

**PMI Board of Directors Meeting Minutes Summary**  
**7-9 September 2005**  
**Toronto, Canada**

Greg Balestrero, PMI CEO provided a presentation that covered organizational direction, performance highlights, agenda for change programs, major 2005 initiatives, and an update on the PMI Educational Foundation for the Board's information and awareness.

Greg Balestrero, PMI CEO provided a status report describing the research findings from the Community Transformation Project and the path forward.

A motion carried to approve revisions to the Rule of the Board 9.5 (attached and dated 7 September 2005), wherein discrepancies between accountabilities of the Board and Governance Committees are clarified as they relate to the CEO contract and performance.

A motion carried to authorize the PMI Chair, or his designee, to finalize and execute an employment contract with Gregory Balestrero, CEO, which is consistent with the terms and conditions approved by the PMI Board on 22 May 2005 and is for a term commencing 1 October 2005 through 30 September 2010.

Cindy McPherson, CGC Chair introduced the members of the CGC to the Board and provided a report on the progress made toward the deliverables in their Charter. It was noted that the GCG will be recommending names to the PMI Board for their appointment to the 2006 GCG later this year.

The PMI Board engaged in a session devoted to coming to agreement on a focal issue for the scenario planning process; agreement on roles for Board, SPPA and working team for the scenario planning process; and a do a first pass on prioritization of drivers of change.

Louis Mercken and Iain Fraser presented an overview of the Board Program of Work. Nancy Axelrod facilitated a discussion to enable the Board to reflect on the outcome of the Board Reflection and Assessment Process in regard to the resultant Program of Work and to decide on its specific work for 2006 in regard to fulfilling its fiduciary responsibilities. The PMI Chair will assign a team to scope and frame the Program of Work.

John Cable, Chair of the Global Accreditation Committee provided the Board an overview of the GAC Program, introduced the GAC Board members, and provided an update on the committee's deliverables and accomplishments.

A motion carried to approve the Consent Calendar for approval that contains the following items:

- May 2005 PMI Board Meeting Minutes (Tab 12)
- July 18, 2005 PMI Board Meeting Minutes (Tab 13)
- Motion to set aside the 2006 Mega Issue (Tab 14).

A motion carried to approve the 2006-2007 Program Plan and Budget. It was noted that in accordance with Rule of the Board 13.1.5 a portion of the 2005 excess operational funds will be used to create a Development Fund. [Secretary's note: "2005" was added before the word excess subsequent to Board approval for clarity.]

A motion carried recognizing the value of taking a consolidated and holistic view of all the work of the PMI Board as an outcome of the Board Reflection and Assessment Process carried out during 2004 and 2005.

A motion carried that the PMI Board concurred on the preliminary list of Board Work for 2006 and directs the Governance Committee to ensure that there is an overall scope for the Program of Work and that 2006 Committee Charters are prepared.

A motion carried approving the recommended framework for PMI's revised ethics standards as presented by the Ethics Standards Development Committee (ESDC), and directs the ESDC to produce the remaining deliverables as described in the ESDC Charter.

A motion carried approving the Ethics Standards Implementation Planning Committee (ESIPC) Charter and establishes the committee effective January 1 – October 31, 2006.

A motion carried approving the following revisions to Rule of the Board 6.6.4 a) to relieve the PMI Chair of the annual task of appointments to Other Committees as follows: Appointments. The PMI Board of Directors shall appoint all Chairs and members to Other Board Committees consistent with the Bylaws and applicable Rules. Terms of appointment shall not be longer than one (1) year, unless otherwise approved by the PMI Board of Directors. Changes to Rule 6.6.4 will be effective immediately.

A motion carried approving the following appointments to the 2006 PMI Board Other Committees:

**Nominating Committee: Term until December 31, 2006**

Marge Combe, Chair  
Eduardo Espinola  
Donald Gardner  
Mike Walsh  
Maviese A. Fisher  
ALTERNATE: Rene Vielvoije

**Ethics Review Committee: Term until December 31, 2008**

Pierre Menard (Chair – Pending)  
Zoran Ljubcic  
Elma Gely  
George Lowden  
Ron Sklaver  
ALTERNATE: Srinivas Raghavan

**Ethics Appeals Committee: Term until December 31, 2008**

Kevin Daly (Chair – Pending)  
June Hellgrath  
Petya Alexandrova  
Norman Beal  
Peter Pfeiffer

**Appointee Qualification Sub-Committee: Term until December 31, 2006**

Jeff Busch, Chair  
Suketu Nagrecha  
Leena Tripathi  
George Pasioka  
Judy Vincent

**Educational Foundation: Term until December 31, 2008**

Debbie O'Bray.

Greg Stine requested that his abstention from voting on the above motion was noted in the Minutes.

A motion carried approving the 2006 Appointee Qualification Subcommittee (AQS) Charter as updated on 8 September 2005.

A motion carried adjourning the meeting.

Respectfully submitted,

Terry Warren, PMP  
Secretary-Treasurer