

VOLUNTEER HANDBOOK

BOARD OF TRUSTEES



U.S. CHAMBER OF COMMERCE FOUNDATION
Institute for Organization Management

GOVERNANCE

This Board serves in an advisory capacity to the U.S. Chamber of Commerce Foundation and has policy-recommending responsibilities.

Each trustee may also be called upon to participate in at least one Institute program during his or her term.

Composition

The Board of Trustees is composed of up to 24 people, including the Executive Committee; Chair of each Board of Regents; Curriculum Committee Chair; eleven at-large trustees (three serving one-year terms as appointed by the Chair-Elect, and eight serving two-year terms); an ASAE representative; and an ACCE representative.

Method of Selection

Nominations for trustee positions must be submitted to the Executive Committee two weeks prior to the fall Board meeting.

Institute's Past Chair serves as the Chair of the Nominating Committee and assembles at least three other board members to submit recommendations to the Executive Committee for a vote by the board.

Qualifications

- Trustees must be actively employed full time in the association, chamber, or related nonprofit profession.
- Trustees' organizations must be dues-paying members of the U.S. Chamber of Commerce.
- No more than one member from any one organization may be named a trustee.
- Trustees must be graduates of Institute and must have demonstrated leadership and have made significant contributions to the advancement of the Institute program.

Terms

Each Trustee serves for a designated term of up to two years. Consecutive term service on the board may not exceed six years, with the exception of those holding Executive Committee positions.

Any trustee may resign at any time by giving written notice to the Chair. Trustees who are absent from two regularly scheduled Board meetings may forfeit their position on the Board and will be reviewed by the Executive Committee.

Any trustee may be removed by a majority vote of all members of the Executive Committee.

Any vacancy resulting from resignation, removal, or other cause may be filled for the balance of the term by vote of the majority of the Executive Committee.

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Executive Committee

The Executive Committee is composed of the Past Chair, Chair, Chair-Elect, Vice Chair, and the Vice President of Institute for Organization Management, U.S. Chamber of Commerce Foundation.

The Executive Committee acts on behalf of the board between regular meetings to oversee Institute's ongoing operations and initiatives and submits recommendations to the board for ratification.

The Executive Committee makes decisions in emergency situations when official action is needed on short notice and when it is impossible or impractical to call a meeting of the full board.

Each officer is elected annually by the Board of Trustees as recommended by the Nominating Committee.

Other Committees

The following standing committee exists: Curriculum Committee.

The Curriculum Committee is comprised of up to 20 people including the Chair and Vice Chair of the committee (each position is a two-year term), the Vice Chair of each Board of Regents (serving a one-year term), two active faculty members (serving two-year terms), nine at-large members (serving two-year terms), an ASAE representative, and an ACCE representative. Consecutive term service on the Committee may not exceed six years.

Additional committees may be appointed by the Chair of the Board or the Executive Committee to complete a designated project. Such committees will disband at completion of the designated project.

Persons may be designated members of committees who are not members of the Institute Board of Trustees, Boards of Regents, or U.S. Chamber of Commerce Foundation.

Board Meetings

There is one annual meeting (fall) and any other meeting that the Board deems appropriate.

The Chair of the Board presides at meetings of the Board of Trustees. In the absence of the Chair, the Chair-Elect presides.

Members of the Board of Trustees are the only members entitled to vote. Voting by proxy is not permitted.

One-third of the number of Trustees comprising the Board at the time of any meeting constitutes a quorum for the transaction of business.

Compensation

The U.S. Chamber of Commerce Foundation does not reimburse expenses for Trustees or Curriculum Committee members to attend Institute or to participate in Board meetings.