

Date: 25th June 2009

2009 ISACA[®] Malta Chapter Annual General Meeting Nominations and Election Procedures for the 2009/2010 Board of Directors

1. Committee members

The Board of Directors of the ISACA[®] Malta Chapter has nominated the following persons to be the 2009 Nominating and Election Committee (Committee):

Anthony Formosa (Committee Chairman)

Alan J Alden (Committee Member)

Gordon Micallef (Committee Member)

The email address of the committee is elections@isaca-malta.org.

2. Committee's main duties

The main duties of the above-mentioned Committee are to define the Chapter's electoral procedures before an Annual General Meeting (AGM), and to present these to the Chapter's Board of Directors for approval. Subsequently, the Committee is also responsible for the management of an election, including its nominating procedures, during an AGM.

The following electoral procedures have been duly approved by the Chapter's Board of Directors

3. Electoral procedures for the 2009 AGM

The AGM of the ISACA[®] Malta Chapter will be held on Thursday 16th July 2009. The place and time of the meeting will be communicated to all members in the coming days.

ISACA[®] active members are invited to nominate themselves or other active members to form part of the Board of Directors for 2009/2010. The Board of Directors shall be formed of at least six members. Four of the Directors shall serve as Board Officials namely President, Vice President, Secretary and Treasurer. The positions within the Board of Directors shall be decided during the first Board Meeting convened by the 2009/2010 Board.

(NB: the Chapter's bylaws state at least two casual Directors are required on the Board. The Board reserves the right to increase or decrease the number of casual Directors who are to serve on the next Board of Directors, as it deems fit and in accordance with the Chapter's Bylaws. In this case a resolution will be passed during the AGM for the members' approval.)

4. Nominating procedure

Nominations will be received by the Committee via the Nominations Form available for download at <http://www.isaca-malta.org>. The Form needs to be filled in full. Partially filled in Forms, or Forms not having all of the required signatures will be discarded by the Committee.

The Form may be sent to the Committee via email to elections@isaca-malta.org or by post to the chapter's official address above. If sent via email, the Nominations Form shall be scanned and sent as an email attachment. However, the original Nominations Form has to be handed to the Committee before the start of the AGM for (nomination) validation purposes. Nominations must be received by the Committee before 48 hours from the start of the AGM i.e. by Tuesday 14th July 2009 afternoon.

Nominated members and nomination secondees will have to satisfy all the conditions laid out in the Chapter bylaws. The Committee has the right to refuse any nomination where the nominated member and/or secondee do not satisfy all of the conditions specified in the bylaws.

Nominated members may renounce their nomination anytime prior to the start of the election process during the AGM.

5. Election Procedures

The election shall determine who shall be on the Chapter's Board of Directors during the forthcoming Chapter term. The posts on the Board shall be agreed upon and determined by the new Board at its own discretion during the first Board meeting.

The election shall be carried out using the ballot papers provided by the Committee. The 6 nominations having the highest number of votes shall form the new Chapter's Board of Directors. In the event that there are six or fewer nominations received, an election will not be held and all the nominees will be automatically declared to form the Chapter's Board of Directors. The Board of Directors may also propose to increase the number of directors to serve in the Chapter Board. Should this be approved by the members present at the AGM, the election process can be waived if the number of nominations is equal to the number of board members as proposed and agreed during the meeting.

In the event where there aren't enough nominations to fill in all the positions on the new Board, the new (incomplete) Board will have the right to invite and co-opt any active member to form part of the same Board. The Board's decision will always be in accordance to the related rules specified in the Chapter bylaws.

6. Election results

As soon as the cast ballot papers (votes) are counted and sorted, the Committee shall announce the names of the 6 election winners (or more) that will form part of the new Board of Directors. The winning candidates shall be those candidates who have the highest number of marked preferences on the ballot papers to fill in the number of Board Positions available for election. An election report together with the cast ballot papers shall be submitted by the Committee to the new Board within 15 days of the election. Ballot papers shall be retained at the discretion of the new Board.

7. Committee's authority

Following the call for nominations and during an election up to the announcement of the new Board, the Committee's decision regarding any other matters relating to the nominating and electoral process and procedures not mentioned in this document shall be final. The Committee shall resign as soon as the election report is sent to the Board of Directors, approved and accepted.

8. Ballot papers

Ballot papers shall be provided to all active members present at the AGM. Active members shall only be allowed to cast one vote. The ballot paper shall include the names of the nominated persons. The voter shall tick the names of his or her preferred nominations. The voter may tick a number of nominations less than the available number of vacant posts on the Board (reflected on the ballot paper). A vote is declared null if the preferences marked by the voter is more than the number of positions available for election.

Ballot papers shall only be considered valid for use if they are duly authorised and signed by the Chairman of the Committee.