

Rule of the PMI Educational Foundation Board of Directors

Chapter 7

7.0 Nomination and Election of Officers of the PMIEF Board

7.0.1 Educational Foundation Board of Directors.

a) Incumbent PMIEF Board. The incumbent Board and its members are those whose term of office concludes at the end of the current calendar year.

b) Incoming PMIEF Board. The incoming PMIEF Board and its members are those whose term of office begins at the first of the next calendar year and those whose term continues for the next calendar year.

7.0.2 Officer Positions. The Officer positions are as described in the Bylaws.

7.0.3 Special Meeting. Consistent with the Bylaws, the Incoming PMIEF Board shall conduct a Special Meeting subsequent to the announcement of the Incoming PMIEF Board Directors election results, for the purpose of electing the Incoming Officers of the PMIEF Board. The meeting shall take place as soon as practicable after the announcement of the election results of the Educational Foundation Board Directors.

7.0.4 Notice and Agenda. Written notice shall be as required in the Bylaws. Agenda shall be prepared and distributed with the Notice.

7.0.5 Board Member Statements.

a) Declaration of Interest for PMIEF Board Officer Positions. PMIEF Board members who may be interested in election to a PMIEF Board Officer position will be encouraged to fill out a Declaration of Interest Statement. The purpose of this form is not a self-nomination, but to provide the Board with a sense of each member's interest and qualifications in the various positions, reducing the discomfort associated with on-site nominations. Completing this form is voluntary and does not commit any candidate to or prevent any candidate from accepting a nomination at the Special Meeting to elect PMIEF Board Officers.

b) Biographical Statement. All PMIEF Board members will be requested to complete a short biographical statement that will be shared with other members of the PMIEF Board prior to the Special Meeting to election PMIEF

7.0.6 Nominations. The Presiding Officer will call for verbal nominations from the floor, for one position at a time, beginning with the highest-ranking position, i.e., Chair. Individuals may self-nominate or be nominated by others. All nomination made shall be accepted, subject to: 1) the nominee being a member in good standing; 2) the nominee agreeing to serve if elected. All such nominations will be included on a written ballot prepared at the Special Meeting. The Presiding Officer will close nominations when it is apparent that there are no further nominations, and call for voting for that position. Nominations for the next position shall follow when voting is completed and results are

announced. The nomination process shall conclude when nominations have been closed for the final vacant position. Unsuccessful nominees for one position are eligible for nomination for other positions.

7.0.7 Campaign & Electioneering. There shall be no campaigning and/or electioneering prior or subsequent to nominations at the Special Meeting. Potential nominees and/or actual nominees shall not utilize personal, business or Educational Foundation resources for campaigning and/or electioneering. Gifts and/or contributions by others, on behalf of potential nominees or nominees is not permitted. Violations shall be brought to the attention of the Incumbent PMIEF Board Chair for review, who shall inform the individual(s) involved in writing of the complaint. Failure to abide by the rules may result in automatic disqualification of an individual.

7.0.8 Voting.

- a) Voting Eligibility. Only Directors of the Incoming PMIEF Board are eligible to vote.
- b) Voting Method. Each voter shall write in and rank on individual ballots the nominees for the positions of Chair, Secretary, and Treasurer, using a #1 for their first choice, and #2, #3, #4, etc. The number of nominees for each position determines the number of rankings to be used in voting for each position.
- c) Required Vote. Voters must register a vote for every candidate, i.e., rank all nominees for each position. Any incomplete ballot will be discarded.
- d) Declared Winner. The Teller will declare the candidate receiving the lowest numerical total core the winner. Except in the case of a tie, winners will be selected as a result of the first round of voting.

7.0.9 Independent Teller. The Chair will appoint a minimum of two (2) tellers for the purposes of collecting, counting, certifying and informing the Presiding Officer of the voting results. After informing the Presiding Officer of the results of each ballot, the Tellers shall return one (1) copy of each ballot certification to the Chief Operating Officer (COO) and shall retain one (1) copy, for the term elected to serve, in case of a contested ballot. All ballot contents shall be kept strictly confidential.

7.0.10 Tie Vote. In the case of a tie vote, the Teller will inform the Presiding Officer, who will call for subsequent balloting using written ballots prepared for the purpose. The balloting will continue until the Teller informs the Presiding Officer of a winner in the tied election.

7.0.11 Announcement of Results. The Incumbent PMIEF Board Chair shall announce the results of the Officer elections to the PMI membership and Foundation stakeholders as soon thereafter as practicable.

7.0.12 Officer Election Confirmation. Officer elections shall be confirmed through resolution at the first scheduled meeting of the new year.

Chapter 9

9.0 Governance and Government

9.0.1. Selection and termination of the external auditor shall be the sole responsibility of the PMIEF Board of Directors and performed in accordance with the Independent Auditor Selection Policy.

Chapter 10

10 Contract, Checks, Deposits and Funds

10.0 Investments

10.0.1 Investments shall be managed in accordance with the Investment Policy approved by the PMIEF Board of Directors.