year, or the position is vacant)
- b. Vice President
- c. Corporate Secretary
- d. Treasurer
- e. Assistant Treasurer
- f. Auditor

Directors-in-charge of the different committees shall be appointed by the President from the remaining non-officer Board of Trustees members. On the other hand, the IPP is automatically the Director-in-charge of Governance. No Board of Trustees member shall hold concurrently more than one office and serve more than two (2) consecutive terms in the same office.

Section 16. **Election Protests.** Any active, retired or student member can file within 24 hours an election protest, in writing, addressed to the ELECOM. All election protests shall be resolved by the ELECOM within 72 hours after the receiving the written protest.

Section 17. **Communication to the International Headquarters.** Within thirty (30) days upon declaration of winners, the incumbent/outgoing Chapter President shall communicate to the International Headquarters the list of officers who will formally assume their offices in the next business year.

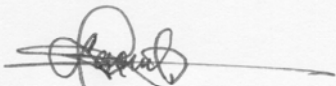
Section 18. **Administration and Enforcement.** This Charter shall be published in the ISACA Manila and communicated to the association's members through email within five (5) days after approval.

Section 19. **Separability Clause.** If any portion of this Charter is declared invalid, the remaining portions or provisions hereof shall remain in force.


Section 20. **Repealing Clause.** All policies, guidelines, rules, other issuances, or parts thereof inconsistent with the provisions of this Charter are hereby repealed or modified accordingly.

Section 21. **Effectivity Clause.** This Charter shall take effect immediately after the approval, for elections of the incoming association year's Board of Trustees.

Approved by:



Luis Jacinto
Chairman
Nomination and Election Committee



Solomon Anastacio
President
ISACA Manila Chapter