

December 8, 2020

Dear PMI Manitoba Chapter Member,

The annual election of members to the PMI-Manitoba Board of Directors is once again fast approaching and nominations are now being accepted for the 2021-2023 term (i.e., from March 2021 to February 2023).

All elected positions are for a two-year term except for the Vice-President, Operations. The elected Vice-President, Operations is expected to fulfill a four-year term as this role, for continuity, moves automatically into the Chapter President's position on the third year and is President for two years.

This year, all nominees will be elected into the position of Director at Large. Directors at Large will be assigned roles and positions relevant to their experience and the chapter's strategic and operational objectives once the election process is complete.

Descriptions of each of the Board positions are enclosed (see below) as well as the Board member criteria, as identified in the current PMI Manitoba Chapter By-laws. All those putting their names forward as candidates will also need to submit a short biography and vision statement, along with a signed "PMI Manitoba BOD Candidate Compliancy Statement". Information on this additional documentation will be provided by the PMI Manitoba Nominating Committee upon notification of an individual's interest to submit their name as a candidate to the Board.

Nominations will close **5pm CST, January 29, 2021**. In early February a list of all candidates and their biographies will be sent to the chapter membership for their consideration.

The Election of Officers will take place electronically starting the middle of February using PMI Global's Votenet service. An email will be sent at that time with the Votenet URL along with a unique Votenet user ID and password. Election results will be announced at the March 2, 2021 Annual General Meeting.

Connie Lemoine, PMP, has been appointed as Chair of the Nominating Committee to manage the election process and to be the point-of-contact for candidates expressing interest in being nominated to a position. Please contact her at the email below to express your interest in being a director-at-large, or to ask any question about the Board positions or the election process.

PMI-Manitoba Nominating Committee – Connie Lemoine – [nominations@pmimanitoba.org](mailto:nominations@pmimanitoba.org)

### 2021-2023 PMI Manitoba Board of Directors Nominations

The following is a list of the PMI Manitoba Board of Director positions. Those positions open for election at this time are indicated in the bottom portion of the table.

Current Board Positions	
Position	Name
President	Michael Hanna, P.Eng., PMP
Vice President, Operations	Juan Saldivar, P.Eng., PMP
Director of Governance	Rafael Vitorelli, PMP
Director of Marketing	Charity Lepage, PMP
Director of Professional Development	Cassio Reis, PMP
Director of Information Technology	Hanif Young, PMP
Board Positions with Expiring Terms	
Position	Name
Vice President, Member Services	Open
Director of Networking Events	Open
Director of Membership	Open
Director of Finance	Open
Director of Monthly Programs	Open (mid-term election required)
Five (5) Director at Large positions will be open for election	

### **Board Member Criteria & Commitment Requirements**

The following is a list of criteria that must be met to be eligible to run for a PMI Manitoba Chapter Board position and the commitment requirements that you must be prepared to meet in order to successfully fulfill and maintain a Board position.

#### **Board Criteria as per the PMI Manitoba Chapter Bylaws:**

##### **Article V – Project Management Institute Manitoba Chapter Inc. Board of Directors:**

**Section 1.** The Project Management Institute Manitoba Chapter Inc. shall be governed by a Board of Directors (Board). The Board shall be responsible for carrying out the purposes and objectives of the non-profit corporation (or equivalent).

**Section 2.** The Board shall be responsible for strategic planning and the establishment of policy with respect to the activities of the Project Management Institute Manitoba Chapter Inc. The Board shall also oversee the management, control and supervision of the Project Management Institute Manitoba Chapter Inc.'s business and the provision of products and services to members, as well as other lawful activities and affairs deemed necessary to further the objectives of the Project Management Institute Manitoba Chapter Inc.

**Section 3.** The Board of Directors shall meet on a regular basis throughout the calendar year. The Board of Directors Orientation Guide document (a handbook for directors) provides further details regarding the types and usual frequency of these Board meetings.

**Section 4.** The Board shall consist of a maximum of 11 Members and will be representative of the membership.

**Section 5.** The Board shall consist of the Officers and Directors at Large (non-officer) of the Manitoba Chapter elected by the membership and shall be members in good standing of PMI and of the Manitoba Chapter. Terms of office for the President and Vice-President of Operations shall be two (2) years, limited to one (1) consecutive term in the same position. The Vice-President of Operations shall be the president-elect serving two years in their current position followed by two (2) years as President. All other Board positions shall be two (2) years in duration, limited to three (3) consecutive terms in the same position. A director's term may not exceed more than 12 consecutive years on the Board.

**Section 6.** Officer positions consist of the President, Vice President(s), Secretary and Treasurer. The President shall be the chief executive officer for the Manitoba Chapter and of the Board, and shall perform such duties as are customary for presiding officers, including making all required appointments with the approval of the Board. The President shall also serve as a member ex-officio with the right to vote on all committees except the Nominating Committee. The President shall serve as the chair of the Board of Directors. The President shall have the authority and responsibilities for, but not limited to: the role of presiding officer at all Board and membership meetings; the direction of the other officers and directors; the designation and appointment of committee chairs, subject to Board approval; the preparation and distribution of all Board meeting agendas; and the general knowledge and responsibility for supervision of the business of the Corporation. The President shall submit to PMI the

annual application for charter renewal and shall provide representation on the Leadership Institute Meetings.

**Section 7.** The Vice President of Operations shall perform the duties and exercise the powers of the President in the absence or disability of the President. To ensure the Vice President of Operations has the Board history and experience to equip them for their term, a Vice President of Operations nominee must have already served at least 2 years on the Board. In the event that no Vice President of Operations nominee has previously served 2 years on the Board, this requirement will be waived for the current year's nominations. The Vice President of Member Services duties and authorities shall include, but not limited to: accountability for all services provided to members, accountability for the membership registrar, and shall perform the duties and exercise of the powers of the President in the absence or disability of both the President and President Elect. To ensure the Vice President of Member Services has the Board history and experience to equip them for their term, a Vice President of Member Services nominee must have already served at least 2 years on the Board. In the event that no Vice President of Member Services nominee has previously served 2 years on the Board, this requirement will be waived for the current year's nominations.

**Section 8.** The Secretary (also referred to as Director, Governance) duties and authorities shall include, but not be limited to: accountability for the accuracy of Board documents, such as true minutes of all business meetings of the Chapter and meetings of the Board, and custodian of Project Management Institute Manitoba Chapter Inc. documents including, but not limited to, the by-laws and Board Policies and Procedures. The Secretary may assume additional duties as determined by the Board of Directors. Other Board positions will consist of Directors at Large which will be assigned roles and positions relevant to their experience and the chapter's strategic and operational objectives as defined by the Board.

**Section 9.** The Treasurer's (also referred to as Director, Finance) duties and authorities shall include, but not be limited to: accountability for the accuracy of the Project Management Institute Manitoba Chapter Inc.'s finances, preparation of the annual budget, adherence to Generally Accepted Accounting Principles and ensuring an independent audit of the Project Management Institute Manitoba Chapter Inc.'s finances and financial statements. The Treasurer may assume additional duties as determined by the Board of Directors.

**Section 10.** The Board shall exercise all powers of the Project Management Institute Manitoba Chapter Inc., except as specifically prohibited by these bylaws, the PMI Bylaws and policies, its charter with PMI, and the laws of the jurisdiction in which the organization is incorporated/registered. The Board shall be authorized to adopt and publish such policies, procedures and rules as may be necessary and consistent with these bylaws and PMI Bylaws and policies, and to exercise authority over all Project Management Institute Manitoba Chapter Inc. business and funds.

**Section 11.** The Board shall meet at the call of the President, or at the written request of three (3) members of the Board. A quorum shall consist of no less than one-half of the membership of the Board at any given time. Each member shall be entitled to one (1) vote and may take part and vote in person only. At its discretion, the Board may conduct its business by teleconference, facsimile or other legally

acceptable means. Meetings shall be conducted in accordance with parliamentary procedures determined by the Board.

**Section 12.** Every decision of the Board shall be by a majority vote unless otherwise required by law, the policies of the Board or these by-laws. Each Director shall be entitled to one vote on any matter coming before the Board. In the event of a tie, the President will cast the deciding vote.

**Section 13.** The Board of Directors shall declare an officer or Director at Large (nonofficer) position to be vacant where an officer or Director at Large ceases to be a member in good standing of PMI or of the Project Management Institute Manitoba Chapter Inc. by reason of non-payment of dues, or where the officer or Director at Large is absent without leave for two (2) consecutive Board meetings. An officer or Director at Large may resign by submitting written notice to the President or Secretary. Unless another time is specified in the notice or determined by the Board, the resignation shall be effective upon receipt by the Board of the written notice.

**Section 14:** An officer or Director at Large may be removed from office for just cause in connection with the affairs of the organization by a two-thirds (2/3) vote of the members present and in person at an official meeting of the membership, or by a two-thirds (2/3) vote of the Board.

**Section 15:** If any officer or Director at Large position becomes vacant, the Board may appoint a successor to fill the office for the unexpired portion of the term for the vacant position. In the event the President is unable or unwilling to complete the current term of office, the Vice President - Operations shall assume the duties and office of the presiding officer for the remainder of the term. The Board may call for a special election by the chapter's membership to fill the vacant position.

### Board Commitment Requirement

1. Attend and participate in all monthly board meetings. 10 Board meetings are generally held from March through June and September through February on the third Tuesday of the month, except for holidays, from 5:00 p.m. to closure (generally 2 hours in length).
2. Most Board members will spend an average of 6-10 hours per week performing chapter related tasks. This may vary based on the Board position and the number of support persons or volunteers assigned to assist the Board member.
3. Attend the following evening or weekend day board meetings:
  - a) Board Orientation – during the Board meeting in April or one day on a Saturday
  - b) Strategic planning workshop - one day on a Saturday, or 2 weeknights in May
  - c) Operational and budget planning session - one day during a Saturday or weeknight in October

All meetings will be held in a location within the City of Winnipeg. While Board Members are strongly encouraged to attend all meetings, in-person attendance is mandatory for the three annual Saturday Board sessions (i.e. 3a, 3b, 3c).

Board Members are responsible for all travel and other expenses incurred to attend Board meetings unless written approval is provided by the Board prior to a given meeting. As PMI Manitoba provides Board Members with senior management level corporate and project management training, PMI Manitoba assumes that candidates elected as Board Members will have full support from their employers for such travel and expenses.

***NOTE: We all know life happens and even the best intentions of meeting the above commitments may be derailed by family, personal or work situations. As a board, we strive to support each other during these situations. We only ask that you let us know in a timely manner if you must scale back or need help to fulfill your responsibilities.***

### **Key Board Roles and Areas of Responsibility**

Boards of Directors are responsible for policymaking, governance, strategic planning, and committee oversight and fulfill all fiduciary responsibilities of the Chapter.

Primary responsibilities include:

- Take an active role in transitioning new board members into their position
- Assist and approve annual budget for your specific committee areas
- Contribute input into the development of the chapter calendar
- Participate in all strategic planning, board development meetings and transition meetings
- Provide chapter Governance
- Participate in all monthly board meetings
- Provide support and oversight to Committee Chairs and Program Managers
- Adhere to the PMI code of ethics
- Adhere to PMI Conflict of Interest Policy
- Fulfill all the duties of the position
- Provide leadership and mentorship to Committee Chairs and Program Managers
- Represent the needs of the Chapter members
- Fulfill the fiduciary responsibilities of the board
- Guard against undue risk and liability to the chapter
- Develop Chapter policies that will guide board members, volunteers and the organization
- Identify and prioritize overall chapter programs and initiatives
- Accountable for everything the organization is, does and achieves or fails to achieve
- Determine board training and development needs
- Ensure adherence to Chapter Bylaws and board policies
- Meet with and gather wisdom from the members
- Evaluate identified success measures
- Examine monitoring data and determine if committees have used reasonable interpretation of board stated criteria

## ***President***

### **General Description:**

The President, together with the Vice President, Operations and the Vice President, Member Services, has responsibility for setting the strategic direction of the chapter, and leading the board of directors in the execution of the chapter's strategic plan and corporate governance activities.

The President of PMI Manitoba shall serve as the Chair of the PMI Manitoba Board of Directors. The President will be responsible for the overall functioning of the Chapter, assuring that the Chapter Board works together as a team, dedicated to achieving the Chapter vision, mission and objectives as detailed in the Chapter Charter. The President shall have the authority and responsibilities for, but not limited to: the role of presiding Officer at all Board and Membership meetings, and the general knowledge and responsibility for supervision of the business of PMI Manitoba. The President shall be responsible overseeing the agreed prioritization on operational and strategic activities of the chapter.

The President chairs the Strategic Planning Committee and sits on the Boards of various external associations as required.

### **Job Duties:**

- Has co-signature authority for all cheques
- Chair Board of Director meetings
- Open monthly Chapter meetings
- Attend any other meetings as required
- Complete monthly BOD status reports
- Participate and liaise with other Board Portfolios as required
- Mentoring and development of the Vice-President (President-Elect).
- The delivery of presentations to external organizations, or the designation of a member of the Board to deliver a given presentation.
- Review all presentations to external organizations prior to delivery.
- Creation of "President's Message for website
- Creation of submissions to newsletters
- Prepare the chapter's Annual Report
- Prepare the Annual General Meeting (AGM) presentation, coordinate and host the AGM
- Nominate Chair of Nominations Committee
- Prepare and submit the Annual Charter Renewal document to PMI Global
- Representation of the chapter as at Component Meetings (Leadership Meeting, Region 2 meetings, etc.)
- Appointment of interim replacement Board members to vacant positions, subject to the chapter By-laws and the Board's approval
- Ensuring chapter adherence to PMI Global policies and procedures
- Maintain and deliver all permanent records to the President-Elect as required
- Respond to inquiries of the chapter
- Participate in chapter events as available
- Chair Strategic Planning Meetings and co-ordinate BOD Strategic Planning Session



***Vice President, Operations (President – Elect)*****General Description:**

Reporting to the President, the Vice President, Operations, is the president elect, and is responsible for the effective operations of the chapter, and delivery of strategic planning items. The Vice President, Operations, fills in for the President when he or she is not able to fulfill their duties.

**Job Duties:**

- Attend Board of Director meetings
- Chair the Chapter Board of Directors meetings in the absence of the President
- Has co-signature authority for all cheques
- Maintain the Chapter By-Laws and Policies and Procedures
- Attend chapter meetings and other events as required
- Participate in chapter events as available
- Complete monthly BOD status reports
- Participate and liaise with other Portfolios as required
- Recruit volunteers and managing recognition events and gifts
- Member of Audit Committee
- May represent chapter at Component Meetings (Leadership Meetings, Region 2 meetings, etc.)
- Assist the Chapter President with his/her duties as outlined previously
- Sponsor “*Special Projects*” conducted by the Chapter unless otherwise assigned by the Board; Special Projects are ones that are deemed to fall outside the normal scope of the given Board portfolios

***Vice President, Member Services*****General Description:**

Reporting to the President, the Vice President, Member Services oversees 3 director portfolios responsible for overall program and event delivery. The primary goal of the Vice President, Member Services is to ensure coordination between the 3 service delivering portfolios and keeping services in line with the strategic direction of the chapter.

**Job Duties:**

- Attend Board of Director meetings
- Chair the Chapter Board of Directors meetings in the absence of the President and Vice-President, Operations
- Assist the President in liaison with PMI if and when required
- Attend any other meetings as required
- Recruitment of volunteers
- May represent chapter at Component Meetings (Leadership Meetings, Region 2 meetings, etc.)
- Complete monthly BOD status reports
- Participate and liaise with other Portfolios as required
- Provide guidance and recommendations to Board discussions and decisions based on prior experiences and history of the Chapter, the Board and the operations of PMI
- Participate in chapter events as available
- Is a voting member of the Board of Directors

### ***Director of Finance***

#### **General Description:**

The duties and authorities of the Director of Finance shall include, but is not limited to accountability for the accuracy of Corporation finances, preparation of the annual budget, adherence to ASNFPO (Accounting standards for Not-For-Profit organizations) and ensuring an independent audit of the Corporation's finances and financial statement. The Director of Finance is a member of the Audit Committee and may assume additional duties as determined by the Board of Directors. The Director of Finance also acts as the chapter Treasurer.

The Director of Finance takes the lead in ensuring the Board of Directors set annual portfolio budgets and forward plan the income and expenditure.

#### **Job Duties:**

- Attend monthly Board of Director meetings
- Attend meetings with others as required
- Complete monthly BOD status reports as well as have P&L statements available for Board
- Direct portfolio volunteers
- Manage staffing and training of portfolio positions
- Prepare and manage portfolio budget requirements
- Participate and liaise with other Portfolios as required
- Participate in board subcommittees as determined by annual strategic goals
- Review monthly reconciliations
- Validate month end outputs and adherence to ASNFPO (Accounting standards for Not-For-Profit organizations)
- Have details of bank account available for Board
- Execute and operate Board financial decisions
- Participate for the preparation of the annual budget and liaise with the auditors for the Annual General Meeting
- Coordinate and conduct independent audits of the Corporation's finances and financial statements

### ***Director of Governance***

#### **General Description:**

The duties and authorities of the Director of Governance shall include, but not be limited to: accountability for the accuracy of Board documents, such as true minutes of all meetings, and custodian of Corporation documents including, but not limited to, the by-laws and Board Policies and Procedures. The Director of Governance also acts as the chapter Secretary.

#### **Job Duties:**

- Attend monthly Board of Director meetings
- Attend any other meetings as required
- Review and file Board meeting minutes and agendas
- Complete monthly BOD status reports
- Direct portfolio volunteers
- Prepare and manage portfolio budget requirements
- Participate and liaise with other Portfolios as required
- Schedule Board meetings as required
- Document management – coordinating the archiving of all past documents/files

### ***Director of Monthly Programs***

#### **General Description:**

To plan and implement the monthly Chapter meetings including arranging for facilities, food, speakers, speaker gifts, door prizes, MC and preparing the Communications.

#### **Job Duties:**

- Attend monthly Board of Director meetings
- Attend any other meetings as required
- Complete monthly BOD status reports
- Direct portfolio volunteers
- Manage staffing and training of portfolio positions
- Prepare and manage portfolio budget requirements
- Participate and liaise with other Portfolios as required
- Coordinate monthly Programs Committee meetings (approx. 8/year)
- Establish monthly chapter meeting schedule, speakers and facilities
- Prepare and submit Chapter meeting communications and invitations to Chapter meetings to IT Director
- Co-coordinate Annual General Meeting facilities with President
- Co-ordinate fun events i.e. golf, curling

### ***Director of Professional Development***

#### **General Description:**

The Director of Professional Development is responsible for all training, education and professional development provided by PMI Manitoba.

The portfolio is broken down into 3 committees:

- Education – responsible for providing advanced training workshops annually
- Certification - responsible for providing information sessions, assistance in setting up study groups, guidance in certification application preparation
- Professional Development Day – responsible for delivering an annual Project Management Symposium

#### **Job Duties:**

- Attend monthly Board of Director meetings
- Attend any other meetings as required
- Complete monthly BOD status reports
- Direct portfolio volunteers
- Manage staffing and training of portfolio positions
- Prepare and manage portfolio budget requirements
- Participate and liaise with other Portfolios as required
- Coordinate annual Professional Development Day(s)
- Coordinate education events as required
- Coordinate certification study groups
- Coordinate scholarship program
- Coordinate library activities associated with Red River College
- Coordinate “Registered Education Provider” activities
- Coordinate activities for monthly BOD reports from the DEP
- Coordinate activities for membership enquiries
- Coordinate activities for welcoming members
- Coordinate activities for follow-up with each member who does not renew

### ***Director of Information Technology***

#### **General Description:**

Reporting to the Vice President, Operations, the Director of Information Technology oversees the setup, maintenance and operations of the chapters technology and business systems.

#### **Job Duties:**

- Maintain Chapter Website
- Maintain Event Registration and Payment System
- Maintain Board Portal (SharePoint)
- Research and recommend technology solutions that will improve chapter operations
- Attend monthly Board of Director meetings
- Attend any other meetings as required
- Complete monthly BOD status reports
- Direct portfolio volunteers
- Manage staffing and training of portfolio positions
- Prepare and manage portfolio budget requirements
- Provide event reporting to Membership and Treasurer
- Participate and liaise with other Portfolios as required
- Coordinate all web site activities
- Coordinate production of Newsletter
- Coordinate external communications as required

### ***Director of Marketing***

#### **General Description:**

Reporting to the Vice President, Operations, the Director of Marketing is responsible for selling PMI, its membership, and its services to outside parties. The Director of Marketing also establishes strategic partnerships with corporate sponsors, and helps to ensure the overall strategic direction of the chapter is on pace with changing requirements in the marketplace.

- Develop and maintain an annual Marketing Plan complete with detailed budget.
  - Develop and submit to the Board for approval an annual Marketing Plan.
  - Carry out the execution of the approved Marketing Plan.
  - Regularly report progress of execution of the Marketing Plan to the Board identifying any deviations or delays in time, effort or cost.
- Marketing Sponsorship & Advertising Package
  - Recruit Corporate Sponsors as the opportunity presents itself
  - Review all corporate sponsorship rates annually and present recommendations to the Board.
  - Undertake a Corporate sponsorship program drive to solicit participation, support, sponsorship of mail-outs, etc. for the Chapter.
  - Be responsible for obtaining advertising for the Newsletter
- Develop and coordinate external publicity programs to publicize & promote the Chapter, PMI and their various activities across a broad spectrum of the local population.
- PMI promotional material
  - Maintain an inventory of items for speaker gifts, awards and retail as detailed in the annual marketing plan.
  - Semi- annually submit an inventory status report to the Board for review and approval
- Maintain the Chapter Logo

#### **Job Duties:**

- Attend monthly Board of Director meetings
- Attend any other meetings as required
- Complete monthly BOD status reports
- Direct portfolio volunteers
- Manage staffing and training of portfolio positions
- Prepare and manage portfolio budget requirements
- Participate and liaise with other Portfolios as required
- Coordinate activities required for Corporate Sponsorship
- Procure products as required
- Development and coordination of Promotion and Publicity initiatives undertaken by the chapter.
- Maintain liaison with PMI HQ Marketing/Publicity and awareness of their initiatives



### ***Director of Networking Events***

#### **General Description:**

Reporting to the Vice President, Member Services, the Director of Networking Events organizes non PDU member oriented events, oversees the Project of the Year competition and awards ceremony, as well as recognition events for new credential holders and chapter volunteers.

#### **Job Duties:**

- Attend monthly Board of Director meetings
- Attend other meetings as required
- Complete monthly BOD status reports
- Direct portfolio volunteers
- Manage staffing and training of portfolio positions
- Prepare and manage portfolio budget requirements
- Participate and liaise with other Portfolios as required
- Coordinate activities required for attendance at PMI networking events