



Governance Model

Revision Date: October 12, 2023

The following Governance Model has been developed to define the purpose, structure, internal processes, and procedures to be followed by the PMI Chicagoland Chapter Executive Council (the “Executive Council”) to ensure its stability and sustainability.

1. The PMI Chicagoland Chapter Executive Council

The PMI Chicagoland Chapter Executive Council is an invitation-only assembly of local senior-level business leaders, seasoned practitioners, thought leaders, and other project management executives who are committed to strengthening and advancing the profession of project management. The Executive Council provides a structured outlet for Members to discuss key project management topics, keep current with executive-level briefings and trends, explore cross-industry benchmarks, and leverage their expertise and interests to contribute to these areas.

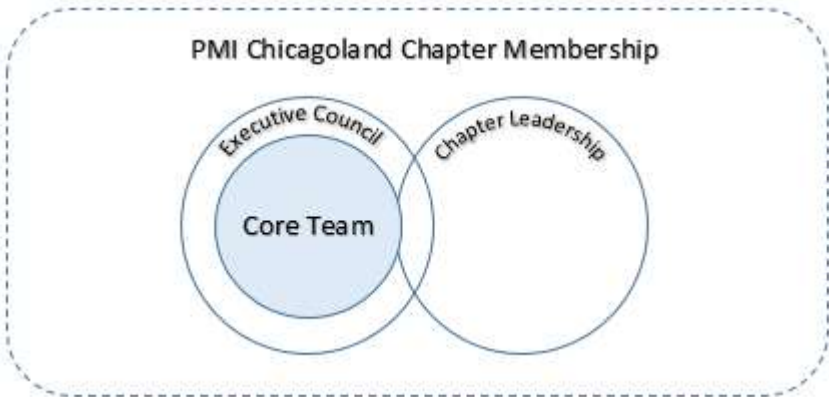
2. PMI Chicagoland Chapter Executive Council Mission

The mission of the Executive Council is to provide select senior-level business leaders and project management executives with a strategic thought forum for tackling industry challenges, sharing project management trends, ideas, challenges, and other relevant topics which will benefit the Executive Council Members, the broader Chicagoland Chapter, and/or the project management profession. The Executive Council will pursue this mission through the execution of three strategic initiatives:

- a. Foster positive interactions and facilitate thought leadership among local project management executives through networking and roundtable discussions.
- b. Promote and advance the profession of project management by connecting with business and organizational leaders to underscore the value of the project management discipline as a strategic business advantage.
- c. Give back to the PMI community through knowledge sharing, mentoring, and panel discussions.

3. Composition of the Executive Council

The Executive Council should be comprised of 20-40 senior-level business leaders, seasoned practitioners, thought leaders, and other project management executives (“Members”) from a variety of companies, company sizes, industries, disciplines, and focus areas. Membership of the Executive Council shall be for a 2-year term and by invitation only, as described in the section below. The general affairs of the Executive Council will be managed by a subset of the Executive Council (the “Core Team”) consisting of at least four (4) including the Chapter Liaison but not more than six (6) current Executive Council Members as described below.



4. The Core Team

4.1 Structure of the Core Team

The Core Team shall consist of Executive Council Members who are active Members of the Executive Council. Being on the Core Team requires a time commitment on the part of the Member to regularly attend committee and Executive Council meetings and participate in the Core Team’s monthly coordination meetings. Additional work, to be done outside of meetings, may be required from time to time. The average time commitment for Core Team Members is approximately 6-8 hours per quarter.

At a minimum, the Core Team shall consist of the following voting members: 1) an Executive Council Chair, 2) a Chapter Liaison (VP of Business Outreach or Delegate), and 3) the remainder of additional Executive Council Members (the “Core Team”).

4.2 Roles & Responsibilities of the Core Team

The Core Team shall be responsible for managing the general affairs of the Executive Council. The Core Team is a decision-making body and may vote on various topics (observing Robert’s Rules of Order), such as approval of nominees to the Executive Council, and the annual renewal of existing Executive Council Members.

Chairperson:

Term	The Chairperson shall serve for no more than two (2) years January – December.
Role	Voting Member.
Responsibility	The Chairperson will maintain an external focus in representing the Executive Council and shall provide leadership, vision, and strategy. S/he will be responsible for leading the Core Team, working in close coordination with the Chapter Liaison to market the Executive Council, and soliciting interest from local executives. The Chairperson shall preside over all Executive Council Meetings and will maintain active relationships with Executive Council Members to ensure a high degree of quality participation. S/he will also moderate and lead the annual Leadership Forum. S/he should be a senior-level business leader with strong professional, communication and leadership skills.

Past Chairperson:

Term	The Past Chairperson shall serve for no more than one (1) year January – December.
Role	Non-Voting Member.
Responsibility	The Past Chairperson will assist the newly elected Chairperson in business and operational matters. S/he will transfer all relevant materials to the newly elected Chairperson and will attend Core Team and Executive Council meetings as available.

Core Team Member:

Term	The Core Team Member shall be approved by a majority vote of the current Core Team Members and shall serve for a term of two (2) years, (January - December). Upon the end of the Core Team Member's term, s/he may elect to remain on the Core Team for another two years, with Executive Council approval.
Role	Voting Member.
Responsibility	The Core Team Members will work closely with the Chairperson to create and execute various strategic and tactical initiatives aimed at furthering the goals of the Executive Council.

Chapter Liaison:

Term	The Chapter Liaison is elected by the Chapter membership via the annual nominations process and shall serve and support the Executive Council as a Core Team Member de facto, throughout the term of his/her nomination.
Role	Voting Member.
Responsibility	The Chapter Liaison will be responsible for providing guidance and support to the Core Team to ensure that the goals, initiatives, and actions undertaken by the Executive Council are congruent with the values and mission of the broader Chapter and profession. The Chapter Liaison shall have final approval of the annual Executive Council budget.

Guest:

Term	Not applicable.
Role	Non-Voting Member.
Responsibility	Guests can be invited at the discretion of the Chairperson to attend Core Team meetings and advise on Executive Council topics and direction.

5. Executive Council Members

5.1 Member Roles

Membership in the Executive Council is exclusive, yet voluntary, and Members should understand the mission of the Executive Council, as well as the role and responsibilities of Membership. At a minimum, Executive Council Members should:

- a. Attend most quarterly Executive Council meetings and bring rich topics, challenges, and suggestions to the table.
- b. Serve as ambassadors of the Executive Council, always adhering to the PMI Code of Ethics and maintaining a professional decorum.

- c. Support the Council by participating at Chapter and Council events as a panelist, moderator, key-note speaker, booth attendee, etc.
- d. Promote the Executive Council by attending PMI events, talking to PMI members about the Executive Council, and identifying opportunities for the Executive Council to make contributions to the PMI community.
- e. Advocate and advance the profession of project management at their employed companies by providing appropriate venues of communications around PMI Chicagoland events.

5.2 Member Profile

Executive Council Members shall seek to identify qualified candidates to serve on the Executive Council, following such criteria and protocol as set forth below in this Section and Section 5.3 (New Membership.) The Core Team shall be responsible for vetting guests and applicants against the criteria established by the Core Team and approved by the Executive Council. An Executive Council Member who no longer has an active role as a practitioner may elect to serve as an Emeritus Member, with approval from the Core Team. Such criteria include:

- a. Executive Council Members has served in a leadership position in their organization; *or* shall be highly experienced practitioners capable of contributing significant value to the mission of the Executive Council; *and*
- b. Executive Council Members shall have attained, and maintain in good standing a PMI certification, *and*
 - a. *Note: this criterion does not apply to an Emeritus Member*
- c. Executive Council Members shall attend on average at least one (1) PMI Chicagoland Chapter meeting annually, *and*
- d. Executive Council Members shall attend on average at least two (2) Executive Council meetings annually, *and*
- e. Executive Council Members shall maintain active memberships in good standing with PMI and the PMI Chicagoland Chapter; *and*
- f. Executive Council Members should be passionate about the profession; *and*
- g. Executive Council Members may be required to meet other such criteria, as established by the Core Team and approved by the Executive Council, to maintain a healthy diversity of industries, company sizes, disciplines, and focus areas.
- h. One of more of these criteria can be waived by the Core Team after each Executive Council Member (or candidate) has been sufficiently reviewed.

5.3 Membership

Membership in the Executive Council is by invitation only. Executive Council Members should seek to identify qualified candidates to serve on the Executive Council. Executive Council Members will be appointed for a two [2] year term and will auto renew assuming attendance and participation requirements are met.

Prospective Member names and bios should be submitted to the Core Team for evaluation against the criteria identified in Section 5.2. Upon approval by the Core Team, prospective Members should be invited to attend a monthly Chapter Dinner and/or an Executive Council meeting where the Core Team may become better acquainted with the individual and his/her experience and potential contributions as a Member. Upon securing an affirmative vote of a majority of the Core Team, the Director of Executive Outreach may extend an invitation for membership to the prospective member.

- a. The nominated candidate must complete and submit the New Member Executive Council Form.
- b. The Core Team shall vote on whether to invite the candidate to join the Executive Council.
- c. Upon approval by the Core Team, the Chairperson will communicate the decision to the candidate and inform the Members.
- d. The Chapter Liaison will update the Executive Council register with the new Member's title, term dates, and contact information.
- e. The Chapter Liaison will order business cards and an Executive Council name badge for the new member, in addition to printing a Membership certificate, to be signed by the Chairperson and presented at the next Executive Council Meeting.

5.4 Core Team Nomination Process

The Core Team serves at the pleasure of the Executive Council and shall be elected through a self-nomination process as outlined below:

- a. Any Executive Council Member may submit a Self-Nomination Form for the Core Team. The nomination form or similar must be sent to the Chairperson within the nomination period. The Chairperson shall notify the Executive Council Membership of the nomination period. The Self-Nomination form provided is for reference purposes and may be used as a guide. Members may utilize a similar form or modify the provided form, if it fulfills the requirements set forth in this Governance Model.
- b. A Core Team member must be an Executive Council member in good standing.
- c. Nominations shall be reviewed by the Core Team on a Core Team call and appointments shall be made by a simple majority vote of the Executive Council members present at an Executive Council meeting.
- d. Current Core Team Members may not vote for themselves. In case of a tie, the Past Chairperson will break the tie.
- e. If an elected Core Team Member resigns prior to the end of their term, the Core Team will communicate the vacancy to the Executive Council and initiate the self-nomination process for the open position. An attempt will be made to fill the vacancy as soon as possible.
- f. Any nominations will be discussed and voted on at an Executive Council meeting that is scheduled two weeks prior.
- g. The Core Team (not including the current Chairperson) will determine via a majority vote who will serve as the Chairperson.

6. Changes to the Governance Model

- a. Requested changes to the Governance Model can be submitted by an Executive Council member to the Core Team.
- b. The Core Team will discuss the requested changes and provide a revised Governance Model to the Executive Council Members.
- c. Changes to the Governance Model will be discussed at an Executive Council meeting that is scheduled two weeks prior.
- d. Changes to the Governance Model will be ratified by a simple majority vote of the Executive Council Members present at an Executive Council meeting.

7. Annual Calendar

The annual calendar provides a snapshot of anticipated recurring meetings. Additional meetings may be added at the discretion of the individual committees and projects.

- a. Annual Planning Meeting – The Core Team shall begin planning in July and target approval of a 12-month strategic plan by December.
- b. Chairperson Appointment – The Core Team shall select a new Chairperson as needed.
- c. Executive Council meetings – The Core Team will conduct at least four meetings per year.
- d. Leadership Forum – The Core team will co-lead the annual Leadership Forum along with Chicagoland Chapter leadership.
- e. PMI Chicagoland Panel event – Executive Council Members will present at the annual PMI Chicagoland Chapter meeting for an Executive Council panel event.
- f. Core Team Meetings – The Core Team conducts monthly or as needed conference call meetings for strategy, coordination, and planning purposes.