

NIGP's MISSION THROUGH GOVERNANCE

*Defining Expectations and Responsibilities as Keys to Success
In Developing, Supporting and Promoting Public Procurement*

NIGP GOVERNING BOARD

Goals, Responsibilities, Success	
<i>Goals</i>	<ol style="list-style-type: none"> 1. In alignment with the Institute's Articles of Incorporation and Bylaws, and through expressed devolved powers provided to the Finance, Member and Talent Councils, sets the organizational direction, ensures adequate resources, and provides program oversight. 2. Establishes the three-to-five-year strategic initiatives of the Institute, sets goals and objectives in support of those initiatives, provides the resources necessary to execute the goals, and monitors for performance and results
<i>Key Responsibilities</i>	<ol style="list-style-type: none"> 1. Setting direction <ol style="list-style-type: none"> A. Setting the vision, mission, and purpose of the Institute; B. Establishing goals and objectives; C. Defining the strategic plan; and D. Establishing broad-based policies. 2. Ensuring adequate resources <ol style="list-style-type: none"> A. Selecting the Chief Executive Officer and approving the contractual agreement between the Governing Board and the CEO, assessing the CEO's performance, and determining provisions for separation or termination; and B. Establishing the budget philosophy and approving annual budget appropriations. 3. Providing program oversight <ol style="list-style-type: none"> A. Appointing directors to the Governing Board; B. Appointing members to the Talent Council, Finance Council and NIGP representatives to independent councils and boards; C. Pursues continuous involvement and improvement in diversity, equity and inclusion initiatives throughout the Institute through the establishment of strategies and annual goals. D. Ratifying resolutions, position papers and position statements recommended by the Member Council;

	<p>E. Selecting the independent auditor for the Institute and approving the annual audit after review and recommendation by the Audit Committee;</p> <p>F. Conducting an appeals process for revocations of membership or chapter charters after such action is deemed appropriate by the Member Council; and</p> <p>G. Approving joint ventures with third parties.</p>
<i>Measurements of Success</i>	<ol style="list-style-type: none"> 1. The Board establishes qualitative, strategic initiatives based on diverse perspectives, inputs, and risk assessments, sets parameters for results that can be measured, and provides adequate resources for staff execution 2. The Board holds itself responsible for the achievement of its annual strategic goals specified in the Board's strategic plan by engaging the Chief Executive in ways that ensure accountability 3. The Institute exceeds financial and organizational expectations outlined in the annual budget 4. Member engagement, through volunteerism in governance and overall event participation, increases 5% per year 5. The Board ensures that there are strategies and annual goals in place that continuously involve and improve diversity, equity and inclusion initiatives throughout the Institute 6. The Institute remains compliant with all laws, rules and regulations governing non-profit associations 7. The annual, independent audit yields no material deficiencies
Structure	
<i>Reporting Structure</i>	Not applicable
<i>Number of Members</i>	<p>Eleven (11) voting directors designated as Directors:</p> <ol style="list-style-type: none"> 1. Five (5) of the Directors shall be public procurement officials; 2. Three (3) of the Directors shall serve as ex-officio members as the Chairs of the Finance, Member, and Talent Councils; and 3. Three (3) of the Directors shall be thought leaders who provide specific expertise and perspective on a subject matter that support the Institute's key strategic objectives. <p>The Governing Board shall also be comprised of the NIGP Chief Executive Officer/Board Secretary as a non-voting, ex-officio member.</p> <p>Directors may only serve on one Board or Council concurrently; provided however, that the Chair of the Finance, Member and Talent Councils shall also serve on the Governing Board concurrently in a voting capacity; further, that the Chair of the NIGP Certification Commission shall also serve on the Governing Board concurrently in a non-voting capacity.</p>
<i>Terms</i>	<p>Three-year terms; renewable once; except as follows:</p> <ol style="list-style-type: none"> 1. The Chair of the Member Council and the Chair of the Talent Council terms shall be for two (2) years, non-recurring, and shall coincide with the term of the Chair-Elect. 2. The Chair of the Finance Council term shall be for two (2) years and without term limits and shall coincide with the term of the Chair-Elect.

	<p>For directors representing the public procurement profession, no director shall serve more than two consecutive terms, unless:</p> <ol style="list-style-type: none"> 1. Elected to be the Chair-Elect of the Governing Board during his or her first two terms, in which case, the Director shall remain on the Board as a voting director through his or her service as Chair-Elect and, subsequently, as Chair; or 2. Elected to serve as the Treasurer of the Institute, in which case, there are no term limits if the Governing Board continues to appoint this individual as the Treasurer and as the Chair of the Finance Council. <p>Thought Leaders on the Board serve a three-year term and are not subject to term limits. When considering re-appointments of Thought Leaders, the Governing Board will determine if the Thought Leader's expertise remains a strategic priority of the Institute.</p> <p>Service for the unexpired term of another Director shall not count against the limit of two consecutive terms, unless the service for the unexpired term was for more than twenty-four (24) months.</p>
<i>Eligibility for Service</i>	<ol style="list-style-type: none"> 1. For all candidates, holds a bachelor's degree from an accredited university with a master's degree preferred. 2. For public procurement officials: <ol style="list-style-type: none"> A. Prior service on a procurement-related non-profit board for a minimum of three (3) years; experience within the NIGP and/or NIGP Chapter affiliate governance structure preferred. B. Currently employed in the public sector with direct or indirect procurement-related responsibilities; C. Holds active Institute membership either through a Public Agency or as an Individual; and D. Holds a current professional certification that is aligned with procurement and requires, through the application process, either formal education and/or work experience; and requires recertification which includes continuing education hours/credits. 3. For thought leaders: <ol style="list-style-type: none"> A. Demonstrated expertise in assessing market share and new opportunities for growth and expansion in alignment with NIGP's strategic plan; B. Demonstrated skills in new business development including the use of internal and external resources to fulfill the mission of the Institute and achieve intended results; and C. Certifies that he or she will not personally benefit, nor be employed by an organization that could materially benefit, from the decisions made by the Governing Board.

<i>Leadership</i>	The Governing Board shall elect its Chair-Elect for a two (2) year period; at which time the Chair-Elect shall ascend to the Chair for a two (2) year period. Not applicable to Thought Leaders.
Expectations	
<i>Engagement</i>	<ol style="list-style-type: none"> 1. Participate in the virtual Governing Board Orientation to be scheduled by the NIGP staff liaison within 30 days of appointment. 2. Requires a commitment of at least ten hours per month to participate in meetings and NSite discussions; the time commitment is greater during those months when the Board meets in-person 3. Signs NIGP's Conflict of Interest (COI) policy and Non-Disclosure Agreement (NDA) on an annual basis, which obligates the board director to recuse himself/herself from voting on any action brought before the board that may bring real or perceived personal and/or financial benefit to himself/herself. 4. Actively engages in discussions posted on the Governing Board's NSite Community 5. Keeps a pulse on the Profession and be knowledgeable of association best practices 6. Responds promptly to meeting requests (Doodle) 7. Prepares for all scheduled meetings by carefully studying the agenda and supporting materials 8. Attends all meetings (telephonically and in-person), listens and values diverse opinions, strives for collaboration and consensus, and participates effectively in the best interest of the Institute 9. Understands and follows meeting protocols such as Roberts Rules of Order 10. Notifies the Chair in advance if an excused absence is necessary 11. Utilizes staff as a resource but do not exercise authority over staff or interfere in the implementation of programs 12. Responds to all surveys that assess the effectiveness of the governance structure and individual experiences
<i>Meetings</i>	<p>Meetings are scheduled by the Chair. Meetings shall be conducted via monthly video conferences and via three in-person meetings; one at the annual NIGP Forum, one in the fall, and one in the spring.</p> <p>At the fall meeting, the board will deliberate on revisions to the Institute's strategic plan and will conduct the CEO's evaluation.</p> <p>At the spring meeting, the board will conduct strategic discussions with the NIGP Business Council and adopt the Institute's budget.</p> <p>A director that fails to attend 3 consecutive meetings without an excused absence from the Chair shall resign his/her position on the board or Council following the third consecutive absence.</p>
<i>Skills</i>	<ul style="list-style-type: none"> • Demonstrated thought leadership skills • Demonstrated principled leadership skills • Demonstrated skills in promoting business ethics

	<ul style="list-style-type: none"> • Demonstrated conceptual skills that evolve into program development that benefits the profession • Demonstrated strong interpersonal and communication skills • Demonstrated diversity and inclusion skills • Demonstrated strong public speaking and ambassador skills
<i>Abilities</i>	<ul style="list-style-type: none"> • Ability to assess the economic, political, social, and cultural environment and adjust the Institute's mission and strategies to address those environmental conditions and changes • Ability to think strategically • Ability to apply innovative thinking into new and repurposed programs • Ability to work collaboratively with other Board directors • Ability to engage stakeholders in the decision-making process • Ability to adapt to rapid changes in the environment and Institute priorities