

Chapter Leadership Roles & Responsibilities

Transition

Document Revision Log

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10.	12/11/2023	Geraldine Marks Manish Kalra Isiuwa Tanimajo Matt Mehring	Updated to verify Nominating Committee and conversion typos from PDF to Word and Update Director of Governance role

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Purpose of this document

The purpose of this document is to provide new board members, potential board members and current board members information needed to understand the primary responsibilities of each of the key PMI-MN governance roles. Each role contains a description, listing of primary responsibilities, key contacts and a listing of chairs, committees or positions reporting to this position for each board member.

PMI-MN Mission and Vision Statements

To provide value to members and the community through opportunities for career development and to advocate the advancement of the project management profession and its disciplines.

Since, 1984, our chapter has focused on alignment with PMI's core principles and the following priorities:

- Developing a community of project managers
- Advancing the profession of project management
- Acting as an information distribution forum for project management
- Facilitating education in project management

Summary of Board Positions and Responsibilities

Past President	President	President-Elect	Director of Finance
<ul style="list-style-type: none"> Executive Officer Mentor Board leadership Chapter Escalations Backup for President and President Elect as needed. Annual Report President/Volunteer Gala for previous year Complete transition of prior year's activities and projects before term completion <p>Chair:</p> <ul style="list-style-type: none"> None <p>Liaison</p> <ul style="list-style-type: none"> As recommended by the Board <p>Program Manager Roles</p> <ul style="list-style-type: none"> Special Projects 	<ul style="list-style-type: none"> Chief Executive Officer Charter Renewal Board Oversight & Support Region 2 & PMI Liaison Leadership Development Conduct Annual Business Meeting Strategic Planning President's Summer Event Nomination Committee (Formation) Support and Oversight for Professional Development Days (PDD) <p>Chair:</p> <ul style="list-style-type: none"> Board <p>Liaison</p> <ul style="list-style-type: none"> PDD <p>Program Manager Roles</p> <ul style="list-style-type: none"> None 	<ul style="list-style-type: none"> Chief Operating Officer Nominating Committee (Escalations) New Board Training & Transition Chair Roles and Responsibilities Special events Operations Committee Scorecard and Annual Report Maintenance of processes and documentation Overall Chapter Events Coordination <p>Administration Vendor management</p> <ul style="list-style-type: none"> Documentation Management Inventory Management Resource Management Meeting minutes <p>Vendor Management</p> <ul style="list-style-type: none"> Contracts Logistics <p>Chair:</p> <ul style="list-style-type: none"> Operations <p>Liaison</p> <ul style="list-style-type: none"> As recommended by the Board <p>Program Manager Roles</p> <ul style="list-style-type: none"> None 	<ul style="list-style-type: none"> Executive Officer Budget Financial Records Reimbursements Annual tax prep and reporting Component Insurance Event registration settlements Sponsorship Program Event <p>Registration Services</p> <ul style="list-style-type: none"> Pre-registration On-site registration Post registration <p>Chair:</p> <ul style="list-style-type: none"> None <p>Liaison</p> <ul style="list-style-type: none"> Finance Committee <p>Program Manager Roles</p> <ul style="list-style-type: none"> Special Projects

Director of Governance/Board Secretary	Director At-Large
<ul style="list-style-type: none"> ▪ Executive Officer ▪ Maintain policies and procedures. ▪ Chapter bylaws and all other laws ▪ Review Legal agreements. ▪ Manage records of all business meetings ▪ Engage legal counsel as necessary. ▪ Escalate ethical issues, risks and decisions to the Executive Committee ▪ Manage Conflict Resolution, See bylaws. ▪ Attend Region 2 / Leadership PMI conferences as needed. <p>Chair:</p> <ul style="list-style-type: none"> - None <p>Liaison</p> <ul style="list-style-type: none"> ▪ As recommended by the Board <p>Program Manager Roles</p> <ul style="list-style-type: none"> ▪ Special Projects 	<ul style="list-style-type: none"> ▪ Nonexecutive Officer ▪ Annual strategy setting and strategy evaluation exercises. ▪ Annual budgeting exercises and fulfills fiduciary responsibilities. ▪ Attend monthly Board meetings and provide status reports. ▪ Sponsor strategic initiatives by acting as Board sponsor and creating the necessary project teams. ▪ Attend Region 2 / Leadership PMI conferences as needed. ▪ Participate in board development and transition meetings. ▪ Guard against undue risk and liability to the Chapter. ▪ Ensure adherence to Chapter Bylaws and Policies. ▪ Escalation of issues or concerns for a timely resolution. <p>Chair:</p> <ul style="list-style-type: none"> - None <p>Liaison</p> <ul style="list-style-type: none"> ▪ As recommended by the Board <p>Program Manager Roles</p> <ul style="list-style-type: none"> ▪ Special Projects

Organizational Structure

Elections

1. Seven board directors are nominated, and each officer will have a designated oversight area (see org chart in previous sections for details on committees):
 - President-Elect (The President-Elect position is elected annually, and the person fulfills the role for three years, progressively assuming the President and Past-President roles in the following years)
 - Director of Finance (two-year term)
 - Director of Governance / Board Secretary (two-year term)
 - Director-at-Large (There are four Director-at-Large positions, two positions rotating annually – each two-year terms)

Chapter Bylaws

See Bylaws in regard to Officers; Board of Directors; Nominations, Appointments and Elections; and Committees.

Overall Board of Directors Roles & Responsibilities

Description

Board Directors are responsible for policymaking, governance, strategic planning, and committee oversight and fulfill all fiduciary responsibilities of the Chapter. Primary Responsibilities include:

Primary Responsibilities

- Take an active role in transitioning new board members into their position.
- Assist and approve annual budget for their specific committee areas.
- Contribute input into the development of the Chapter calendar.
- Prepare annual Chapter goals for PMI GHQ & PMI-MN with input from chairs and committee program managers.
- To participate in all strategic planning, board development meetings and transition meetings.
- Provide Chapter Governance
- To participate in all monthly Board meetings without missing two unexcused consecutive meetings, which would lead to their removal from the Board.
- To provide support and oversight to committee chairs and program managers
- Adhere to the PMI code of ethics.
- Sign and adhere to PMI Conflict of Interest Policy annually or if a specific change occurs.
- Sign and adhere to the PMI MN Board Contract of Shared Expectations for Board Service
- Provides 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.
- Monthly reporting of volunteer hours
- Review and revision as deemed needed of the organizational structure.
- Escalation of issues or concerns for a timely resolution when dealing with a cross-functional activity, a vendor supported activity.

Presidency

President

Description

The President shall be the Chief Executive Officer of the Chapter and shall direct the activities of the other Board members in accordance with the purposes of Chapter Bylaws. Will assume the position of Past President (Immediate) the following year.

Primary Responsibilities

- Preside over the Chapter and Board of Directors
 - Be the official custodian of the PMI-MN Chapter Charter.
 - Call and preside over all Chapter Board meetings, the annual business meeting and special meetings.
 - Recommend the formation of any special committees to the Board of Directors for approval and member appointment.
- Represent Chapter and Board at various functions.
 - Serve as liaison between the Project Management Institute and the Minnesota Chapter of PMI.
 - Serve as Chapter representative at the PMI Chapter Leadership Development Meetings
 - Serve as Chapter representative at the Region 2 meetings.
 - Participate in monthly Region 2 conference calls.
- Manage the governing documentation process.
 - Review and recommend modifications, if required, to the Bylaws.
- Prepare and submit, in conjunction with the appropriate Directors, any required periodic reports to the Project Management Institute.
- Manage the Charter Renewal Process
 - Complete the Charter Renewal Survey accurately and on time.
 - Collect and aggregate the information required to complete the Charter Renewal Survey.
- Oversee the nominations and elections process.
 - Appoint members to serve on the Nominating Committee by May 1 of each year.
- Provide training and mentoring to Board members.
 - Train the President-Elect in all procedures and particulars of the Charter for the Chapter.
 - Act as mentor to the President-Elect on significant changes to policy and procedures.
 - Mentor Directors in their roles and responsibilities as required.
- Provide for public relations efforts.
 - Provide a frequent update “From the President” article in the Chapter newsletter when newsworthy.
 - Manage the annual awards and recognition process.
- Prepare and Conduct the Annual Chapter Business Meeting
 - Work with communications on announcing the meeting to membership 30 days before the meeting is held.
 - Work with the Past President, Director of Finance, and President-Elect to prepare Meeting Presentation
- Present the slate of the Nominating Committee members and Chair to the Board for approval.
- Conduct the annual strategic planning session(s) for the Chapter.

- Provide leadership for the PDD Chair
- In the absence of the President-Elect, serve as the signer for contracts/agreement the Chapter chooses to enter into for contracts/agreements over the amount of \$1,500 if budgeted or any \$amount if un-budgeted.
- Report volunteer hours monthly on the PMI-MN website for activities performed.

Key Contacts

- Board Directors
- President-Elect
- Past President (Immediate)
- Chapter Administration – work with the Administration services in appropriate administrative duties.
- PMI-GHQ
- Region 2

Committees / Positions Reporting to this Position

- All Board Directors
- Awards Committee
- Nominating Committee

President-Elect

Description

The President-Elect shall be the Chief Operating Officer of the Chapter and advises and assists the Chapter and the President. Directs activities of other Board members and leads Chapter meetings in the President's absence. Will assume the position of President the following year, and Past President the next year. This is a three-year commitment.

Primary Responsibilities

- Primary responsibility for all Operational aspects of the Chapter.
- Chair the Operations Committee
- Call and preside over a monthly operations committee meeting of all committee chairs.
- Recommend Committee Chairs annually, to be ratified by the full Board of Directors
- Serve as the signer for all contracts/agreements the Chapter chooses to enter into for contracts/agreements over the amount of \$1,500 if budgeted or any \$ amount if un-budgeted.
- Fulfill President's role in President's absence.
 - Preside over all Chapter Business meetings in the President's absence.
 - Assume the Office of the President at the end of the current President's term and ensure a smooth transition.
- Assist the President
 - Assist the President as the official custodian of the PMI Chapter Charter.
 - Attend all Chapter Board meetings and special meetings called by the President.
 - Assist the President in the appointment of members to serve on the Nominating Committee.
 - Assist the President in the appointment of vacant Board members' positions, subject to majority Board approval.

- Assist the President in preparing, in conjunction with the appropriate Board Director, any required periodic reports to PMI.
- Review and recommend modifications, if required, to the Chapter Bylaws.
- Provide input to the President on significant changes to policy and procedures.
- Assist and mentor Directors in their roles and responsibilities as required.
- Recruit volunteers for critical areas requiring Chapter focus.
- Learn the duties and office of the President.
 - Learn the responsibilities and duties of the office of the President.
 - Manage special projects that impact the entire Board.
 - Attend PMI GHQ and Region 2 Leadership meetings to further understand the roles and responsibilities of GHQ and Region 2 and increase PMI network for the Chapter.
- Serve as the point of contact between the Nominating Committee and Board, as needed (all necessary communications are to be between the President-Elect and the Chair)
- Contact winners and non-winners following close of an election, and potentially co-opting non-winners into other volunteer positions.
- Prepare for upcoming Presidency and Board
 - Prep for and conduct Leadership Transition meeting.
 - Participate in the annual strategic planning session(s)
- Report volunteer hours monthly on the PMI-MN website for activities performed.

Key Contacts

- Fellow Board Directors
- President
- Committee Chairs
- Association management partner
- IT partner

Committees / Positions Reporting to this Position

- Special projects as assigned by the President or Board
- Operations Committee

Past President

Description

The Past President shall be a resource for the PMI-MN Board. This individual will maintain a presence at PMI-MN activities. The Past President is an ex-officio member of the Board, with a vote.

Primary Responsibilities

- Develop, train and provide oversight to the Board, Coaching and Mentoring Committee
 - Participate and provide advice on any activities believed to be of vital interest to PMI-MN.
 - Act as a mentor to the President and other Board members as requested. To chair an ethics council if deemed necessary by the Chapter President.
 - Chapter escalations
 - Assist with creation of Annual report.
 - Act as mentor to the President on significant changes to policy and procedures.
 - Provide PMI GHQ updates and information as it pertains to and impacts Board functions and Chapter direction.
 - Coordinate awards nomination efforts pertaining to the preceding year.
- Report volunteer hours monthly on the PMI-MN website for activities performed.

Key Contacts

- President
- PMI GHQ
- Fellow Board of Directors
- Past Presidents

Committees / Positions Reporting to this Position

- Special projects as assigned by the President or Board

Director of Finance

Director of Finance

Description

Responsible for Chapter finances and ensuring the viability of the Chapter. Maintains Chapter non-profit status and arranges for audits and filing of tax returns. Position will also have significant input into furthering the financial practices of the Chapter regarding policy development, process definition, and related documentation.

Primary Responsibilities

- Manage all Chapter moneys in accordance with the Chapter Bylaws.
- Maintains a one-year operating expense balance in the bank.
- Maintain signature authorization for Chapter checking and savings accounts. Signatures to include the President, President-Elect, Director of Finance and 3rd party managing partners.
- Review and approve tax filings prepared by CPA firm.
- Distribute final annual financial statements and tax filings to the Board of Directors.
- Prepare periodic financial statements for presentation to the Chapter Board of Directors.
- Maintain the Chapter non-profit status.
- Provide financial recommendations to the Board as may be required.
- Maintain checking and savings accounts (e.g., minimum balances, transfers, & reserves).
- Participate in Board of Director's scheduled meetings and be answerable for all financial matters to the Board.
- Manage Chapter Ticketing Services or any new reservation vendor to coordinate accounting for receipts and expenses they collect and incur for various Chapter events.
- Ensure the financial aspects of contract are fulfilled.
- Ensure Chapter payment of invoices to all vendors in accordance with established policies and practices on a monthly basis.
- Report volunteer hours monthly on the PMI-MN website for activities performed.

Annual

- Create Finance Charter for upcoming year.
- Develop and maintain Finance schedule.
- Assist the Chapter President with preparation of the necessary financial reports required for submission to the PMI Global Headquarters (February)
- Submit Form 1099's to IRS (along with a form 1096). (Due March 1).
- Initiate and supervise annual compilation/review of financial records and preparation of tax filings by outside CPA firm. (March – May)
- Submit all applicable Federal and State income tax returns. (Due May 15th)
- Pay Chapter liability insurance through PMI Global Headquarters (Due November 1)

Key Contacts

- Fellow Board of Directors
- Association management partner
- Tax preparation CPA firm

- Committee Chairs

Committees / Positions Reporting to this Position

- Finance Chair

Director of Governance**Director of Governance/Board Secretary*****Description***

Responsible for maintenance and enforcement of Chapter policies and by-laws. Address any breaches and assist in Chapter conflicts.

Primary Responsibilities

- Develop and implement the necessary audit processes to assess operational compliance with chapter bylaws and all other laws.
- Ensure consistency throughout Chapter policies.
- Develop and implement the processes to periodically review and update the chapter bylaws.
- Develop and implement the processes to periodically review and update the Chapter's Operations policies.
- Manage bylaw changes with PMI GHQ, Board and the membership.
- Develop and manage an annual budget for the role.
- Participate in the review and approval of legal agreements.
- Engage legal counsel on behalf of the Chapter as needed.
- Attend Region 2 / Leadership PMI conferences as needed.
- Attend monthly Board and team meetings.
- Act as PMI MN point of contact with PMI GHQ for all items related to governance.
- Identify and train successor.
- Escalate issues, manage risks and decisions.
- Escalate ethical issues, risks and decisions to the Executive Committee.
- Provide input to the Chapter strategic plan.
- Report volunteer hours monthly on the PMI-MN website for activities performed.

Annual Responsibilities

- Ask all volunteers in leadership position to attend a mandatory overview of Chapter volunteer obligations, expectations, and prohibitions (this can be done at the annual transition meeting)
- Consider performing a PMI Chapter Board Ethics Assessment
- Consider holding an Ethics Decision Making Workshop

Key Contacts

- Fellow Board of Directors
- Association management partner

Committees / Positions Reporting to this Position

- None

Director At Large

Director At Large

Description

Responsible for maintenance and enforcement of Chapter policies and by-laws. Address any breaches and assist in Chapter conflicts.

Primary Responsibilities

- Attend and participate in all Board Meetings (without missing 2 in a row)
- Host/Serve as MC during one dinner meeting (at least) annually.
- Attend and participate in at least one PMI-MN hosted chapter event per quarter.
- Assist with other special projects as directed by the President or Board
- Report volunteer hours monthly on the PMI-MN website for activities performed.

Key Contacts

- Fellow Board of Directors

Committee Chair – General Roles & Responsibilities

Description

The Committee Chairs have overall responsibility for all operational efforts and resource management & allocation in their assigned areas. Committee chairs are responsible to the Chapter Board of Directors and President-Elect and provide leadership to the Program Managers assigned to them. They are appointed by the President and are ratified by an annual basis.

Primary Responsibilities

- Identify and develop Vice-Chair
- Prepare and maintain transition materials to succeeding Chair to ensure smooth transition as needed.
- Work with Vice-Chair, Program Managers and Finance Chair to prepare annual committee budgets and submit budgets for Board approval.
- Manage approved budget and review financial statements monthly.
- Contribute input into the Chapter's Operations Committee annual calendar.
- Work with Vice-Chair and Program Managers to prepare annual goals for their area that fit into the strategic goals of the Chapter and meet the charter goals.
- Develop an overall communications plan (organizational chart, contact list, roles & responsibilities and communications plan) for all committees under their responsibility. Communication plans should be posted on the Chapter SharePoint site and with Chapter Administrator (The Chapter Administrator either provides original documents or receives original documents from the website).
- Participate in all strategic planning, leadership & development and committee training meetings.

- Participate in monthly Board meetings as requested by the Board of Directors
- Report volunteer hours monthly on the PMI-MN website for activities performed; ensure team members are also reporting their volunteer hours.
- Meet monthly with your Board Director Liaison
- Meet monthly with the Vice Chair and Program Managers (and Project Managers as appropriate)
- Attend the monthly Operations Committee meeting.
 - If the Chair is unable to attend, then Vice Chair should attend in their place.
 - If a Chair misses more than two consecutive meetings, they may be subject to removal and will be replaced by the Vice Chair.
- Adhere to the PMI code of ethics.
- Sign and adhere to PMI Conflict of Interest Policy annually or if a specific change occurs.
- Advise the Director of Finance of all financial commitments prior to actual expenditure.
- Fulfill all the duties of the position held.
- Assist in the recruiting of volunteers as needed by the various committees & work efforts.
- Ensure all volunteers understand the appropriate policies to which they must adhere.
- Provides leadership and mentorship to Vice Chair and Program Managers
- Serve as Liaison between the Board of Directors and Vice Chair and Program Managers
- Identify issues that must come to the board.
 - Change in budget over \$500.
 - Potential policy, ethics or conflict of interest issues
 - Development of new programs
 - Discontinuation of current programs
- Has signing authority for contracts/agreement the Chapter chooses to enter into for contracts/agreements less than \$1,500 if budgeted. All contracts/agreements that are unbudgeted must be signed by the President-Elect, regardless of the \$ amount.
- Fully Responsible for information content about their area of responsibility that is posted on the website and for the on time providing of that information for all communications channels.
- Escalation of issues or concerns for a timely resolution when dealing with a cross-functional activity, a vendor supported activity or when dealing with a concern/question not being responded to by their director.
- Report volunteer hours monthly on the PMI-MN website for activities performed.

Key Contacts

- Board of Directors
- President-Elect
- Fellow Committee Chairs
- Vice-Chair
- Association management partner
- IT partner

Committees / Positions Reporting to this Position

- Vice Committee Chair
- Program Managers for the assigned area

Vice Committee Chair – General Roles & Responsibilities

Description

The Vice Committee Chair has overall responsibility to assist the Committee Chair with all operational efforts and resource management allocation in their assigned areas. Vice-Chairs are responsible to the Committee Chair, Board of Directors and President- Elect and provide leadership to the Program Managers assigned to them.

Primary Responsibilities

- Contribute input into the Chapter calendar.
- Work with Committee Chairs to prepare annual goals for your area that fit into the strategic goals of the Chapter and meet the charter goals.
- Participate in the annual committee chair and program manager annual training.
- May be requested to participate in monthly Board meetings as requested by the Board of Directors or Chairs
- Create monthly status reports for the Committee Chair due one and half weeks before the Operations Committee meeting.
- Report volunteer hours monthly on the PMI-MN website for activities performed; ensure team members are also reporting their volunteer hours.
- Adhere to the PMI code of ethics.
- Sign and adhere to PMI Conflict of Interest Policy annually or if a specific change occurs.
- Adhere to all Chapter policies.
- Advise the Committee Chair of all financial commitments prior to actual expenditure.
- Fulfill all the duties of the position held.
- Recruit volunteers as needed to various committees & work efforts.
- Ensure all volunteers understand the appropriate policies to which they must adhere.
- Develop and provide leadership to the committee team.
- Assist in the development and charter updates, business case development, updates to processes and templates for your area and coordinate the posting of information on the website and copies sent to Chapter Administrator for archiving.
- Prepare and manage a risk response plan for your area.
- Review and update web content as appropriate for your area to keep current information. Follow web policies for addition of new web pages.
- Prepare / maintain charter for each key program areas within your committee.
- Identify issues that must come to the board through the Chair.
 - Change in overall budget by \$500 or more.
 - Potential policy, ethics or conflict of interest issues
 - Development of new programs
 - Discontinuation of current programs
- Report volunteer hours monthly on the PMI-MN website for activities performed.

Key Contacts

- Committee Chair
- Administration vendor

Committees / Positions Reporting to this Position

- Project Managers for the assigned area