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THE BAHAMAS NATIONAL TRUST (ELECTION PROCEDURES FOR ELECTED MEMBERS OF COUNCIL) BYLAW, 2022

Arrangement of Bylaw

Bylaw

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MINISTRY OF THE ENVIRONMENT AND NATURAL RESOURCES
S.I. No. 59 of 2022

THE BAHAMAS NATIONAL TRUST ACT
(CHAPTER 391)

**THE BAHAMAS NATIONAL TRUST (ELECTION
PROCEDURES) BYLAW, 2022**

WHEREAS section 10(1A)(a) of The Bahamas National Trust Act (*Ch. 391*) provides that fifteen members of the Council shall be elected at the annual general meeting of The Bahamas National Trust from among the members in accordance with election procedures as the Council may determine by resolution;

AND WHEREAS in accordance with section 10(1C) of the Act, the resolution determined by the Council shall be made a bylaw;

NOW THEREFOR, in exercise of the powers conferred by section 10(1C) of The Bahamas National Trust Act (*Ch. 391*), the Council, in consultation with and with the approval of the Minister, makes the following bylaw —

1. Citation.

This Bylaw may be cited as the Bahamas National Trust (Election Procedures for Elected Members of Council) Bylaw, 2022.

2. Interpretation.

In this Bylaw —

“**Council**” means the the Council of the Bahamas National Trust;

“**Trust**” means the Bahamas National Trust.

RESOLUTION DETERMINED BY COUNCIL

3. Resolution determined by Council for election of members.

- (1) By resolution dated the 22nd day of October, 2021 the Council determined that commencing 2022, the members to be elected to the Council at the annual general meeting of the Bahamas National Trust pursuant to section 10(1A)(a) shall be five members in total, elected —
 - (a) on an annual basis; and
 - (b) for a period of three years, on a rotation basis.

- (2) An elected member may serve consecutively for two three year terms.

ELECTION AND TENURE OF ELECTED MEMBERS OF COUNCIL

4. Election of elected members of Council commencing 2022.

In accordance with bylaw 3, at the annual general meeting to be held in the year 2022 —

- (a) five members shall be elected to serve on the Council for a period of three years;
- (b) five members shall be elected to serve on the Council to serve for a period of two years; and
- (c) five members shall be elected to serve on the Council to serve for a period of one year.

5. Composition, tenure and election of elected members of Council for 2023.

- (1) The composition and tenure of the elected Council members following the annual general meeting held in 2023 shall be as follows —
 - (a) five members shall complete service for the one year term;
 - (b) five members shall continue serving for the second year of a three year term; and
 - (c) five members shall continue serving for the second year of a two year term.
- (2) At the annual general meeting to be held in 2023, five persons shall be elected to serve for a period of three years.

6. Composition, tenure and election of elected members of Council for 2024.

- (1) The composition and tenure of the elected Council members following the annual general meeting held in 2024 shall be as follows —
 - (a) five members shall continue serving for the second year of a three year term;
 - (b) five members shall continue serving for the third year of a three year term; and
 - (c) five members shall continue serving for the second year of a two year term.
- (2) At the annual general meeting to be held in 2024, five persons shall be elected to serve for a period of three years.

7. Composition, tenure and election of elected members of Council for 2025.

- (1) The composition and tenure of the elected Council members following the annual general meeting held in 2025 shall be as follows —
 - (a) five members shall continue serving for the third year of a three year term; and
 - (b) five members shall complete the third year of a three year term.
- (2) At the annual general meeting to be held in 2025, five persons shall be elected to serve for a period of three years.

8. Vacancy in membership.

- (1) In the event of a vacancy in the Council by resignation or otherwise, the nominating committee shall recommend to the Executive Committee a person to fill the unexpired term.
- (2) A member may be reappointed to serve as a member of the Council for a second term, provided that a period of at least one year has expired since initially serving.

NOMINATION AND ELECTION OF ELECTED MEMBERS

9. Elected members to be nominated.

- (1) The Trust shall nominate candidates for election to the Council.
- (2) All nominations must be —
 - (a) received in writing at the offices of the Trust, or electronically, at least twenty-one days before the annual general meeting;
 - (b) signed by a member in good standing not less than sixty days prior to the annual general meeting;
 - (c) endorsed by two members in good standing, not less than sixty days prior to the annual general meeting;
 - (d) accompanied by a written confirmation from the nominee that he is able and willing to serve as a member, along with a copy of his curricula vitae.
- (3) The Nominations Committee appointed by the President shall —
 - (a) review the applications received to ensure that nominees meet the requirements for election;
 - (b) prepare the nominations for the annual general meeting;

- (c) circulate the nominations to the entire membership at least two weeks prior to the annual general meeting.

10. Procedure for election of candidates.

- (1) In the event that there is —
 - (a) no contest, the slate of candidates, as presented by the Nominations Committee at the annual general meeting, shall be accepted in total;
 - (b) a multiple slate of candidates, a ballot shall be created and circulated to the membership at least two weeks prior to the annual general meeting.
- (2) Where the nominations slate exceeds five candidates, an election by secret ballot, or by electronic voting using a secure system approved by the Council by resolution, will be held.

11. Appointment of President, Deputy President, etc.

The Council shall —

- (a) elect a President and a Deputy President; and
- (b) appoint the Honorary Secretary and the Honorary Treasurer,

for a period of one year at the next meeting of Council held after the annual general meeting.

12. Proxy voting.

- (1) In every notice calling a meeting of the Council at which a resolution is to be moved or there is to be an election of Council Members there must be a statement that the member entitled to vote may —
 - (a) appoint a proxy to attend and vote at the meeting instead of him; and
 - (b) direct the proxy how to vote at the meeting.
- (2) The instrument appointing a proxy shall be in the form set out in the *Schedule* and —
 - (a) must be signed by the appointer or his agent authorised in writing;
 - (b) must be received at the registered office of the Trust or at such other place as is specified, not less than forty-eight hours prior to the time for holding the meeting;
 - (c) may include an explanatory note to assist the appointee;
 - (d) may confer authority on the proxy to speak at the meeting.
- (3) A vote given in accordance with the terms of an instrument appointing a proxy is valid notwithstanding —

- (a) the previous death or insanity of the appointer or revocation of the proxy or of the authority under which the proxy was executed, provided that no intimation in writing of such death, insanity or revocation has been received by the Trust at its registered office before the commencement of the meeting or adjourned meeting at which the proxy votes; or
- (b) that since the last day specified for the receipt of instruments appointing a proxy, the appointer has ceased to be entitled to attend and vote at the meeting.

13. Ballot boxes.

- (1) The ballot box shall be sealed fifteen minutes after the call for members to cast their ballots.
- (2) Where two candidates receive an equal number of votes, a re-ballot will be conducted.
- (3) All members of the Counting Team shall keep and sign a final summary sheet representing the true count of the ballots and the chairperson thereof shall retain all ballots and worksheets until the newly elected members take office.
- (4) The ballots and worksheets shall be kept for a period of no less than three days and destroyed thereafter by the Nominations Committee.
- (5) All electronic votes shall be stored and maintained in a storage medium approved by The Bahamas National Trust.

14. Tellers.

- (1) The President shall appoint three members to serve as tellers.
- (2) The tellers shall have responsibility for —
 - (a) counting the ballots;
 - (b) announcing the results of the election, prior to the adjournment of the meeting; and
 - (c) reviewing the validity and acceptance of any questionable ballots.

