

**Project Management Institute**

Madison/South Central Wisconsin Chapter

PO Box 5392

Madison, Wisconsin, 53705-5392

[www.pmi-madison.org](http://www.pmi-madison.org)

PMI Madison Board Handbook

**GENERAL GUIDELINES FOR PMI Madison BOARD**

Date: 08/12/2018

Version: 1.1

# The PMI Madison/South Central Wisconsin Chapter, Inc.

*Educating and Promoting Professionalism in Project Management*

*The success of the Madison/South Central Wisconsin Chapter is due, in no small part, to the diligence, hard work, insight, and dedication of its Board members. It is to that legacy which each Board member must contribute and ensure the continued success and growth of the Chapter in serving its constituency.*

**Table of Contents**

[The PMI Madison/South Central Wisconsin Chapter, Inc. 1](file:///F%3A%5Cashokdiggavi%5CPersonal%5CPMI%5CGovernance%5CPMI-Handbook%5CPMI_Board_Handbook_2014_Updates%20%282%29.docx#_Toc392684330)

[I. PMI National Board Member Requirements 3](#_Toc392684332)

[A. Responsibilities: 3](#_Toc392684333)

[B. Legal Focus (extracted from the PMI Toolkit): 3](#_Toc392684334)

[C. Financial Duties (PMI Guidelines) 4](#_Toc392684335)

[Fiduciary Duties 4](#_Toc392684336)

[D. Avoiding Potential Financial (and other) Conflicts of Interest and Personal Gain 5](#_Toc392684337)

[E. Four General Duties of Board Members (PMI Guidelines) 5](#_Toc392684338)

[F. Additional Guidelines and Suggestions 5](#_Toc392684343)

[G. Additional PMI “helpful references:” 6](#_Toc392684344)

[II. PMI Madison/S. Central Wisconsin Board Requirements 7](#_Toc392684345)

[A. Chapter Name 7](#_Toc392684346)

[B. Elections 7](#_Toc392684347)

[C. Email 7](#_Toc392684348)

[D. Central Repository for Board Information 8](#_Toc392684349)

[E. Board meetings 8](#_Toc392684350)

[F. Board Meeting requirements 8](#_Toc392684353)

[G. Board member responsibilities 9](#_Toc392684354)

[H. Absences / work commitments 9](#_Toc392684357)

[I. Board Contact List 9](#_Toc392684358)

[J. Binders 10](#_Toc392684359)

[K. Status reports 10](#_Toc392684360)

[L. Governance of the PMI Board 10](#_Toc392684361)

[M. Conference Call Number 11](#_Toc392684362)

[N. Survey Software 11](#_Toc392684363)

[O. Chapter Website Add link to the site in this section 11](#_Toc392684364)

[P. Global Operations Center (GOC) 12](#_Toc392684365)

[Q. CRS (Chapter Reporting System) 12](#_Toc392684366)

[R. Chapter meetings and Events 12](#_Toc392684367)

[S. Expense guidelines 12](#_Toc392684368)

[T. Travel Requirements 14](#_Toc392684369)

# PMI National Board Member Requirements

To manage their functional area of the Board and provide support, advice and counsel based on their experience on behalf of the Chapter’s membership.

### Responsibilities:

On behalf of the Chapter membership, exercise independent accountability and responsibility with regard to the activities of the Board ensuring the alignment of decisions and activities with approved By-laws and component governance objectives. This includes participating in each meeting called by the appropriate authority, providing thoughtful deliberation to proposals, and voting their conscience in the best and balanced interests of the membership.

Board members will manage their functional areas and assist the President and President-Elect to the best of their abilities and provide counsel and recommendations to other Board members and established Committees. In addition, Board members may take on special assignments or projects at the request of the President, President-Elect and/or the Board of Directors including sponsoring new initiatives and providing guidance and leadership as required.

Board members will also serve as ambassadors of the Chapter to the membership and the community. This includes the responsibility to promote the profession of project management as well as the advantages of professional certification and affiliation with the Project Management Institute (PMI) and its components.

### Legal Focus (extracted from the PMI Toolkit):

The Board’s job is to sponsor activities that benefit PMI Madison’s members.

PMI Madison is an affiliated organization with PMI. As such, PMI charters PMI Madison as a component. The Chapter is separately incorporated in the Commonwealth of Virginia. PMI and PMI Madison have separate funds; however, both have the same members.

The Chapter’s operating guidelines are its By-Laws, parliamentary procedures, and policies, rules and orders (directions).

The Board develops policies, establishes goals and objectives, establishes financing mechanisms and monitors progress. Board members are expected to give advice and counsel, give feedback and comment during deliberations, manage day-to-day activities or hire persons to do these things, and furnish their expertise.

Ethical issues to be avoided by the Board include conflicts of interest, abuse of authority, politicking, withdrawal or lack of involvement, and inurnment (loss of tax status as a non-profit organization).

The Board faces liability concerns including negligence, gross negligence, malfeasance, and anti-trust, breach of contract, libel, slander and defamation.

The Board also faces exposure through its financial management, use of copyrighted works (speaker presentations, etc.) and other uses of intellectual property, ethics issues and acts of the Chapter membership.

### Financial Duties (PMI Guidelines)

### Fiduciary Duties

**Good Faith:** A Board member should have the honest intention to avoid taking advantage of another individual or corporation, either consciously or unconsciously. A Board member is obligated to act in good faith in carrying out all responsibilities.

**Reasonable Care:** A Board member should act as a “person of ordinary prudence” would act in the same circumstances, including reasonable inquiry, skill or diligence. This includes the duty to be informed, exercise reasonable skill and diligence, and to maintain confidentiality.

**Act in the best interests of the corporation:** A Board member has the duty to avoid self-dealing, conflicts of interest and the duty of disclosure and abstention.

### Avoiding Potential Financial (and other) Conflicts of Interest and Personal Gain

Financial duties of Board members include no compensation for services, no compensation or tangible benefits from the Chapter or PMI activities, no self-dealing, no undue influence on PMI or Chapter employment and disclosure where financial or personal interests are involved.

In order to avoid conflicts of interest, the Board members are prohibited from endorsing a product, service, firm, or individual as a PMI Madison Board member. They may do so as an individual, but must clearly not be representing PMI Madison when doing so.

### Four General Duties of Board Members (PMI Guidelines)

Duty of Care**:** Exercise the same care over the Chapter’s business as one’s personal business. Examples include: attend Board meetings, conduct periodic financial reviews, conduct strategic planning, develop operational plans, ask questions, and maintain confidentiality.

Duty of Loyalty**:** Act in the best interest of the Chapter. Disclose any potential conflicts.

Duty of Obedience**:** Obey, support, and enforce the actions taken by the Board collectively (speak with one voice). Avoid challenging or disagreeing with Board decisions outside of the Board or suggesting ways to avoid or manipulate a Board decision.

Duty of Integrity: Conduct oneself in an honest and ethical manner, consistent with standard business practices.

### Additional Guidelines and Suggestions

When circumstances prevent a Board member from being able to attend a Board meeting, he/she must notify the Secretary and President/President-Elect at least 3 days before the meeting If responsible for a topic or report, the Board member should try to provide a stand-in or provide the information for the record to the Secretary prior to the meeting.

Board members should encourage and plan for successors. Board members may need to resign from their position because of business or family circumstances and will need to quickly recommend a successor.

Board members must keep in mind that the elected Board members are acting on behalf of the Chapter membership first and foremost. Funds should not be spent unless there is a business case that maps to the needs and best interests of the Chapter membership.

### Additional PMI “helpful references:”

* <http://region2.vc.pmi.org/> - Region 2 website in which our chapter is a part of.
* <http://leadership.vc.pmi.org/> - PMI’s Component Leadership Online Community website that provides numerous templates, tips from other chapters, and a calendar of events for PMI conferences and other activities.
* <http://career.lms.pmi.org> - PMI Learn, a virtual learning environment that is part of its Leadership Institute.  As a Board member, you have free access to PMI Learn, a web-based application with a wealth of training materials provided in partnership with Harvard Business School Publishing.
* [ProjectManagement.com](http://click.pmi4you.org/?qs=5d90807d822f6e1ddce27d11ed13dc485b1803194f3043e20cef7e3f0e04b606) and [ProjectsAtWork.com](http://click.pmi4you.org/?qs=5d90807d822f6e1dffc2fb4a121a32700d0f35f7bc846dd1d096519cfe70f413) are new additions to the PMI family! You benefit from the advocacy, knowledge and networking you receive as a PMI member, and also you will now have access to important resources for practitioners from our sister sites, including:
	+ How-to articles related to project management help get you “unstuck”
	+ Free deliverable templates to help you save time.
	+ Links to active discussions to help you connect with subject matter experts and your peers.
	+ Accessing these new resources is easy. We've initiated a single sign on that enables you to log in to [ProjectManagement.com](http://click.pmi4you.org/?qs=5d90807d822f6e1ddce27d11ed13dc485b1803194f3043e20cef7e3f0e04b606) and [ProjectsAtWork.com](http://click.pmi4you.org/?qs=5d90807d822f6e1dffc2fb4a121a32700d0f35f7bc846dd1d096519cfe70f413) using your PMI credentials. Just click the PMI Member Login button and enter your existing PMI username and password. This will grant you access to everything on both sites.

# PMI Madison/S. Central Wisconsin Board Requirements

### Chapter Name

* The Chapter’s official and legal name is the “PMI Madison/South Central Wisconsin Chapter”.
* Chapter communications should only use this name.
* Chapter code is **C058**.

### Elections

* Refer to Chapter Bylaws (Article V, Section 2) for details on elections.
* Other details concerning elections not listed in the Bylaws:
	+ VP position may be vacated after 1 year of a 2 year term if leaving to run for President Elect position.
	+ You must be a current VP on the board before you can run for President Elect.
	+ Person voted to fill in vacated position will finish out length of term in order to keep position on planned election cycle of every 2 years and support staggered elections.
	+ If anyone who served as a Director or higher position on Board (i.e. VP) within the last 3 years in good standing is eligible to run for a VP position (exceptions are Governance and Administration).
* If there is a tie then Board will vote. If there is still a tie then current Past President will be asked to break the tie.

### Email

* An E-mail address has been set up for the President, President-Elect, VPs, Directors and some coordinator / assistant positions. Each email account should be set up by the board member to forward to their personal email address of choice. The following is our list of email addresses.
* Here is the list of Strategic Board email addresses (see Policy #1 for operational board email addresses):

|  |  |
| --- | --- |
| **Board Position** | **Email** |
| President | President@pmi-madison.org |
| President Elect | President\_elect@pmi-madison.org |
| Past President | PastPresident@pmi-madison.org |
| VP Administration | VP-Administration@pmi-madison.org |
| VP Governance | VP-Governance@pmi-madison.org |
| VP Marketing | VP-Marketing@pmi-madison.org |
| VP Professional Development | VP-ProfDevelopment@pmi-madison.org |
| VP Technology | VP-Technology@pmi-madison.org |
| VP Outreach | VP-Outreach@pmi-madison.org |
| VP Membership | VP-Membership@pmi-madison.org |

* To access/manage your email account:
	+ go to <https://accounts.google.com/signin>
	+ Username is the full user and domain name: example - President@pmi-madison.org. Password is Welcome123 and should be maintained so when new board members come in to these positions, it makes transition easier.
	+ Once you are logged in, click on Preferences, then Mail. Under Receiving Messages section, you can enter in the email address that your mail should be forwarded to.
* There is a 2Gb mailbox limit. Remember this email address is the property of the chapter. It should not be used for personal communication, only chapter business.

### Central Repository for Board Information

* Our central repository for board information is located in our chapter's website. This is accessed by logging into <http://www.pmi-madison.org>
* Once logged in, a board member will have an option in the Board Menu pane called "Document Repository".

### Board meetings

* The Strategic Board meets formally once a month.
* Meetings occur every second Thursday of the month unless otherwise scheduled due to holiday or other event conflicts.
* Monthly conference calls are held using the Board’s conference service.
* There are quarterly full board meetings. This includes strategic level plus directors under each level.
* At the chapter meetings, try not to sit with other board members (make the members and guests feel welcome – get to know them)

### Board Meeting requirements

* Board meetings are scheduled at least a month in advance.
* An agenda is sent to the board at least three days in advance.
* Minutes are sent to the board within one week of the meeting.
* The VP Administration maintains an action log for the board of directors.
* According to the by-laws, voting board members can’t miss two consecutive board meetings. Refer to Policy #1.7 Board Voting, Meetings and Fees for more details.
* Must attend all strategic planning meetings that are scheduled.
* Binders are required at every board meeting
* Board members are not required to attend any/all monthly or ad hoc non-Board meeting events, but are highly encouraged to attend each monthly dinner meeting and any other events that fit within their schedule.

### Board member responsibilities

* Read and abide by the chapter by-laws.
* Notify the board if you will not be available via e-mail for a week or more (include dates)
* Reply to e-mails in a timely manner and participate in discussions - even if you don’t have the answer (in the past we have had issues where no one replied for weeks)
* Read PMI today - this is emailed monthly by PMI.org and can also be found on PMI.org. Once logged in, PMI Today can be found under Knowledge Center section. If any board members is not representing the chapter, or fulfilling the above responsibilities or duties it is the responsibility of the director or strategic board to bring forward these issues to entire board to discuss proper action.
* Board members will not receive approval or funding to go to any conference if they have not met their expectations as agreed upon at the annual strategic planning meeting or have not fulfilled their duties as a board member.

### Absences / work commitments

* As a courtesy to the other BODs, where you plan to be unavailable for more than a few days impacting responsiveness to inquiries or attendance at meetings, advance notice to the BOD would be appreciated
* Likewise, there may be times that work commitments (e.g. major deadlines/implementations) impact availability to PMI and again, notice to the BOD would be appreciated.
* If there is an absence/commitment that may impact your duties but is of sensitive nature, you are encouraged to raise this confidentially with the President or President Elect.

### Board Contact List

* A contact list of the BODs is maintained by the VP of Administration.
* Please email VP-Administration@pmi-madison.org with any changes
* They will in turn update and post on the board group site the BODs including a summary of changes made since the last version (i.e. so BODs can update contacts, distribution lists, etc. as necessary).

### Binders

* There is no hard copy binder provided to BOD members.
* All BOD documents are stored on our chapter's website under Document Repository. The following documents can be found there:
	+ By-laws
	+ Policy Manual
	+ Job Descriptions
	+ Budget
	+ Contact information
	+ Board Handbook
	+ Transition Plan
	+ Charter
	+ Org Chart

### Status reports

* Monthly status reports (accomplishments, planned but not completed, planned next period and issues) are required.
* A template will be provided by the VP of Administration or their coordinator.
* Completed status reports should be sent to VP-Administration@pmi-madison.org by the first Thursday of each month.
* The VP of Administration / Secretary will consolidate and distribute to the BOD by the first Wednesday of each month so BODs may review in advance of the BOD meeting.

### Governance of the PMI Board

* The current Chapter Bylaws are available on <https://pmi-madison.org/index.php/about-us/chapter-by-laws> website in Document Repository under PMI Madison Board/Governance folder.
* PMI chapters are divided into regions by PMI national. Our chapter is a part of Region 2 along with other chapters from surrounding states and Canada.
* Each Region is assigned a mentor. Our mentor is Ken Riches. Ken works with the presidents of each chapter to answer any questions we may have and to pass on information from PMI national.
* Each month there is a president’s conference call that is led by the Region 2 mentor. All region 2 presidents are expected to participate in this conference call.
* Twice a year Region 2 has a two day conference that is hosted by one of the chapters. The conference is a time for our Board directors to meet with the directors of other chapters and share information and discuss issues. On the Thursday before the meeting there is a Strategic Advisory group at which the president or board representative will attend.
	+ Only those members that have met all expectations agreed upon by the board of directors will attend this conference or any conference that is specific to the board of directors.

### Conference Call Number

* The Board subscribes to No Cost Conference Calls. Any team can use this service for board business.
* Schedule the use of the conference call service on the Board’s Google Calendar in advance to make sure there are no conflicts for its use.

Call in information: (515) 739-1285 (Conference call code: 689756) - Moderator pin (one person only): 6269.

### Survey Software

* The board maintains a subscription to Survey Monkey for use by the board to survey the chapter members. Use includes, but is not limited to, monthly chapter meetings, PDD, Board Elections.
* For more information on how to use Survey monkey see the Survey Monkey document located in the Professional Development folder on the Proteon Website.

### Chapter Website [ <http://www.pmi-madison.org/> ]

* The Marketing team is the steward of the PMI Madison website. The Director of Marketing owns the relationship and budget between PMI Madison and the website hosting vendor.
* All Board members have a responsibility to notify the Marketing team of website errors, outdated information, etc.
* The Marketing team is also responsible for the Chapter’s newsletter process(es) and e-mail solution(s).

### Global Operations Center (GOC)

* PMI’s GOC is the global headquarters of PMI. Their US operations are based out of Pennsylvania and Chicago, with local representatives in several other US and international cities.

### CRS (Chapter Reporting System)

* PMI chapter statistics should be accessed through the Chapter Reporting System (CRS). The CRS contains expansive PMI Madison membership data as well as financial and member satisfaction survey results.
* The Chapter Reporting System is accessed through the following link - <https://components.pmi.org/default.aspx>

### Chapter meetings and Events

* The Chapter holds monthly dinner meetings September thru April. Additional events could include:
	+ Social Networking events
	+ Other specialized educational events
* Ad hoc events, such as regional and national PMI events, corporate PM events requiring a PMI Madison presence, etc. are typically staffed by a small number of Board members based on availability, location, budget constraints, etc.
* Chapter event schedule is typically included with each board meeting agenda and can also be found on the PMI-Madison website under **Events > Events Calendar**.
* Board members are expected to attend all Board meetings, scheduled and ad hoc, excepting personal situations that would warrant reasonable excusal.

### Expense guidelines

Proposed PMI- Madison South Central Wisconsin Financial Controls

* Approved Budget
	+ Annually the Board will approve a budget for the board year
	+ Each voting board member will have at least one budget line item
	+ Budget vs actual results will be monitored every month, with actual results due to be posted by the 15th of the following month.
	+ Any spending above the approved budget amount will need the President’s approval
	+ The Finance Director will use estimates to extend the budget by six months
		- This create a preliminary budget for the next board
		- Annual board year budget must be finalized within 2 months of the new board taking office.
* Debit Cards and Bank Account
	+ The only signatories on the chapter bank account should include
		- The President and the Finance Director
	+ Debit cards should be limited to The President and the Finance Assistant
* Expense Approval
	+ All unbudgeted line items must have the President’s approval.
	+ All individual expenses over the budgeted amount require Presidents approval
		- Voting board members are responsible for monitoring their budget
	+ All out of pocket expense require submission of an expense reimbursement form
		- Receipts must be included
		- Requests $500 or less requires approval of voting board member
			* Voting members must submit requests to the President for approval
		- Requests above $500 requires approval of the President
* Segregation of Duties
	+ Cash receipt/deposit duties will be segregated from cash disbursement
* Recordkeeping
	+ All cash receipts and disbursements and supporting documents will be kept on file
		- Includes invoices, expense reimbursement forms, check copies, deposit slips
* Petty Cash
	+ $100 in small bills will be maintained in the cash box for pay at the door for events
	+ Amounts above $100 will be deposited within a week after the event
	+ Cash box will remain locked and in possession of the Finance Director between events.

### Travel Requirements

* For travel reservations – most of the air travel will be made through the chapter budget or an amount will be determined by the board.
	+ Travel dates paid: PMI Madison Chapter will not pay for the night following the close of an event. Except when there is no departing flight available until the following day.
* **Car Reimbursement:** If we are staying in the same place as the conference, we will not reimburse for a car. If we need a car, the strategic board will determine how many and the amount that can be reimbursed.
* **Luggage Reimbursement:** Chapter will reimburse for 1 checked bag at the standard luggage reimbursement rate associated with the airlines. The chapter will not reimburse for excessive or overloaded luggage.
* **Food** **reimbursement**: If the conference or meeting provides the meals food reimbursement will not be given. Exception to this is, if dietary restrictions cannot be met by event host.
	+ A standard flat rate of $75 will be paid for meals/ day.
		- For example: An attendees afternoon arrival at event were dinner is provided would make the attendee eligible for breakfast and lunch reimbursement only as dinner is provided by event.
	+ Depending on when we need to be at the conference, when flights are, and when we depart will depend on what meals we reimburse for. Exceptions to this will need to be communicated to and approved by the president.
	+ This will be determined before any conference by the strategic board, documented and communicated so everyone has full understanding of what is reimbursed.

**Change Log:**

|  |  |  |
| --- | --- | --- |
| Date | Version | Description |
| March 20, 2016 | 1.0 | Modified the section- T. Travel Requirements.1) Added sub item - Travel dates paid:2) Modified item - Food Reimbursement. Added “A standard flat rate of $75 will be paid for meals/ day.” |
| August 12, 2018 |  | Modified 1. Email list: Removed VP Finance and added VP Marketing.
2. Replaced Zimbra with Google group.
3. Conference Call Number updated.
 |

\*\*\* END \*\*\*