

NEW YORK STATE BAR ASSOCIATION
MODEL RULES FOR THE
NOMINATING COMMITTEE

*Adopted, April 2, 1993; Amended November 3, 2000; June 21, 2014 and November 4, 2016

PURPOSE OF THE MODEL RULES - The following model rules have been developed by the Special Committee to consider Rules and Procedures of the Nominating Committee for the consideration of the nominating committee in adopting rules for its governance and operation. The provisions are presented to assist the nominating committee in expediting the time-consuming process of developing rules and in gaining additional time for the discussion and preparation of the nominating committee report for the many positions to be filled. These measures represent a distillation of the experiences of the nominating committee over the years. While these provisions are presented for the guidance of the nominating committee, the committee should feel free to modify or add rules to address special needs and circumstances that may arise.

1. SUBMISSION OF CANDIDACIES - Submission of names for consideration by the Nominating Committee for President-elect shall be made by declaration of candidacy filed by the candidate no later than September 1 in accordance with NYSBA Bylaws. Submission of names for consideration by the Nominating Committee for nomination for any other office may be submitted by any member of the Association. Nominators of candidates for secretary, treasurer, and Executive Committee member-at-large (regular and diversity seats) are strongly encouraged to submit names for consideration by September 1. A nominator shall specify the office or offices for which a candidate should be considered. A nominator of a candidate for Executive Committee member-at-large shall specify whether the candidate is to be considered for a regular seat or a diversity seat; a candidate shall not be considered for both a regular seat and a diversity seat in the same nomination segment. Notwithstanding the previous sentence, at a Committee meeting any member of the Committee may recommend a member of the Association for nomination for any office other than President-elect provided that the individual is eligible for that office.
2. LETTERS OF SUPPORT - Candidates may each designate no more than 5 letters of support to be circulated, by NYSBA staff, to members of the Nominating Committee together with a list of all endorsers and their respective districts. In the case of candidates for President-elect, any communication other than the declaration of candidacy shall be considered to be a letter of support pursuant to this paragraph. A candidate may designate a letter of support with multiple signatories for such circulation only if it is issued by a NYSBA section or committee. All letters of support designated by a candidate shall be distributed to the Nominating Committee in advance of the next ensuing meeting of the Nominating Committee. All letters of support shall be made available to the Nominating Committee, as a whole, at its meeting(s) for examination by any member.
3. BIOGRAPHICAL DATA - Biographical data on each candidate to be considered, including Association-related service, shall be available to the Nominating Committee. Each candidate for president-elect, secretary, treasurer, and Executive Committee member-at-large shall submit a written statement of no more than 500 words about his or her reason for seeking NYSBA office. Each candidate shall disclose information concerning any public professional discipline, sanction, and/or contempt finding by a court. All biographical data should be submitted in writing, if possible, at least 15 days prior to the meeting of the Nominating Committee at which the nomination is to be considered.
4. CONFIDENTIALITY - All discussions about candidates shall be kept confidential by the members of the Committee.
5. ENDORSEMENT OF CANDIDATES - Members of the Nominating Committee are charged with weighing all factors prior to voting for a candidate. Accordingly, no member of the

Nominating Committee shall endorse or commit to the election of any candidate prior to the casting of ballots.

6. **ATTENDANCE AT MEETINGS** - Only members and alternate members of the Nominating Committee shall be present during meetings of the Committee.
7. **FIRST MEETING** —For purposes of determining the "first meeting in the Association year of the Nominating Committee," as referenced in Article VIII, section 1(B) of NYSBA's bylaws, a meeting held solely to discuss procedures of the committee shall not be considered a "first meeting."
8. **SERVICE OF ALTERNATES** — Except as provided below, alternate members can attend and participate in all Nominating Committee meetings, except that alternate members shall not vote on candidates. If an alternate member is appointed by the Chair to serve in the absence of a regular member of the Nominating Committee, the alternate member shall be considered a "regular member" of the Committee. If no alternate member is available to serve, the Chair may appoint a member of the House of Delegates from the judicial district of the absent member to serve. In making such designations, the Chair shall actively solicit and consult with the Vice President and elected delegates to the House of Delegates from that District.
9. **MINUTES** - Minutes will be prepared and maintained for each meeting of the Nominating Committee. No minutes shall be taken of the deliberations and votes on the candidates. The report of the Committee shall consist only of the names of the nominees and the offices for which they have been nominated. The minutes will record action on any other matter.
10. **ORDER OF BUSINESS** - The order of business at the meeting of the Nominating Committee at which candidates are voted upon shall be as follows:
 - a. Review of the minutes of the preceding meeting
 - b. Recognition by the Chair of duly designated alternates
 - c. Appointment by the Chair of tellers to distribute and count ballots
 - d. Review of and voting on candidates in the following order:
 - (1) President-Elect
 - (2) Secretary
 - (3) Treasurer
 - (4) At-Large Members of the Executive Committee
 - (5) Vice Presidents
 - (6) Delegates to the ABA House of Delegates

- e. Following each vote, ballots shall be collected, counted, and results announced, with additional voting if necessary as provided below in #11.

The Chair, as a matter of discretion, is authorized to change the order of business at any meeting.

11. TELLERS - The Chair shall appoint up to three members of the Nominating Committee to serve as tellers

12. VOTING. Each member, including the Chair, shall have one vote to be cast in person. There shall be no voting by proxy.

a. Voting for a candidate shall be by secret ballot for all offices for which there is more than one candidate. When there is only one candidate, voting shall be by voice.

b. In order to be designated a nominee of the Nominating Committee, a candidate must receive the votes of a majority of the members of the Committee present and voting.

c. If there are more than two candidates for the particular office and none receives a majority vote, the candidate with the fewest number of votes shall be eliminated and a run-off election shall be conducted among the remaining candidates. Run-off elections shall continue until a majority is achieved.

d. Where the nominations for At-Large Members of the Executive Committee are contested, each Committee member shall be required to vote for the same number of nominees as there are contested offices, i.e., if there are three offices contested by seven candidates, each Committee member shall vote for three nominees or the ballot shall be deemed to be void/

13. **DISCLOSURE OF CONFLICTS** — Members of the Nominating Committee shall disclose, through communication to the Nominating Committee Chair, conflicts of interest or potential conflicts of interest, including, but not limited to, partnerships, with regard to candidates for offices under consideration by that Committee. A member having an actual conflict of interest as defined by the NYSBA Code of Conduct with regard to a candidate for office shall not participate in the intervening deliberation or voting for that office.

*Model Rules adopted initially by Special Committee to Consider Rules and Procedures of the Nominating Committee and approved by Executive Committee on April 2, 1993.

*Paragraphs 2 and 5 added by Nominating Committee and approved by Executive Committee on November 3, 2000.

*Paragraph 7 added and paragraphs 1, 2, 3, 8, and 13 amended by Nominating Committee and approved by House of Delegates on June 21, 2014.