

PMI BOARD COMMITTEE CHARTER

COMMITTEE NAME:

Nominating Committee

CHARTER EFFECTIVE DATE AND DURATION: 1 December 2007 to 1 December 2008

Version #: 1	Date: 14 Aug 2007	Description: First Draft 2008 Nominating Committee Charter
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COMMITTEE PURPOSE:

(Overall charge, purpose or focus of this committee in helping the PMI Board do its job.)

- As defined in the PMI Bylaws, Article VI: PMI Board of Directors, Section C. Nominating Committee: A Nominating Committee shall be appointed at the PMI Board's Annual Meeting to oversee and supervise the nominating process for Directors of the Institute, and shall ensure appropriate procedures are in place for the selection and presentation of qualified candidates to the membership.

DELIVERABLES:

(Products the Committee is tasked to produce.)

Annual/Ongoing Deliverables

- Using the guidelines prescribed in Rules of the Board Chapter 6.0, Nomination and Election of Directors of the Board generate and maintain a list of members with high leadership potential. Consider Board Diversity Criteria offered by the 2007 PMI Board when selecting potential candidates: "The PMI Board of Directors approved the following list of diversity criteria to be used as a guideline by the 2008 Nominating Committee in establishing the candidate slate for the election of the 2009 PMI Board of Directors. While every candidate must meet the criteria identified in PMI Rule of the Board 6.03, additional consideration should be given to candidates who personally meet or help the Board as a whole to meet one or more of the following criteria:
 - Knowledge and experience operating in a global marketplaces
 - Balance of global distribution of PMI stakeholders among project management practitioners, consumers of project management services or suppliers to the project management profession
 - Experience outside of PMI in an executive management capacity, preferably as a "C" Level Officers (or equivalent) with an understanding of project management
 - Proven ability to speak in public and interact with the media
- Implement and oversee annual election process as defined in the Rules of the Board Chapter 6.0, Nomination and Election of Directors of the Board.
- Utilize both written and interview components in the identification and evaluations of potential candidates.
- Establish and maintain Committee's annual candidate selection and nomination schedule in accordance with PMI Global Operations Center (GOC) project timeline, i.e., that is ensure candidate election material is submitted for timely distribution to the membership through an experienced ballot company.
- Annually update/refresh the Nominating Committee Guidelines Document ensuring that all of the Nominating Committee's deliverables and processes are current.
- Forward names of final potential candidates (not selected for the ballot) to Appointee Qualification Subcommittee for consideration for placement on Board committees.

ACCOUNTABILITY AND REPORTING REQUIREMENTS:

(Reports to PMI Board through whom, when, how and about what?)

- Provides an update to the Governance Committee liaison orally or in writing prior to meetings of the Governance Committee
- Submits an Annual Report to the PMI Board using the attached form.



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RESOURCES and BUDGET:

- As identified in the annual budget approved by the PMI Board of Directors.

COMMITTEE COMPOSITION:

- Committee Chair – Name by the PMI Board of Directors
- 4-7 Committee Members – Named by the PMI Board of Directors
- Staff Liaison - Assigned by CEO
- Governance Committee Liaison to Nominating Committee: PMI Chair

COMMITTEE CHAIR AND CONTACT INFORMATION:

Name:
E-mail Address:
Phone:

COMMITTEE CHAIR ROLES AND RESPONSIBILITIES:

- a) Guide the committee in and keep it focused on accomplishing the mission and objectives detailed in its charter and in accordance with the established policies of the Institute.
- b) Ensure that all committee members are fully oriented on the committee objectives and deliverables its process.
- c) Build a sense of trust, productivity, and camaraderie within the committee.
- d) Develop a work plan in conjunction with Staff Liaison that will allow the committee to discharge its responsibilities effectively and efficiently.
- e) Develop agendas and conduct virtual or face-to-face meetings of the committee, as needed, and direct communication of committee matters.
- f) Ensure that meeting notes capture committee consensus agreement items and follow-up actions.
- g) Assign tasks among the committee members, as necessary.
- h) Address non-productivity within the committee.
- i) Ensure two-way communication between the committee and the Governance Committee via the Governance Committee Liaison.
- j) Develop and submit timely and accurate reports to the Governance Committee reflecting the committee's work.
- k) Interface with the Governance Committee Liaison on matters impacting completion of the charter objectives.
- l) Offer recommendations for subsequent committee appointments to Governance Committee Liaison.
- m) Transition the successor Committee Chair into the role.

COMMITTEE MEMBER ROLES AND RESPONSIBILITIES:

- a) Objectively identify and evaluate a slate of candidates for the PMI Board of Directors, using as evaluation criteria Board-defined criteria and other evaluation tools developed by the Committee. Retain objectivity throughout process.
- b) Be available for approximately 6 one-hour teleconferences of the Committee, and 15 – 20 telephone interviews of 30 – 45 minutes each, completed in a face-to-face setting. The work of the Committee is conducted in the first six months of the year.
- c) Complete work assignments outside committee teleconferences on a timely basis to meet Committee schedule: reading biographical information and other submitted information from potential nominees; completing independent evaluation process.
- d) Effectively voice opinions within the context of the Committee's requirements and limitations; work to build final consensus of Committee.
- e) Communicate effectively with Committee Chair on status of assignments.
- f) Must be able to travel to in person committee meeting.

PURPOSE OF A PMI LIAISON:

- a) The PMI Board of Directors may assign a 'Board Liaison' to maintain a connection or provide a link between:
 - o The Board and Other Committees (e.g., NomCom)
 - o The Board and Board sub-committees (e.g., ERVI / AQS)
 - o CEO and major initiatives which support the strategic plan (e.g., VCP)

DEFINED ROLE OF A LIAISON:

- a) Ensure that the team who has been assigned Board work (supporting team) fully understands the board's interest in the project and/or any relevant material documenting what the board might have said on the topic.
- b) Ensure open communications between the supporting team and Board/Board Standing Committee (BdSC)/CEO and is available to the team to answer questions about the board's view, and, if needed, facilitate issue resolution with the Board.
- c) Ensure that GovCom, Board, BdSC and/or CEO receive written and/or verbal reports on the progress or challenges of the supporting team.
- d) Ensure that the proper protocol is followed for bringing reports and/or proposals to the full Board for discussion and/or deliberation.
- e) Ensure that any pertinent observations and/or recommendations for improvement to the supporting team's charter and/or volunteer staffing is forwarded to the appropriate authority, i.e., PMI Chair, BdSC Chair, CEO.

APPLICABLE GOVERNING DOCUMENTS:

(Identify sections from PMI's governance documents related to roles and responsibilities of this committee, including any boundaries and limitations)

- PMI Code of Ethics and Professional Conduct
- Bylaws Article VI: Board of Directors, Section C, Nominating Committee
- Rules of the Board 6.0, Nomination and Election of Directors of the Board
- Rule of the Board 6.6, Other Committees
- Specifically: 6.6.3 c) Limitations. Other Committees shall be prohibited from any activities or actions that shall cause the Institute to be legally or financially bound to an agreement or other relationships. Other Committees shall be limited to the activities set forth in the formal Other Committee Charters consistent with law, the Bylaws and all applicable Rules of the Board.
- Rule of the Board 12.1, Board Member's Code of Conduct
- Institute Policies:
 - Confidentiality Policy
 - Conflict of Interest Policy
 - Electronic Systems and Communication Policy
 - Travel Policy
 - Timeline published in the Call for Nominations
- PMI Nomination and Election Process Orientation Manual
- Definition of "C" Level: By "C-Suite" we mean first and foremost leaders of business, governmental agencies and NGO's/non profits – that is, CEO's and those who report directly to CEO's with such titles as CFO (chief financial officer), CIO (chief information officer), CTO (chief technology officer), CPO (chief projects officer), SBU Leader (strategic business unit leader who could be an executive vice president), etc. Furthermore, based on our advocacy focus in the global marketplace, we are endeavoring to reach c-level executives in global organizations, and major governmental agencies, or major national organizations or governmental agencies that focus globally, not the CEO of a tiny, albeit important and valuable, entrepreneurial business.

Look for breadth and depth of experience. PMI wants to gain access to those individuals below who work for what is called a Multi-National Corporation (MNC) with a large span of control. NomCom should think about the PMI Strategic Plan and the type of decisions facing PMI to identify the type of person they would want who had "Experience outside of PMI in an executive management capacity, preferably as a "C" level officer (or equivalent) with an understanding of project management." An "understanding of project management" means that the person was a project manager in their career.

There are a number of senior level people, maybe not 'C' level but VPs of large national organizations who head up PMOs & make strategic decisions around project management for their orgs who were never 'formally' a project manager. We would still be interested in this person.

