

MEMORANDUM

TO: Board of Directors

FROM: Legal Counsel

RE: Nomination And Election Of Board Officers

DATE: January 10, 2022

Summary:

Section 11 of the Agency Act provides that at its first meeting in the month of January of each even-numbered year, the Board of Directors shall choose one of its members President and another of its members Vice President. Section 14 of the Agency Act provides that the Board shall appoint a Secretary and Treasurer, among other positions. The Board has traditionally appointed the General Manager as the Secretary. On January 17, 2017, the Board adopted Resolution 2017-01 which provides, among other things, that at the first meeting in the month of January of each year, the Board shall choose one of its members as President, another as Vice President, and also elect a Secretary and a Treasurer.

This January 10, 2022 Board meeting is the appropriate time to elect Board officers. The manner of nominating and electing officers is at the discretion of the Board, so long as the successful nominee receives at least 4 votes (a majority of the Board). In the past, there has been a call for nominations (they do not require a “second” like in the case of a motion) and then once all nominations are made, the nominations are closed. The Board then takes a vote. Once the President is elected, the President conducts the nomination and election procedure for the other positions.

Recommendation:

That the Board nominate and elect Board officers for the following positions: President, Vice President, Treasurer, and Secretary/Assistant Treasurer.