

## LEADERSHIP NOMINATIONS

Nominations for TXCPA leadership positions are held annually. Candidates are selected by the Nominations and Board Development Committee and Nominations Council and elected by TXCPA members. Nominations are encouraged from chapters and all TXCPA members.

### TIMELINE FOR NOMINATIONS

May	Nominations Open
September 2, 2025	Nominations Close
September 25 & 26, 2025	Nominations Committee and Council meet to make selections
By October 10, 2025	Confirmed slate presented to President & CEO
By October 20, 2025	Slate posted for membership
Between November and January	Election of nominees by TXCPA membership
January Midyear Leadership Council Meeting	Election results shared

### POSITIONS AND TERMS

Position	Slots to Fill	Term
Chair-elect	1	Three-year term
Treasurer-elect	1	Two-year term
Secretary	1	One-year term
Board of Director	1-6	Three-year term
Leadership Council Member-at-Large	15	Three-year term
Nominations & Board Development Committee	3	One-year term
Members-at-Large		
Nominations Council Members-at-Large	8	One-year term
AICPA Council	Varies	3-year term and 1-year designee

The current-year TXCPA chair-elect is traditionally named for the one-year AICPA Council designee position and the current TXCPA chair is traditionally named for a three-year term on the AICPA Council. The names of these two individuals, along with the names of any other members that the Nominations Council nominates for a three-year AICPA Council term, shall be forwarded to the AICPA Nominating Committee for its consideration.

### Roles & Responsibilities

An overview of roles and responsibilities for each of the leadership positions can be found [online here](#). The Board of Directors Competency Framework can be viewed [online here](#).

### Qualifications

The following qualifications should be considered for nominees. These qualifications will be communicated during promotion of nominations. Nominees that do not meet the minimum requirements will be ineligible for consideration.

**Chair-elect:**

- Minimum Requirements
  - o Must be a current CPA member of TXCPA in good standing
  - o Should have demonstrated experience and service at the local, state, or national level
- Preferred Requirements
  - o Current or past member of the TXCPA Board of Directors, Leadership Council (includes Board prior to April 2023) or have served in a leadership role in another professional organization such as AICPA, Texas State Board of Public Accountancy, etc.

**Treasurer-elect**

- Minimum Requirements
  - o Must be a current CPA member of TXCPA in good standing
  - o Should have demonstrated experience and service at the local, state, or national level
- Preferred Requirements
  - o Current or past member of the TXCPA Board of Directors (Executive Board prior to April 2023) or TXCPA Leadership Council (Board of Directors prior to April 2023)

**Secretary**

- Minimum Requirements
  - o Must be a current CPA member of TXCPA in good standing
  - o Should have demonstrated experience and service at the local, state, or national level
- Preferred Requirements
  - o Current or past member of the TXCPA Leadership Council (Board of Directors prior to April 2023)

**Board of Director**

- Minimum Requirements
  - o Must be a current CPA member of TXCPA in good standing
- Preferred Requirements
  - o Current or past member of the TXCPA Leadership Council (Board of Directors prior to April 2023)
  - o Should have experience and service at the local and/or state level (i.e., chapter or state committee service, chapter board member, chapter president)

**Leadership Council member at-large**

- Minimum Requirements
  - o Must be a current CPA member of TXCPA in good standing
- Preferred Requirements
  - o Should have experience and service at the local and/or state level (i.e., chapter or state committee service, chapter board member, chapter president)

**Nominations and Board Development Committee member at-large**

- Minimum Requirements
  - o Must be a current CPA member of TXCPA
- Preferred Requirements

- Current or past member of the TXCPA Leadership Council (Board of Directors prior to April 2023)
- Current service at the local and/or state level with an understanding of the TXCPA strategic direction and volunteer leadership (i.e., chapter or state committee service, chapter board member, chapter president)

### **Nominations Council member at-large**

- Minimum Requirements
  - Must be a current CPA member of TXCPA
- Preferred Requirements
  - Current or past member of the TXCPA Leadership Council (Board of Directors prior to April 2023)
  - Current service at the local and/or state level with an understanding of the TXCPA strategic direction and volunteer leadership (i.e., chapter or state committee service, chapter board member, chapter president)

### **AICPA Council**

- Minimum Requirements
  - Must be a current CPA member of TXCPA and AICPA in good standing
- Preferred Requirements
  - Should have experience and service at the local, state or national level (i.e., chapter or state committee service, chapter board member, chapter president, AICPA Committee)

## **NOMINATIONS**

Announcement of nominations is communicated via email to the Board of Directors, Leadership Council and Chapter Executive Directors. Announcement of nominations to the general membership is communicated in TXCPA publications and via the TXCPA website.

Nominations must be submitted by a current member of TXCPA. Nominations must be submitted through the online nominations form no later than the first business day following August 31 of each year. Nominators only need to submit the name and position for which they are nominating. Once nominees are vetted by TXCPA staff for eligibility, they will be asked to confirm their willingness to serve and to complete a nominee profile form, which is used by the committee and council during their review and selection.

Members of the current Nominations and Board Development Committee and Nominations Council shall not be eligible for nomination for any positions they are responsible for selecting.

### **Information Gathered from Nominees:**

- Chair-elect nominees
  - TXCPA service history, including AICPA, TSBPA and chapter service records
  - Employment, community service activities (Bio/Resume/CV)
  - Headshot
  - One-page statement of his/her ability to best perceive and advance the interest of the Society
- All other nominees
  - TXCPA service history, including AICPA, TSBPA and chapter service records
  - Condensed biographical sketch
  - Nominees have the option of submitting additional information such as a bio/resume/CV

## **CAMPAIGNING**

Organized letter-writing campaigns and/or other methods of electioneering are not encouraged. Communiqués from the general membership should not be sent to individual members of the Nominations and Board Development Committee or Nominations Council, but rather to the staff liaison to each group marked attention to the chair of the Nominations and Board Development Committee and Nominations Council.

## **NOMINATIONS COMMITTEE SELECTION MEETING**

The Nominations and Board Development Committee will meet over two days in late September/early October to review and select candidates for chair-elect, treasurer-elect, secretary, Board of Directors and at-large members of the Nominations and Board Development Committee.

The Nominations Council will meet in late September/early October to select candidates for the at-large members of the Leadership Council, Nominations Council and nominees for AICPA Council.

Interviews will be set up with nominees for chair-elect, treasurer-elect, secretary and Board of Directors. Interviews for chair-elect will be held in person with the Nominations and Board Development Committee and virtually for officer and Board of Director nominees.

The Nominations and Board Development Committee and Nominations Council shall consider demographic data for all positions and attempt to seek balance and diversity with the slate of nominees but must use judgment in selecting the individuals who will best represent the interests of the Society.

## **Voting**

When voting is required, two-thirds of the committee/council membership shall constitute a quorum. After review and discussion, any member may request a secret ballot. It has been common practice for the committee to conduct anonymous voting for all positions. The chair is considered a voting member.

## **CONFIDENTIALITY**

All committee and council discussions are considered confidential, and views expressed will not be communicated outside the committee and council meetings. After all nominees have agreed to serve if elected, the entire slate of nominees may be made public.

## **SLATE OF CANDIDATES**

Once the official report is submitted to the President & CEO, the final slate is sent to the Board of Directors, Leadership Council and Chapter Executive Directors by the staff liaison to the committee and council. It is also announced to the general membership through TXCPA publications and on the TXCPA website.

## **ELECTION**

The following positions require a vote by TXCPA members:

- Chair-elect
- Treasurer-elect
- Secretary
- Board of Director
- Leadership Council at-large members
- Nominations and Board Development Committee at-large members
- Nominations Council at-large members

An anonymous vote by the membership is conducted between late November and early January through an electronic platform approved by the Board of Directors. Bios are presented for all nominees, and headshots are presented for all. Results are presented at the Midyear Leadership Council meeting in January.

## NOMINATIONS AND BOARD DEVELOPMENT COMMITTEE

### Purpose

Nominate candidates for TXCPA officers, Board of Directors and at-large members of the Nominations and Board Development Committee.

### Responsibilities

1. As prescribed by the Bylaws, this committee nominates candidates for the officers of the Society, Board of Directors and at-large members of the Nominations and Board Development Committee.
2. Nominations for all positions shall be based on the following factors:
  - a. Consideration of all relevant factors, including the demographics of Society membership; and
  - b. Consideration of candidates' ability to best perceive and advance the interests of the Society.
3. The activities of the committee shall include, among other matters, the following:
  - a. Address inquiries to officers, directors, chapter presidents and other members, inviting suggestions for nominations.
  - b. Meet as a committee one or more times prior to the Midyear Leadership Council Meeting to determine nominations for elections.

### Composition

The composition of the Nominations and Board Development Committee shall include:

1. The immediate past chair of the Board of Directors who shall serve as chair of the committee;
2. The chair-elect of the Board of Directors;
3. 2 additional members of the Board of Directors; and
4. 3 at-large members.

### Terms

Board of Director and at-large members may serve up to three (3) consecutive terms of one (1) year.

## NOMINATIONS COUNCIL

### Purpose

Nominate candidates for TXCPA members-at-large of the Leadership Council and Nominations Council and recommend candidates for AICPA Council.

### Responsibilities

1. As prescribed by the Bylaws, this committee nominates candidates for TXCPA members-at-large of the Leadership Council and Nominations Council. The Nominations Council shall also recommend candidates for consideration as members from Texas to serve on the AICPA Council.
2. Nominations for all positions shall be based on the following factors:
  - a. Consideration of all relevant factors, including the demographics of Society membership; and
  - b. Consideration of candidates' ability to best perceive and advance the interests of the Society.
3. The activities of the committee shall include, among other matters, the following:
  - a. Address inquiries to officers, directors, chapter presidents and other members, inviting suggestions for nominations.
  - b. Meet one or more times prior to the Midyear Leadership Council Meeting to determine nominations for elections.

### Composition

The composition of the Nominations Council shall include:

1. The immediate past chair of the Board of Directors who shall serve as chair of the committee;
2. Nominations and Board Development Committee members; and
3. 8 members-at-large.

At least five (5) of the members of the Nominations Council shall come from chapters other than Houston, Dallas, Fort Worth, Austin and San Antonio.

**Terms**

Members-at-large shall be elected for a term of one (1) year.