



The National Council on Interpreting in Health Care Call for Nominations for Open Board Positions

The National Council on Interpreting in Health Care (NCIHC) is opening nominations for the following Board positions for the term from **June 9, 2017 to June 9, 2019**. The following positions are open:

- Vice President
- Secretary
- Director (two positions)

Any member of the National Council on Interpreting in Health Care may run for an office on the Board. You may nominate yourself or someone else. If you nominate someone else, prior to submission of the nomination that individual must agree to the nomination and to serve for a term of two years.

Nominations must be submitted on the attached Nomination Form and **must be received by midnight Eastern Time on Thursday, March 9, 2017**. Any submissions after that time will not qualify. To submit a nomination, complete the attached form and return by email or postal service per the instructions on the form.

Elections will open March 16, 2017 and close April 6, 2017. Specific details will be included on the ballot.

Following is a description of each Board position and the responsibilities each entails. In addition to the duties listed below, all members of the Board are expected to attend the monthly Board conference call. Board members are also frequently asked by email for input on decisions affecting the entire organization and for contributions to committees, working papers, or other projects. **Election results will be announced by May 8, 2017. All candidates elected to office will be installed at the Annual Membership Meeting (AMM) which will be held on June 9-10, 2017 in Portland, Maine.**

For more information about the current work of the Council, please consult the NCIHC website at www.ncihc.org.

General Principles

Article III. Section 8 of the bylaws of the **National Council on Interpreting in Health Care** indicates the following general principles with regard to elections of board members:

- All Board candidates **must be current members** of NCIHC.
- Candidates for the position of President and Vice President must have previously served on the NCIHC Board.
- Director candidates do not need to have previous experience on the NCIHC Board.
- A member may not nominate more than one candidate for each office to be filled.



- If one or more offices have no qualified candidates, a Special Board Meeting will be held to determine the appropriate course of action.
- No names can be added to the official ballot after the official close of Nominations.
- Write-in candidates are permitted on the ballot for each position open and are subject to the same quorum number of votes for nominees.
- Members entitled to vote shall be those members in good standing.
- Voting may be by written or electronic ballot or any other means authorized by law.
- Each Member entitled to vote shall be entitled to cast one vote on each matter submitted to a vote of the members.
- Cumulative voting is prohibited.
- Vote by proxy shall not be allowed.
- The affirmative vote of a majority of the members entitled to vote and voting on any matter shall be the act of the members.
- Each Member shall have the right to vote for as many nominees as there are vacancies on the Board of directors.
- In case of a tie, a runoff election will be held.

Please note:

The NCIHC is a working board. As such, all Board members are de facto staff of the NCIHC. All Board members attend a monthly board meeting, and also participate in other NCIHC activities such as committees, work groups, and/or other projects. The amount of time each Board member dedicates to the NCIHC will vary, but it should not be minimized either. As a result, individuals wishing to run for the Board should consider their ability to devote time to the Council.

Because our work is carried out “virtually,” Board members must have access to, and be adept at utilizing, electronic means of communication. While the majority of work is conducted during traditional business hours, meetings may also occur during the evenings and on weekends. Online communications can occur at any time, 24/7.

Position Descriptions

Vice President The Vice-President will attend all Board meetings and serve on the Executive Committee. The Vice-President will understand the responsibilities of the President and be able to perform these duties in the President’s absence. The Vice-President shall carry out special assignments as requested by the President.

Secretary. The Secretary shall be a member of the Executive Committee and shall keep or cause to be kept at the Principal Office or such other place as the Board may order, a book of minutes of all proceedings of the Board of directors, with the time and place of each meeting, whether regular or special, and, if special, how authorized, the notice thereof given, and the names of those present. The Secretary or, if the Secretary is absent or unable or refuses to act, any other Board Member of this Corporation shall give or cause to be given notice of all the meetings of the Board required by these bylaws or by statute to be given, and shall keep the seal of this Corporation, if any, in safe custody. The Secretary shall have all of the powers and



perform all the duties incident to the office of Secretary, and shall have such further powers and shall perform such further duties as may be prescribed for the Secretary by the Board.

Directors. Directors perform the duties of a Board Member, including duties as a Member of any committee of the Board upon which the Board Member may serve, in good faith, in a manner such Board Member believes to be in the best interests of the Corporation and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances.

In performing the duties of a Board Member, a Board Member shall be entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, in each case prepared or presented by:

1. One or more officers or designees of this Corporation whom the Board Member believes to be reliable and competent in the matters presented;
2. Counsel, independent accountants or other persons as to matters which the Board Member believes to be within such person's professional or expert competence; or
3. A committee of the Board upon which the Board Member does not serve, as to matters within its designated authority, which committee the Board Member believes to merit confidence, so long as, in any such case, the Board Member acts in good faith, after reasonable inquiry when the need therefore is indicated by the circumstances and without knowledge that would cause such reliance to be unwarranted.

Gaye Gentes, Carlos Garcia
Nominating Committee