

CGIUKI Nomination and Elections Rules

Introduction

This document contains the CGIUKI Nomination and Election Rules (the Rules) made and approved by the CGIUKI Board (the Board). The Board may review and amend these Rules from time to time.

These Rules govern the nomination and election processes for:

- **Elected Members of the CGIUKI Board, and**
- **CGIUKI Representatives to Council.**

These Rules must be read with the CGIUKI Regulations (the Regulations). If there is any inconsistency between these Rules and the Regulations, the Regulations apply.

The period of office of Elected Members and CGIUKI Representatives to Council (Representatives) is three years, commencing on 1 July and ending on 30 June. Subject to re-election by either Eligible Members in the case of Elected Members of the Board and Board Members in the case of Representatives, they may serve one further three-year term.

Definitions

The following table defines certain words which are used in the regulations with a particular meaning:

'Ballot'	The voting process by which Eligible Members elect Candidates to the Board; or the process by which the CGIUKI Board elects CGIUKI Representatives to Council.
'Candidate'	An individual applying for election or re-election to the Board or a current CGIUKI Board member applying for election or re-election as a CGIUKI Representative to Council.
'Competency Assessment Stage'	The structured assessment undertaken by NomRemCo against the approved Competency Framework before a Candidate may proceed to ballot.
'Competency Framework'	The set of competencies approved annually and published with each Call for Nominations.
'CGIUKI'	The Chartered Governance Institute UK & Ireland and includes the United Kingdom, Republic of Ireland, and Associated Territories and Crown Dependencies, Channel Islands, and the Isle of Man.

‘CGIUKI Board’	Divisional Committee set up by the Council to run the Institute’s affairs within CGIUKI and with responsibility for the assets, liabilities, income, and expenditure of the Institute within CGIUKI.
‘CGIUKI Representative Council’	A current member of the CGIUKI Board elected by the Board to serve as on Council.
‘Council’	The Council of The Chartered Governance Institute.
‘Elected Member’	Fellows, Associates, Affiliated Members and non-Institute members elected to the Board.
‘Electronic means’	A document or information is sent or supplied by electronic means if it is: <ul style="list-style-type: none"> a) sent initially and received at its destination by means of electronic equipment for the processing (which expression includes digital compression) or storage of data, and b) entirely transmitted, conveyed and received by wire, by radio, by optical means or by other electromagnetic means.
‘Election Cycle’	The period from issuing the Call for Nominations to commencement of terms on 1 July.
‘Eligible Members’	For the purpose of these regulations, this means the Fellows and Associates, but not the Honorary Fellows or Affiliated Members.
‘Member’	A Fellow, Associate, Honorary Fellow or Affiliated Member of the Institute.
‘Nominator’	A proposer or seconder supporting a nomination for election to the CGIUKI Board under these Rules.
‘NomRemCo’	The Nomination and Remuneration Committee, acting under delegated authority from the CGIUKI Board.
‘Re-election seat’	A seat held by an incumbent completing a term and eligible to stand again.
‘Skills Questionnaire’	The annual self-assessment completed by Board members to identify collective strengths, gaps and succession priorities. It informs the Competency Framework.
‘Vacancy’	A seat where no incumbent is in post.

A. Elections to the CGIUKI Board

Elections will be held in the following circumstances:

1. when numbers fall below the minimum number of Board members due to unforeseen circumstances
2. when a Vacancy(s) arises due to retirement, resignation or appointment to Vice-President or President

3. when a Re-election Seat arises at term end
4. when a casual vacancy occurs, and the NomRemCo determines that co-option is not appropriate

Process

Competency Framework (evidence-based approach)

NomRemCo will review the Skills Matrix to identify strategic capability needs. This evidence determines the Competency Framework for the upcoming cycle. The Board will approve the framework prior to the Call for Nominations.

Call for Nominations

They must specify:

- the number of Vacancies and Re-election Seats
- the approved Competency Framework
- nominator requirements
- eligibility requirements and composition ratios
- the Competency Assessment Stage
- timeline and documentation required.

Eligibility & Composition

Open to Fellows, Associates, Affiliated Members and non-members, subject to composition ratios set out in the Regulations ($\geq 75\%$ Eligible Members; majority Fellows; $\leq 25\%$ non-members/Affiliated). NomRemCo will confirm composition compliance before Candidates are approved to ballot.

NomRemCo Competency Assessment Stage

This will apply to all Candidates (including incumbents). NomRemCo will assess:

- competency alignment
- regulatory eligibility
- composition-ratio implications
- suitability to progress to ballot.

Candidates not meeting requirements will not proceed further.

Ballot

If approved Candidates exceed the number of seats available:

- a ballot of Eligible Members is held
- Candidate statements (word-limited) are provided
- the highest-ranked Candidates fill Vacancies and Re-election Seats
- results are notified to the Board

Nomination Requirements

Each candidate must be nominated by two nominators, at least one nominator must be an Eligible Member of CGIUKI, or a member of a recognised professional body.

Candidates must submit a completed nomination form, details of nominators, a 400-500 word-aligned statement, CV or digital professional profile (LinkedIn), required declarations.

Canvassing Rules

Canvassing can be defined as the initiation of contact with a target individual or group of individuals, either personally or via electronic or social media platforms, with a view to gaining support or otherwise in regard to an election.

During the election process, candidates may share their applications with existing members. However, candidates are not allowed to promote their candidacy, nor are they allowed to take steps to influence the way in which any member votes. This includes:

- a. encouraging members to vote for, or not to vote for, any candidate; or
- b. making any reference to another candidate's character or abilities which could adversely reflect on CGIUKI's professional status and reputation or threaten another candidate's prospects in the election.

Voting process

All candidates' applications will be submitted to all Eligible Members of CGIUKI, who will be given a period of no less than 21 days in which they may vote for their preferred candidate.

The election will be conducted through a ballot and, wherever possible, this will be undertaken by electronic means. However, Eligible Members for whom an electronic address is not held will be notified via post. In certain circumstances, subject to the approval of the NomRemCo, ballots may be distributed via post.

The ballot will be conducted by means of a single transferable vote and the highest-ranking Candidates will fill available seats

B. Elections of CGIUKI Representatives to the Council

Elections will be held in the following circumstances:

1. when an existing Representative completes a term;
2. when a casual vacancy occurs, and the NomRemCo determines that co-option is inappropriate.

If a casual vacancy occurs, NomRemCo may recommend either a co-option or the holding of an election.

Process

Eligibility

To ensure continuity of governance expertise and alignment with CGIUKI's strategic priorities, only current members of the CGIUKI Board are eligible to stand for election as CGIUKI Representatives to Council.

NomRemCo will confirm the eligibility of all Board members before commencing the competency assessment process.

Competency Framework and Assessment

NomRemCo will review the CGI Global Skills Matrix to identify strategic capability needs for CGIUKI Representation on Council. NomRemCo will approve the role description and competency expectations for Representatives, review all eligible Board members against the approved competencies and confirm suitability to proceed to election.

This Competency Assessment Stage applies to all eligible Board members, including incumbents seeking re-election.

Board members who do not meet the competency expectations may not proceed to the election stage.

Call for Expressions of Interest

The Head of Secretariat will issue a notice to all Board members setting out:

- the number of vacancies
- the approved competency expectations
- the documentation required (statement of suitability and CV/LinkedIn profile)
- the timeline for submission.

Submission Requirements

Eligible Board members wishing to stand must submit a brief statement (400-500 word) setting their suitability against the competency expectations, a CV or digital professional profile (LinkedIn), required declarations.

Voting Process

Once NomRemCo has confirmed which Board members meet the competency expectations:

- The Head of Secretariat will circulate all approved candidates' statements to the CGIUKI Board at least ten days before the election
- The CGIUKI Board will elect the Representatives from among the approved candidates
- Ballots will be conducted electronically wherever practicable.

Where the number of approved candidates does not exceed the number of vacancies, the Board may confirm the appointment without conducting a ballot.

Canvassing Rules

Candidates must not engage in canvassing or attempt to influence how any Board member votes. This includes:

- encouraging Board members to vote for, or not to vote for, any candidate
- making reference to another candidate's character or abilities in a way that could undermine CGIUKI's professional standing.

**Approved by the CGIUKI Board
March 2026.**