

Election committee

Members of the Committee

- **Hon. Justice Toyin Oyekan-Abdulai – President of the Election Committee**
- **Dr. Yeheshoua Nener** (WJA President for Israel)
- **Mr. Ramon Soler-Padró Canela** (EVP)

Election Results

2nd November 2017

Summoned the General Assembly, and given from 09:00 am until 11.30 am to cast the votes of present members in good standing, the election committee reviews the results counting the ballots casted through the Internet and the Ballots casted by members present at the general assembly. The ballots were separated in these two categories in order to understand if the Internet voting could produce any difference on the general result of the election or not.

After the scrutiny of ballots, the Election committee comes to the following result:

Ballots received: 38

Ballots presented by the Internet: 14

Ballots presented by members present at the general assembly: 22

Invalid: 2

Votes by Candidate:

President

Franklin Hoet Linares – Venezuela

Ballots presented by the Internet: 12

Ballots presented by members present at the general assembly: 22

Grand Total: 34

Kim Quarles – United States of America

Ballots presented by the Internet: 2

Ballots presented by members present at the general assembly: 0

Grand total: 2



1st Vice President

TAO Kaiyuan – People’s Rep. of China

Ballots presented by the Internet: 14

Ballots presented by members present at the general assembly: 22

Grand total: 36

2nd Vice President

Saeed Zayed Alshamsi – United Arab Emirates

Ballots presented by the Internet: 13

Ballots presented by members present at the general assembly: 20

Grand total: 33

3rd Vice President

Glendeline Croes – Aruba

Ballots presented by the Internet: 5

Ballots presented by members present at the general assembly: 18

Grand total: 23

Mónica Grill – Argentina

Ballots presented by the Internet: 8

Ballots presented by members present at the general assembly: 4

Grand total: 12

World Association of Judges

Peter N.C. Umeadi – Nigeria

Ballots presented by the Internet: 13

Ballots presented by members present at the general assembly: 21

Grand total: 34

World Association of Lawyers

Jacinto Soler Padró – Spain

Ballots presented by the Internet: 12

Ballots presented by members present at the general assembly: 21

Grand Total: 33

World Association of Law Professors

Alberto Jurado Salazar – Venezuela

Ballots presented by the Internet: 13

Ballots presented by members present at the general assembly: 21

Grand total: 34

Association of Business Associates

Alexander Löw

Ballots presented by the Internet: 13

Ballots presented by members present at the general assembly: 21

Grand total: 34

The members of the Election committee sign the results scrutiny and agree on the following result of appointed new Board of Governors members for next term:

President – **Franklin Hoet Linares** (Venezuela)

1st Vice President – **TAO Kaiyuan** (People’s Rep. of China)

2nd Vice President – **Saeed Zayed AlShamsi** (United Arab Emirates)

3rd Vice President – **Glendeline Croes** (Aruba)

World Association of Judges – **Peter N.C. Umeadi** (Nigeria)

World Association of Lawyers – **Jacinto Soler Padró** (Spain)

World Association of Law Professors – **Alberto Jurado** (Venezuela)

World Association of Business Associates – **Alexander Löw** (Germany)

The results were announced by the President of the committee in front of the general assembly. Franklin Hoet Linares stood up to remind members that they had 12 hours to present written grievances to the committee. The President of the Election committee remembered to the members that a 12 hours window was open, until midnight, to present written grievances to the committee, and the Mr. Ramon Soler-Padró Canela, EVP, would be taking those grievances by email. -----After this participation, no other member of the General Assembly added other comments.

The President of the Committee and the rest of the members closed the session.

Grievances

Given the 12 hours period to present the Grievances to the Elections, Ms. Kim Quarles presented, via email, a list of grievances to the Election committee, a copy of which is pasted here, no attached documents were attached to the email:

“Pursuant to Article IV - §7 of the By-laws, please consider this as formal notice of grievances regarding the validity of the election. Based on the violations of law below, this election should be declared null and void and appropriate legal action taken to hold a validly constituted election. This is also a request that I be permitted to be an observer at any meeting at which the validity of the election is discussed.

Since I do not have the contact details for one of the members of the election committee, I also request that the Executive Vice President provide the required notice to Election Committee members within the 12 hour time frame required under the by-laws

In addition to the reasons that have been reviewed by counsel as contrary to DC law [under which the WJA is organized] there are additional reasons why the election is not valid and must be voided. I have referred these additional violations to counsel and also copy Ved Nanda, who has graciously agreed to have a colleague who teaches election law, review the opinion of DC specialists in non-profit corporate governance:

Possible Violations [Which have not yet been reviewed by counsel]

1. *A meeting to resolve the legal issues and challenges outlined in the e-mail dated 21 October was requested by 5 board members as required under the by-laws. That request was ignored;*
2. *Not all ballots were anonymous, which not only violates Article IV. §2 of the by-laws, but also creates issues regarding freedom to vote without fear and compromises an individual’s right to vote without pressure. Historic process ensured that anonymity was protected throughout the election process.*
 - a. *Additionally, completed ballots were requested to be e-mailed without any protections to ensure anonymity.*
3. *When elections were physically held at Biennial Congresses, historic process prohibited purchase of memberships at the Congress to eliminate the potential for ‘ballot box stuffing.’ Additionally all ballots were provided to members in good*

standing to be returned in a sealed envelope with a seal that was affixed by the Executive Vice President with an official seal that was only available to him or her, to avoid tampering and minimizing the likelihood of fraud.

4. *Financials have not been presented to the board in two years, as required by Article 1 §9 (iii) and requested by Mr. Belohlavek on 6 October 2017.*

Violations before 21 October [Which have been reviewed by counsel]

1. *Article IV. §2 – Holding Elections – votes can only be made by members in good standing present during the General Meeting. The DC law also provides for action without a meeting, [which the WJA has relied on in the past, to legally conduct elections]. However, when there is a physical meeting, [like Aruba], the following are required under DC law:*
 - a. *for an election at a Congress to be valid, a majority of WJA members must attend the General Meeting*
 - i. *At this point, it is highly unlikely that a majority of the WJA members [who were members before the Congress], attended the Congress – [This specific point has not been reviewed by counsel]*
 - b. *the by-laws do not provide for mailed or e-mailed ballots. In fact, the by-laws specifically provide only for voting in person, at a Biennial Congress **this cannot be waived or fixed***
 - c. *even if the by-laws provided for mailed or e-mailed ballots, the ballots are defective because they do not include information required by DC law – **this cannot be waived or fixed***
2. *We have not determined who are members in good standing as required by the by-laws*
3. *Notice to members is defective because:*
 - a. *ballots have not been received by all members in good standing – **this cannot be waived or fixed***
 - b. *many of the e-mails addresses are outdated and potential members in good standing can't be notified*
4. *Article I.§1[a] of the by-laws require 3 months' notice to all members of a meeting at which elections are held. Since the first notice to the members was sent on 9 August, this appears not to have been done. **This requirement cannot be waived or fixed.***
5. *Notice of the nominated candidates may not have been timely to the members*

Based on these violations, the election cannot be considered to be valid."

This committee resolves as follows,

That the presentation of grievances is performed in the correct way according to the Bylaws, and that the person filing the grievance is authorized to request the presence of an observer to the Election committee meeting (Ms. Kim Quarles herself was appointed observer) is also according to the WJA Bylaws (Art 4, Sec. 7).

This committee would like to point out the inadequacy to refer to an external counsel by Kim Quarles to review the ongoing process before attending the Election Committee.

1. Meetings should be called as expressed by art. 1 sec. 1 bis and art. 1 sec. 7. This means that members of the Board shall be members of good standing throughout their term and also members in good standing meeting the criteria for membership and being current in his/her dues. A meeting may be called at the initiative of at least 5 members by signing a written request. None of these points have been proven nor has evidence been shown.
2. According to art 4 sec. 2, votes will be taken anonymously in writing or by show of hands if uncontested. The committee points out the great difference between the anonymity of the contested and uncontested. It is also critical the difference

made by art 1 sec 1a, as it enables voting by email or by any technological means available at the time when in the process of bylaws amending. The committee points out how the votes carried during the congress were guaranteed anonymity and how, nevertheless, the votes carried out through the internet may be against the principle expressed by the first part of this section 2 in art 4.

3. The committee disagrees to the allegation of ballot stuffing and membership purchase, as the President of the committee points out, for many members of the association, Congresses and conferences are the only time at which they can pay their fees, and therefore such concept cannot be applied in observance to the practicality and survival of an international organization. The committee guaranteed also the avoidance of fraud by only providing one ballot to every member voting at a time, only opening the ballot box when a member was duly checked as in good standing and when he or she was about to cast his or her vote immediately.
4. The presentation of financials is not an issue for this committee; nevertheless any meeting that should have treated these concerns should have followed art 1. Sec. 7.
5. Given the International nature of the organization and the inexistence of any proof to DC law, this committee will decide with accordance to the present bylaws to which the association should be following. The Bylaws do not require for a majority of members in good standing to be present at the election day, nevertheless a majority of members in good standing were present at the date, nor do the bylaws specify any specific method of voting other than the one previously specified (see article 4 sec. 2 and 4 as well as art 1 Sec. 1) – for the rest of observations please read point 2.
6. Membership in good standing is well defined by art 2 sec 3, as defines members in good standing those who meet the criteria of membership (Art 2 sec 1) and who are current in his/her dues. Members in good standing and members not in good standing were reached, nevertheless some of the email addresses were not updated. The ballot model was also placed on the website in order to make it easier for any potential member to find his/her ballot. Nevertheless when the congress was announced any member could attend it and cast their vote in person. All observations of internet voting were discussed at point 2.
7. First formal email sent to membership dates 1st August 2017, 6am, therefore this committee observes the General meeting and Congress were announced in sufficient time.

8. This last issue should have been raised at the Election Committee, nevertheless on the Website the Nominating committee announces the final slate on the 1st of September, giving the 60 days contemplated at art. 4 sec. 3. It was then resent to the membership every month.

To the meeting of the Election committee celebrated from 19:45 to 21:15, Ms. Kim Quarles was present, with members of the committee Hon. Justice Toyin Oyekan-Abdulai, Dr. Yeheshoua Nener and Mr. Ramon Soler-Padró Canela. Ms. Quarles as appointed observer explained the points of her grievances and members of the committee took note of the challenges she was raising, understanding that she was pointing out very important point that would enable corrections in future bylaws amendments. Ms. Kim Quarles expressed her will to find ways to validate the election through resolving the challenges presented. Hon. Justice Toyin understood how Ms. Quarles does not desire to destroy the association; however pointing out illegalities without taking into consideration jurisprudence is not the best way to proceed, she argued. She appreciated Ms. Quarles grievances as a starting point for an Amendments committee to start working. The president of this committee, Hon. Justice Toyin understood as well how the concerns expressed respond to a need to make the bylaws better reflect modern times, specially through regulating the electronic voting, contemplated in the case of voting the Bylaws amendments but not in the case of officers election, so the new Board of Governors would start an amendment committee and absorb the points presented by Ms. Quarles. The President of the committee, after resolving the challenges presented comments that practicality is key to an organization that was close to disappearing, but the communication should also be the base to create positive bonds in our association.

Decision

The Election Committee, **Hon. Justice Toyin Oyekan-Abdulai – President of the Election Committee, Dr. Yeheshoua Nener** (WJA President for Israel), **Mr. Ramon Soler-Padró Canela** (EVP) resolves as follows,

To accept partially the grievances presented by Ms. Quarles in rejecting the validity of electronic voting, not accepting the rest of grievances. This decision does not alter the result of officers elected, but only the numerical result obtained. Votes obtained through the internet may not be counted in the final result, only being valid those casted by present members of the association. This decision may not be contested (art. 4 sec 7).

Final Results (candidates elected remain unchanged, only number of votes):

President – **Franklin Hoet Linares** (Venezuela) – 22votes

1st Vice President – **TAO Kaiyuan** (People’s Rep. of China) – 22 votes

2nd Vice President – **Saeed Zayed AlShamsi** (United Arab Emirates) – 20 votes

3rd Vice President – **Glendeline Croes** (Aruba) – 18 votes

World Association of Judges – **Peter N.C. Umeadi** (Nigeria) – 21 votes

World Association of Lawyers – **Jacinto Soler Padró** (Spain) – 21 votes

World Association of Law Professors – **Alberto Jurado** (Venezuela) – 21 Votes

World Association of Business Associates – **Alexander Löw** (Germany) – 21 votes

We kindly encourage the new Board of Governors to take the ideas presented by Ms. Kim Quarles to an Amendments Committee in order to specify the possibility of future voting through the internet in the case of Elections, amongst any other topics that the BOG may consider appropriate.

Election Committee, **Hon. Justice Toyin Oyekan-Abdulai – President of the Election Committee, Dr. Yeheshoua Nener** (WJA President for Israel), **Mr. Ramon Soler-Padró Canela** (EVP)