Board of Director Nomination and Vetting Policy

Definitions:

- Nominate: To propose as a candidate for election to an office.
- Vet: To investigate and evaluate (someone) thoroughly for possible approval or acceptance (e.g., vet candidates for a position).

Purpose and Scope: This policy outlines the procedures by which the organization receives nominations from the industry and vetts nominees for IICRC Director positions in order to ensure that nominees satisfy the eligibility requirements of this policy. It is the intent of this policy that nominating and vetting of candidates for the Board of Directors be an administrative function; and that all decisions, regarding which candidates should be elected to the Board of Directors, remain with IICRC’s Shareholders.

Director-nominees should be individuals who are dedicated to achieving IICRC objectives, including but not limited to:

- Being the leading independent, non-profit, certification and standard-setting body in the inspection, cleaning and restoration services industries.
- Setting and promoting high ethical standards.
- Advancing communication, collaboration and technical proficiency within the industry.

In general, nominees should be individuals with knowledge, experience, time and the willingness to contribute to the mission and ideals of the IICRC.

Administrative Function of Nominations and Vetting:

The Chief Executive Officer (or Chairman in the Chief Executive Officer’s absence) shall designate staff to satisfy the provisions of this policy.

Nominating Process:

1. Staff shall advertise the opening of the nomination period by at least the following means: i.) press releases; ii.) notification to all IICRC Shareholders and Directors; and iii.) posting on the IICRC’s website. Nominations must be submitted on a completed IICRC-approved nomination form and returned to IICRC as indicated on the form by the IICRC Nominating Committee. Submissions may be conveyed by mail, e-mail, or other electronic communication. Completing the required nomination form helps ensure that a nominee meets the eligibility requirements established by this policy. The form also allows submission of other relevant information by the nominator or nominee, to support a nominee’s qualification for Director. Upon receipt, IICRC headquarters shall forward the completed nomination form and accompanying information to designated staff.
As soon as practical after receiving a nomination, staff shall confirm with the nominee that he or she consents to consideration for a Director position.

Staff shall vett nominees, according to the timelines in this policy, to confirm that each meets the eligibility requirements set forth in this policy. If staff denies a nominee based upon eligibility, staff shall inform the nominee in writing, and the notification shall state the reason for denial. Before staff sends the preceding notification, the Chief Executive Officer (or Chairman in the Chief Executive Officer’s absence) shall review and confirm staff’s determination. The notification shall also be kept on file through the next election and be available for inspection by the individual who submitted the nomination or by any designated Shareholder representative.

Staff shall submit the complete list of vetted nominees who meet eligibility requirements to the IICRC Chief Executive Officer (or Chairman in the Chief Executive Officer’s absence); and the Chief Executive Officer (or Chairman in the Chief Executive Officer’s absence) shall confirm staff’s determination. After receiving confirmation, staff shall forward the list of vetted nominees who meet eligibility requirements to the IICRC Shareholders and Board of Directors no later than 45 days prior to the Shareholder election of new Board members. In addition to the preceding list, staff shall also forward information to confirm the nominee’s satisfaction of eligibility requirements.

Staff shall ensure that the list of vetted nominees who meet eligibility requirements shall be included within Shareholder and Board of Directors packets at least 45 days prior to the IICRC’s annual Shareholder and Board meetings.

Only those vetted nominees who meet eligibility requirements as confirmed by staff shall be eligible for election. No nominations from the floor shall be permitted.

Once the Director election has taken place, the Chairman of the Board shall ensure that each nominated person who was not selected for the Board is sent a letter thanking them for their willingness to participate and encouraging them to continue to support the organization.

Requirements for the IICRC Directors:

- At least one year of IICRC committee involvement.
- Is a business owner or has management experience.
- Has served on the Board of Directors of other non-profit organizations.
- Be at least 21 years of age.

To be eligible for election, nominees need to confirm

- Willingness and ability to travel and agreement to attend all Board committee meetings and functions, including special events and retreats.
• Knowledge of the IICRC Policy Manual, governance, organizational chart and
  knowledge of committee structure.

• Agreement to serve on a least one IICRC committee, and to travel to and attend
  committee meetings, and participate actively in committee activities;

• Agreement to prepare adequately for all Board and committee meetings, and to
  contribute and participate actively and constructively;

• Agreement to take responsibility for, and follow through on all assignments;

• Willingness to consider the assumption of organization leadership roles if
  requested;

• Agreement to learn and stay informed about the mission, services, policies and
  programs of the IICRC;

• Agreement to cultivate and assist in recruiting or recommending candidates for
  other Board, officer or volunteer positions;

• Agreement to undertake and fulfill all responsibilities of Board membership,
  including compliance with the IICRC organizational documents; ethics, conflict of
  interest and confidentiality policies; other regulations and policies of the IICRC,
  and the IICRC Commitment Pledge;

• Agreement to sign the IICRC Commitment Pledge, and Oath of Office, and
  agreement to assist the Board in carrying out its fiduciary responsibilities, such
  as reviewing the organization’s financial reports, audits and financial statements.

Staff may request waiver of individual requirements from the Executive Committee,
based on exceptional qualification of a nominee.
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<tr>
<th>Task</th>
<th>Date</th>
<th>Performed By</th>
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<td>President Designates Staff</td>
<td>April 1st</td>
<td>President</td>
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<td>Develop Nomination Form and Press Release</td>
<td>April</td>
<td>IICRC Staff</td>
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<td>Nominations Open</td>
<td>May 1st through May 30th</td>
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<tr>
<td>Nominees Sent Request for Candidate Agreement</td>
<td>June 1st</td>
<td>IICRC Staff</td>
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<td>Nominees Respond to Request for Candidate Agreement</td>
<td>June 15th</td>
<td>Nominee</td>
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<td>Nominee Qualifications Review</td>
<td>June 20th</td>
<td>IICRC Staff</td>
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<td>Vet Nominees</td>
<td>June 20th through August 10th</td>
<td>IICRC Staff Nominating Committee</td>
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<td>Notice of Non-Qualification Sent to Nominees</td>
<td>June 30th</td>
<td>IICRC Staff after Confirmed by</td>
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<td>President</td>
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<tr>
<td>List of Vetted Nominees Who Meet Eligibility Requirements</td>
<td>August 15th</td>
<td>IICRC Staff after Confirmed by</td>
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<td>Submitted to BOD and Shareholders</td>
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<td>President</td>
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<td>Election of the new BOD</td>
<td>Shareholder Meeting</td>
<td>Shareholders</td>
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<td>Notify newly elected BOD members</td>
<td>Within 24 hours after election</td>
<td>Board Chair</td>
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<td>Thank you letter sent to unelected nominees</td>
<td>Within 5 business days after</td>
<td>Board Chair</td>
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<td>Shareholder Meeting</td>
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