



# Governance Taskforce Report

Including Clarification





# Governance Committee Alternatives – April Board Meeting

This was the report from the 2010 Governance Committee to the Board in April 2010

- **Desired State**
  - Board members should represent the future of APICS (where we're going vs. where we've been).
  - Board member qualifications should be tied to strategic directions.
  - Qualifications for all Board members (District Directors and Directors-at-Large) should be consistent
    - e.g. Qualifications for District Director should be equal to that of Director-at-Large.
  - BOD must have a global perspective and awareness.
- **The committee recommends this action.**



## Board Motion – April 2010

The Board approved the motion and requested that a Governance Taskforce be appointed.

- Chair appoints a task force to review:
  - Qualifications for all Board members (District Directors and Directors-at-Large)
  - Qualifications for Officer positions
  - Selection & nomination process for Officers and District Directors



## 2010 Governance Taskforce Members

- Keith Johnson
- Paul Howatt
- Maryanne Ross
- Joe Schriever
  
- Staff Liaison: Abe Eshkenazi



# Attracting New Leaders/Board Members





# Foundations for Success

- Transition to future state is critical and does not need to be done all at once, it should be phased in.
- Minimum qualifications should be the same for all board members.
- Recommendations to be implement in 2011.



# Governance Taskforce Report: Qualifications For All Board Members

*Advancing Productivity, Innovation, and Competitive Success*





# Minimum Qualifications for All Board Members

These are the minimum qualifications are for all board members: (District Director, Director at Large, and Officers)

- The candidate must be a voting member of the association (APICS member).
- Minimum of a four-year college degree plus 4 years related work experience, or at least 8 years of related managerial experience in supply chain or operations management.
- Three years in a position of cross-functional responsibilities.
- Demonstrated ability to work in a team environment.



# District Director Preferred Qualifications

These are the preferred or desired qualifications for District Directors.

- Professional certification.
- Eight years of managerial experience.
- Experience with financial management and budgeting.
- Ability to formulate objectives and priorities, and implements plans consistent with the long-term interests of the organization in a global environment.
- Ability to take a long-term view and build a shared vision with others; acts as a catalyst for organizational change.
- Influences others to translate vision into action. Applies global perspective, considers broad impacts of decisions.
- Ability to lead people toward meeting the organization's vision, mission, and goals. Inherent to this qualification is the ability to provide an inclusive workplace that fosters the development of others, facilitates cooperation and teamwork, and supports constructive resolution of conflicts.



# Director at Large Qualifications - 2011

These qualifications are determined annually, these were established for the 2011 Directors at Large.

- Defined by Board, January 2010:
  - Currently or previously worked and lived outside North America
  - VP or C Level in F1000 or equivalent
  - Academician
  - Circle of Influence outside our typical profile
  - Experience or role within a targeted segment
  - Thought leader
  - Experience with channel partner or distribution channel transformation
- Emphasis on:
  - Global responsibilities
  - International representation with a focus on emerging regions
  - Has led or participated in a globalization effort



# Governance Taskforce Report: Nomination Process for District Directors

*Advancing Productivity, Innovation, and Competitive Success*





# District Director Nominating Committee

## Clarification Points

- **Each** district will convene a nominating committee to identify candidates for district director
- The Chapter Presidents elect the two members who serve on the DD Nominating Committee
- The DD Nominating Committee is only responsible to identify, evaluate and recommend candidates.
- Nominated candidates will be presented to the District Chapter Presidents for vote.
- DD Nominating Committee members serve one year renewable once.
- Terms of office for the District Director did not change – it remains 2 years renewable once



# District Director Nominating Committee

- Committee Composition and Terms
  - District Nominating Committee will be comprised of five members: two Chapter Presidents selected by Chapter Presidents, the outgoing District Director, plus 2 current Board members (excluding officers).
  - All terms shall be for one year , and members may not exceed two consecutive terms.
  - If current District Director is running for 2<sup>nd</sup> term, a third Chapter President from that District shall be added.
  - Require 4/5 vote to recommend to Chapter Presidents for a yes/no vote.



# District Director Nominating Committee Charge

- Identify and solicit candidates
- Articulate expectations of District Directors
- Interview candidates
- Participate in qualification review discussion and vote