



BOARD NOMINATION AND ELECTION PROCEDURES

Pursuant to 1996 PA 220, MCL 38.1545(4), and Section 78 of the Plan Document, the Municipal Employees' Retirement System of Michigan ("MERS") Retirement Board establishes the following procedures for the nomination and election of officer and employee members to the Retirement Board, to be presented for adoption by the delegates in attendance at the 2020 Annual Conference, and will be effective as of the date of that adoption.

I. Procedure for Delegate Selection and Delegate Eligibility

Participating municipalities and courts in the MERS defined benefit, hybrid or defined contribution plans ("Municipalities") may each name two delegates to the MERS Annual Conference, an officer delegate and an employee delegate.

The officer delegate shall be an active MERS member who is an officer of the participating municipality/court. To be eligible, an officer delegate must hold a department head position or above; exercise management responsibilities; and directly report to the legislative and/or executive branch of the Municipality. The governing body/chief judge of each Municipality selects the officer delegate pursuant to their internal procedures. If a Municipality does not have any officers who are MERS members, that Municipality cannot appoint an officer delegate.

The employee delegate shall be a MERS member who is not an officer of the Municipality, and who was elected as a delegate by the member employees of the Municipality. To be eligible, an employee delegate must not be responsible for management decisions; must receive direction from management; and must not directly report to the legislative and/or executive branch of the Municipality. An officer of the Municipality shall conduct a secret ballot vote of member employees so that each member employee (both employee members and officer members) has the opportunity to vote for an employee delegate. The voting may be done electronically or in such other manner as determined by the Municipality.

There is no prohibition on a current MERS Retirement Board member being selected as either an officer or employee delegate if they meet the above requirements.

After delegate selection, the Municipality shall submit to MERS the MERS Delegate Form identifying the two delegates prior to the Annual Conference. A Municipality may designate an alternate for each delegate on the MERS Delegate Form. The alternate delegate may only serve if the primary delegate cannot attend, and alternate delegates must be selected using the same procedures that apply to the respective primary delegates.

II. Procedure for Nomination of Retirement Board Candidates and Candidate Eligibility

To be eligible to run for a Board seat, a candidate for an open elected Board member seat must be a MERS member who is a full-time employee of a Municipality.

An officer Board candidate must be a MERS member who is a full-time employee of a Municipality who holds a department head position or above; exercises management responsibilities; and directly reports to the legislative and/or executive branch of government.

An employee Board candidate must be a MERS member who is a full-time employee of a Municipality; is not responsible for management decisions; receives direction from management; and does not directly report to the legislative and/or executive branch of government.

Any MERS member may nominate a member for a Board vacancy; however, officer members may nominate only officer candidates and employee members may nominate only employee candidates. Members may nominate themselves. Nominations on the written or electronic form prescribed by MERS must be submitted electronically to MERS on a date set by MERS before the Annual Conference, at which time the nomination period will be closed. MERS reserves the right to reject nominations if the form is not complete or submitted timely. A list of all individuals properly nominated before the Annual Conference and a synopsis of the nominees' resume will be included in the Annual Conference information..

Nominations will not be accepted for Board candidates who are employed by a Municipality in a county in which a current elected Board officer or employee member is employed, unless such Board member's term is expiring and the election is being held to fill the vacancy.

Where more than one officer Board position or employee Board position is open, all nominations shall designate the specific position for which election is sought (e.g., full 3-year term; 2-year remainder of vacated term; 1-year remainder of vacated term).

Candidates for contested or uncontested seats are invited to address the assembled delegates at the Business Meeting at the Annual Conference. Historically, employee candidates speak first, followed by the officer candidates. If a candidate is unable to attend the Annual Conference, the candidate may designate any other attendee of the Annual Conference to address the membership on his/her behalf by submitting a request in writing to MERS. In the case of a remote Annual Conference Business Meeting, MERS will provide an opportunity for candidates to provide written, recorded or live addresses to the assembled delegates, at MERS' discretion.

III. Election Procedure

Designated delegates will vote for Board positions at the Annual Conference Business Meeting. The Business Meeting is not subject to the Open Meetings Act, but is open to all registered Annual Conference attendees. At MERS' discretion, the Business Meeting may be held in person or virtually through live streaming or virtual meeting software.

One Board member will be designated by the Board Chair to conduct the election process at the Annual Conference Business Meeting.

Where the Business Meeting is held in person, the designated Board Member will select "tellers" from the assembled delegates. Members of MERS' staff distribute and collect the ballots, and the tellers are responsible for the tabulation of ballots. Delegates are asked to raise their hand to receive their ballot and, after they have completed it, to raise their hands to submit their ballot. Alternatively, and at MERS' discretion, the in-person voting may be conducted using electronic voting software or other mechanism that assures accurate and confidential voting. If there is an uncontested candidate for a Board seat, the Board member conducting the election shall ask for a motion by a delegate

to declare a unanimous ballot for each uncontested candidate. If a motion is made and supported, the Board member shall call for a voice vote of the delegation to adopt the motion electing that uncontested candidate to the open Board seat for which s/he was nominated.

Where the Business Meeting is held via livestream or virtual meeting software, the designated Board member will announce when voting has begun and provide a reasonable period of time during the Business Meeting for all delegates to vote electronically, virtually or otherwise. The method(s) of such voting will be determined by MERS. Votes shall be collected and maintained confidentially, subject to applicable law. If there is an uncontested candidate for a Board seat, the Board member conducting the election may use the process for an in-person Business Meeting if the livestream or virtual meeting software supports such a process, or may require a vote on uncontested seats.

All delegates may cast one vote per open seat.

In the case of contested elections for an open Board seat, the candidate for each seat who receives the greatest number of votes is deemed elected to the Board, and takes office on January 1 following the Annual Conference, subject to the prohibition on more than one Board member coming from a single county, which shall be resolved as set out below. When the tabulation is complete, a report shall be presented to the Board Chairperson, who will announce the results of the referendum to the assembled delegates. In the event that two or more candidates for the same open Board seat receive the same number of votes, there will be one or more re-votes until the tie is broken.

Where a county is not represented on the Board by an elected officer or elected employee member, but more than one officer or employee candidate from a single county each receive the highest number of affirmative votes for the seat for which they were nominated, the candidate who received the highest total number of votes shall be elected, and the candidate(s) from the other category(ies) from the same county shall be deemed not elected. For those Board seats for which the candidate(s) from the same county was deemed not elected, the candidate for each seat who does not reside in the same county and who received the next highest number of affirmative votes for that seat shall be deemed elected. If there is no such candidate(s), then the Board member conducting the election shall call for nominations from the assembled delegates for eligible candidates for the open seats from a county other than those represented by other current or elected Board members. After nominations are received, reviewed by MERS for eligibility, and closed, the assembled delegates shall vote in the manner described above. In the event of remote Business Meeting, the call for nominations shall be conducted electronically.