

# Steel Erectors Association of America

## ARTICLE VII - ELECTION OF DIRECTORS

### Section 1. Nominating Committee

The Nominating Committee shall be comprised of the President, First Vice President, Immediate Past President, Executive Director and other appointees as the President deems necessary.

Not later than 120 days prior to the time of the Annual Meeting of Members, the Nominating Committee shall submit to the Board a slate of nominees. Each director vacancy shall include no less than two (2) nominees.

The Board shall approve the slate and notify the Association Executive Director within five (5) days of said approval. A majority approval shall be necessary. The Nominating Committee, in its report to the Association Executive Director, shall certify that it has secured the prior acceptance, in writing, of all candidates so nominated.

### Section 2. Nomination by Petition

Nominations for directors may be made, endorsed with the names of not less than ten (10) members of the Association, and mailed to the Association Executive Director so as to be received not less than ninety (90) days before the date of the Annual Meeting of Members and the Association Executive Director shall incorporate the names of the candidates so nominated, designating them as "Nominated by Petition," on the ballot or ballots to be mailed as provided hereinafter in Article V, Section 3. The members nominating candidates by petition shall certify on the petition that they have secured the prior acceptance, in writing, of the candidate so nominated.

### Section 3. Election

Not later than forty-five (45) days prior to the time of the Annual Meeting of Members, the Association Executive Director shall mail an acceptable proxy form and a ballot listing the names of all applicable nominees and the election deadline, as submitted by the Nominating Committee and by members' petition, to the voting membership for vote.

Only Industry members may vote for Industry director nominees. All voting members may vote for the Associate director nominees.

The Association Executive Director and an independent auditor shall check each ballot returned against the roster of voting members in good standing and shall count and tabulate the ballots and prepare a written report on the results for presentation to the Board, together with all ballots received, for certification at the next Board meeting. Ballots must be received no later than 30 days prior to the annual meeting of members in order to be validated and accepted. Said ballots must include member's company name and authorized signature to be considered valid.