

Rules of Election
Annual Membership Meeting
Fairbanks Native Association, Inc.

The following Rules of Election (Rules) are hereby adopted and approved by the Board of Directors of Fairbanks Native Association, Inc. (FNA), and shall govern the election of Directors and other matters at the Annual Meeting of Members of FNA, and any and all adjournments.

- 1.0 *ARTICLES AND BYLAWS CONTROLLING.* The provisions of the Articles of Incorporation and Bylaws of FNA shall in all instances be controlling and be the final authority as to the conduct of any election. These Rules are to supplement the Articles and Bylaws and do not excuse the failure to do an act or follow a procedure specifically required by the Articles and Bylaws.
- 2.0 *NOTICE OF ANNUAL MEMBERSHIP MEETING.* Notice stating the place, day, and hour of any Annual Meeting of Members shall be delivered by the local news media to the Members entitled to vote at such elections not less than ten (10) nor more than fifty (50) days before the date of the elections. Posters announcing the elections shall be posted at all FNA facilities and at locations selected by the Executive Director to best notify the Native community. Similar notice shall be delivered for nominations meetings.
- 3.0 *VOTING RIGHTS.* Only those Members as defined by the FNA Bylaws who have attained the age of eighteen (18) years on or before the Annual Meeting may vote at the Annual Election.
- 4.0 *MONITORS OF ELECTIONS.* The Board of Directors shall appoint at least three (3) Monitors of Elections (Monitors). These Monitors shall have the primary responsibility for the integrity of the election process. These Monitors shall serve as Custodians and tabulators for the ballots and assist in calculating and certifying the results of the election.
 - 4.1 *QUALIFICATIONS.* The Monitors shall have attained the age of eighteen (18) years. The Monitors shall not have any financial nor personal interest in any matter submitted for a vote, nor shall they be Members, employees of or consultants for FNA.
 - 4.2 *REPORTING DUTIES OF THE MONITORS*
 - 4.2.1 The Monitors shall determine the existence of a quorum; supervise and monitor the receiving of votes or ballots; hear and determine all challenges and questions arising in connection with the right to vote; supervise and monitor the counting and tabulation of all votes and ballots, and determine and announce the results; and do such acts as are proper to conduct the election or vote with fairness to all Members.
 - 4.2.2 *EXTENDING TIME FOR VOTING.* The Monitors may keep the polls open for a reasonable time after the time fixed for closing them, when additional time is needed to give all Members ready and wanting to vote an opportunity to do so.
 - 4.2.3 *CERTIFICATIONS AND REPORTS.* The Monitors shall certify to the Presiding Officer of the Annual Meeting the presence of a quorum as soon as it is established that one is present. The Monitors shall also certify the results of any election to the Presiding Officer as soon as those results are known. At the close of the Annual Meeting, the Monitors shall file a report with the Secretary of FNA containing:

- (a) the number of Members entitled to vote at the Annual Meeting; and
- (b) the results and complete tabulation of all elections held and matters voted upon; and
- (c) a full report on any challenges or other matters brought to the attention of the Monitors, including a statement of the challenge, the evidence presented and the actions taken by the Monitors.

This report shall be signed by all Monitors present at the meeting.

4.3 *DUTIES OF THE MONITORS*

- 4.3.1 The Monitors serve as tabulators for revocations and ballots. The Monitors are responsible for the security of the ballots.
- 4.3.2 The Monitors shall tabulate the number of ballots cast. They shall total the votes on the election of Directors.

5.0 *VOTING*

- 5.1 *MANNER OF VOTING.* The election of Directors and other matters specifically identified in the Notice of Annual Meeting shall be voted upon by written ballot. All routine matters, approval of minutes, etc., shall be voted upon by hand or voice vote at the option of the Presiding Officer, with the exception that the Presiding Officer may use a ballot vote, if, in his or her discretion, the results of the vote are not clearly discernable. Non-routine matters not appearing on the Notice of Annual Meeting may be decided by either a voice or hand vote or by ballot, at the option of the Presiding Officer. At any time, however, one-tenth of the Members present at the meeting may ask for a ballot vote on a non-routine matter.
- 5.2 *SIGN-IN BALLOTS.* Persons attending shall be requested to sign in on a sheet showing each person's name and address. This sheet will be on FNA letterhead. Each person signing in and who is eligible to vote will be given a ballot at that time. Ballots must have the official FNA logo or letterhead. The sign-in should be conducted by the Monitors.
- 5.3 *CUMULATIVE VOTING PROHIBITED.* FNA's Bylaws do not expressly provide for cumulative voting. Therefore, cumulative voting is prohibited. A voter can cast three (3) votes but only one (1) vote for a single candidate. If a ballot has more than one (1) vote cast for a single candidate, only one (1) vote will be counted on that ballot for that candidate. If a ballot has votes cast for more than three (3) directors, the ballot will be considered invalid and will be disregarded.
- 5.4 *STANDARDS OF PASSAGE*
 - 5.4.1 *QUORUM.* At least twenty-five (25) FNA Members entitled to vote shall constitute a quorum.
 - 4.2 *DIRECTORS.* The nominees receiving the highest number of votes shall be elected to the vacant positions.

6.0 ELECTION OF DIRECTORS

1 NUMBER AND TERM OF DIRECTORS TO BE ELECTED. The Board of Directors presently consists of nine (9) Directors, three (3) of whom are elected each year.

6.2 QUALIFICATIONS OF DIRECTORS

6.2.1 A Director must meet the qualifications of Article IV, Section 2 of the Bylaws.

6.2.2 Directors may not have a conflict of interest in serving FNA. Candidates for the Board of Directors should not be self-serving, nor should membership be a means of promoting oneself.

7.0 CHALLENGES

7.1 If the right of any person to vote at the Annual Meeting shall be challenged at the Annual Meeting, the Monitors shall determine the right of the person challenged to vote at the Annual Meeting. The Monitors' decision shall be final and binding.

(Adopted and Approved by FNA Board of Directors, May 16, 2006)