

ELECTION PROCEDURE

1. Purpose

The purpose of this procedure is to define the process for the election of the DSRA Board of Directors as required by the DSRA Bylaws.

2. Scope

The scope of this procedure covers all aspects of the election process to include the following: notify all DSRA Members of Board openings and qualification requirements; verify that candidates meet basic requirements as set forth in the DSRA Bylaws; provide all DSRA Members with a list of candidates, timing of the election and a method of submitting a vote for the desired candidate; and communicate to all DSRA Members the results of the election.

This procedure covers only the election process for DSRA Board of Director positions as required by the DSRA Bylaws and does not include the appointment or nomination to any other DSRA positions such as Standing or Ad Hoc Committees or any other special assignments.

3. Responsibilities

The Secretary of DSRA shall be responsible for overseeing the election process to assure that it meets all of the guidelines as set forth in the DSRA Bylaws and this procedure. If the current DSRA Secretary is up for re-election during the upcoming election, the DSRA Secretary shall delegate their responsibilities to another member of the DSRA Board.

However the implementation of the detailed tasks as set forth in this procedure shall be delegated to an Election Committee selected by the DSRA Secretary, or designee. The Election Committee shall be composed of DSRA Members who are not Board Members or current Committee Chairpersons and have avowed not to run in the current election.

4. Process Steps

- 4.1 Prior to the timing guidelines for the annual election process established in the DSRA Bylaws, the DSRA Secretary or designee shall select an Election Committee to coordinate and implement the detailed tasks required to complete the election process. The DSRA Secretary or designee shall prepare for the Board and the Election Committee an election timeline for final administration by the Election Committee.
- 4.2 The Election Committee shall send notification to DSRA Members of the upcoming election schedule, number of Board position openings, and qualification requirements. Board members whose term of office is expiring may run for re-election, but must declare their intention in writing to the DSRA Secretary or designee prior to the official beginning of the nomination period.
- 4.3 Any DSRA Member in good standing may submit their name or the name of another DSRA Member in good standing with a list of qualifications to the Election Committee within the time frame specified in the notification.

- 4.4 The Election Committee shall review all nominations, verify the eligibility of each candidate, and tentatively select candidates that qualify. These reviews shall occur as the nomination submittals are received and any concerns shall be immediately reviewed with the nominees.
- 4.5 The Election Committee shall notify each nominee if they have been tentatively selected as a candidate and each selected candidate shall be supplied a copy of the DSRA Conflict of Interest Policy, a COI Questionnaire, and a DSRA Board of Directors Code of Ethics pledge.
- 4.6 Each selected candidate shall reply to the Election Committee of their acceptance to run for the DSRA Board and submit a completed Conflict of Interest Questionnaire and a signed DSRA Board of Directors Code of Ethics Pledge. The Election Committee shall notify the DSRA Secretary or designee of any potential conflicts including leadership roles in other retiree organizations for review with the DSRA Board to determine eligibility of the candidate. The Election Committee shall notify the candidate of any problems to determine if a resolution can be reached before final acceptance or rejection.
- 4.7 Should the total number of approved candidates not exceed the total number of Board positions available for election, the DSRA Board may declare that an election is not necessary and immediately announce the names of the new DSRA Board.
- 4.8 Unless the condition described in §4.7 occurs, the Election Committee shall provide each Member of DSRA in good standing with a valid email address per the requirements of the DSRA Bylaws an opportunity to submit one ballot to vote for as many candidates of their choice up to the number of open Board positions up for election. All ballots are electronic and shall be sent to every eligible DSRA Member with a valid e-mail address even if that DSRA member had previously “unsubscribed” from DSRA e-blasts.
 - 4.8.1 Eligibility for voting shall be determined by the DSRA Secretary, or designee, reviewing the DSRA membership database with the Election Committee to ensure that only DSRA members as defined in the DSRA bylaws §3.1 Membership Qualifications are invited to vote. Note: Associate members as defined in the DSRA bylaws are not eligible to vote.
 - 4.8.2 The Initial Notification to DSRA Membership of the election process shall request that members:
 - I. Check their DSRA registration to ensure that their membership record and voting status is correct;
 - II. Check for receipt of Candidate Solicitations by a date to be specified.
 - III. Check for receipt of their ballot / invitation to vote by a date to be specified.
 - IV. Contact the DSRA Secretary or designee (provide link) in the case of questions or concerns regarding their voting eligibility.
- 4.9 The Election Committee shall assure that the ballots are collected and counted in a manner which is efficient, accurate and unbiased. No current member of the DSRA Board of Directors or a candidate running for a Board seat shall be directly involved in this process.

- 4.10 The Secretary of DSRA, or designee, shall notify the candidates running for the open Board positions within 15 days of the election deadline of the results and shall notify the entire DSRA membership within 30 days. In the unlikely event of a tied vote, the current Board of Directors shall vote to break the tie. Candidates that are successfully elected to the DSRA Board shall submit in writing to the current DSRA Secretary or designee their acceptance to serve on the DSRA Board and to comply with all requirements of the DSRA Conflict of Interest Policy and the DSRA Code of Ethics Agreement before the entire DSRA Membership is notified of the election results.
- 4.11 The Secretary of DSRA, or designee, shall assure that all records generated during the election process shall be maintained in a manner which preserves them in a suitable condition for auditing purposes.
- 4.12 The first Board meeting in which all of the new members are in attendance shall be an organizational meeting in which the Board shall determine which Board Members shall occupy which Board and Officer positions. The results of this meeting shall be communicated to the DSRA membership within 30 days.

5. Record Keeping Requirements

The DSRA Secretary shall keep a record of all election related documentation to include: communications to the DSRA Membership, nominations for potential candidates including qualification information, completed Conflict of Interest Questionnaires, ballots, and voting results. The ballots and voting results may be kept by an independent firm if used in the process.

6. Forms

Conflict of Interest Questionnaire: DSRAFORM 104A.

7. Glossary

DSRA Member in Good Standing: A DSRA Member who is current in annual dues and a direct beneficiary of a Delphi Salaried Pension benefit as described in DSRA bylaws §3.1. [For the initial election, the payment of dues is waived as a requirement to be a DSRA Member in good standing.]

Conflict of Interest: As defined in the DSRA Conflict of Interest Policy Statement, an interest, financial or otherwise, in any other association that either receives a direct benefit from DSRA or has goals and objectives which are in direct opposition to those of DSRA.

8. References

DSRA Bylaws

DSRA Conflict of Interest Policy Statement: DSRAPOL 001

DSRA Conflict of Interest Questionnaire: DSRAFORM 104A

9. Change History Log

REV	APPROVED	DESCRIPTION OF CHANGE
000	3/4/2010	Initial application for DSRAPROC 104
000	3/4/2010	Initial application for DSRAFORM 104A

001	6/30/2010	§4.5, 4.6 updated to include reference to Code of Ethics.
002	5/12/2011	§3, §4 updated to consider dual Board membership, other changes made reflecting process updates from experience of first election process.
003	7/19/2012	§4.1, 4.2, 4.7, 4.8 updated to require end-of-term Board members to declare their intention to stand for re-election; allow election to be waived where no. of candidates does not exceed no. of open positions; ensure that voting reminders and ballots are sent to all eligible voting members.