
PMI Northeast Florida Chapter

By-Laws Amendment
Submitted to PMI –
BOARD HIGHLIGHTS

2025-26 Board of Directors Year

Article III – Purpose and Limitations of the PMI-NEFL Chapter.

Section 1. Purpose of the PMI-NEFL Chapter

- A. General Purpose. THE PMI-NEFL Chapter has been founded as a non-profit, tax-exempt corporation (or equivalent) chartered by PMI®, and is dedicated to advancing the practice, science, and profession of project management in a conscious and proactive manner.
- B. Specific Purposes. Consistent with the terms of the Charter executed between the PMI-NEFL Chapter and PMI and these Bylaws, **the purposes of the PMI-NEFL Chapter shall include** the following:
 - a) To foster professionalism in the management of projects.
 - b) To contribute to the quality and scope of project management.
 - c) To stimulate appropriate global application of project management for the benefit of the general public.
 - d) To provide a recognized forum for the free exchange of ideas, applications, and solutions to project management issues among its members, and others interested and involved in project management.
 - e) To identify and promote the fundamentals of project management and advance the body of knowledge for managing projects successfully.
 - f) To provide leadership and educational opportunities to the membership that advances individual knowledge and growth.

Article V – PMI-NEFL CHAPTER Board of Directors.

Section 1. The PMI-NEFL Chapter shall be governed by a Board of Directors (Board). The Board shall be responsible for carrying out the purposes and objectives of the non-profit corporation (or equivalent).

Section 2. The Board shall consist of the officers of the PMI-NEFL Chapter elected by the membership and shall be members in good standing of PMI and of the PMI-NEFL Chapter. Terms of office shall be two (2) years, limited to five (5) consecutive terms in the same position, and no more than ten (10) consecutive terms on the Board in general. These positions are staggered so that 50% of the board are elected each year. The elected CHAPTER PRESIDENT position is limited to two consecutive terms. An individual may serve as CHAPTER PRESIDENT more than once over the course of the individual's PMI-NEFL membership.

Section 3. The CHAPTER PRESIDENT shall be the chief executive officer for the PMI-NEFL Chapter and of the Board and shall perform such duties as are customary for presiding officers, including making all required appointments with the approval of the Board. The CHAPTER PRESIDENT shall also serve as a member ex-officio with the right to participate and vote on all committees except the Nominating Committee.

Section 4. The VP ADMINISTRATION shall keep the records of all business meetings of the PMI-NEFL Chapter and meetings of the Board as well as maintain the PMI-NEFL historical records.

Section 5. The VP FINANCE shall oversee the management of funds for duly authorized purposes of the PMI-NEFL Chapter. The duties include contracts for travel related services, banking services, software licenses, promotional materials, communication and financial transaction platforms.

Section 6. President Elect - Shall assist the President with his or her duties of managing the chapter and assume the role of the chapter President if he or she is unable to perform duties for any reason. Assumes the role of President at the completion of the President's term.

Section 7. VP Programs: is responsible for chapter professional development meetings and obtaining speakers. Position is not responsible for the operational or technical details of these meetings, or for educational courses and workshops.

Section 8. VP Membership: Is responsible for addressing the needs of chapter membership, needs of the volunteers, including recruitment, retention, volunteer leadership development training & support, volunteer recognition and associated value delivery in accordance with chapter policies and By-Laws.

Section 9. VP Communications - Responsible for managing and coordinating communication channels in accordance with chapter policies and By-laws. The VP Communications will be responsible for bringing the voice of PMI-NEFL to our internal members, external partners, and prospects through multiple channels, including social media, website, newsletter and presentations.

Section 10. VP Technology: Responsible for all aspects of chapter technology including acquisition of technology, support/maintenance of technology, data analytics, technology governance and long-range and annual planning of technology in accordance with any current or future PMI procedures and guidelines.

Section 11. VP Operations: Negotiates and manages vendor contracts for meeting facilities and catering services. This Board position is also responsible for the operational aspects of chapter meetings and events including securing venues, communicating with the host for any food and beverage, equipment, and any special requirements.

Section 12. VP Military Outreach: Responsible for all outreach initiatives and programs to bridge the transition between military service and project management careers and certifications to the local military community.

Section 13. Past President: Immediate former elected volunteer responsible for oversight of the chapter and the board in accordance with chapter policies and bylaws.

The board has the authority to designate additional positions as needed to include:

Section 14. VP Professional Development/ Education: Responsible for professional development, education and chapter events in accordance with chapter policies and bylaws.

Section 15. VP Strategic Initiatives: Supports the President and Board of Directors in creating, prioritizing and managing projects that progress the chapter to meet and exceed its strategic goals in supporting the membership and the wider community. The role will be responsible for recruiting, managing and supporting a team who can progress the projects once established and improve them based on member feedback and opportunity.

Section 16. VP Career Networking: Elected or appointed volunteer responsible for developing and maintaining a career networking program that is designed to find solutions that help members advance their careers and achieve success in the project management field.

Section 17. VP Partnerships: Crafts the strategic narrative of the chapter and disseminates it to describe the benefit of chapter services to the membership and our partners. This role develops and manages the relationship with chapter partners to maximize opportunities and value with those partners that can be passed on to the members.

Section 18. The Board shall exercise all powers of the PMI-NEFL Chapter, except as specifically prohibited by these bylaws, the PMI Bylaws and policies, its charter with PMI, and the laws of the jurisdiction in which the organization is incorporated/registered. The Board shall be authorized to adopt and publish such policies, procedures and rules as may be necessary and consistent with these bylaws and PMI Bylaws and policies, and to exercise authority over all PMI-NEFL Chapter business and funds.

Section 19. The Board shall meet at the call of the CHAPTER PRESIDENT, or at the written request of three (3) members of the Board. **A quorum shall consist of no less than one-half of the membership of the Board at any given time.** Each member shall be entitled to one (1) vote and may take part and vote in person only. At its discretion, the Board may conduct its business by teleconference, facsimile or other legally acceptable means. Meetings shall be conducted in accordance with parliamentary procedures determined by the Board.

Section 20. The Board of Directors may declare an officer or Director at Large position to be vacant

- A. Where an officer ceases to be a member in good standing of PMI or of the PMI-NEFL Chapter by reason of non-payment of dues, or
- B. Where the officer or Director at Large fails to attend two (2) consecutive Board meetings (without informing the CHAPTER PRESIDENT or other Board Member prior to the meeting).
- C. An officer or Director at Large may resign by submitting written notice to the CHAPTER PRESIDENT or VP Administration. Unless another time is specified in the notice or determined by the Board, the resignation shall be effective upon receipt by the Board of the written notice.

EXPECTATIONS FOR BOARD MEMBERS

EACH OF US ON THE BOARD HAS AN OBLIGATION TO OTHER BOARD MEMBERS AND ALL CHAPTER MEMBERS TO ACTIVELY PARTICIPATE IN BOARD BUSINESS. IF YOU CANNOT ATTEND A BOARD MEETING, NOTIFY THE PRESIDENT BEFORE THE MEETING BY EMAIL OR PHONE CALL.

WE ADDRESSED BOARD EXPECTATIONS AT THE MAY 3, 2025 ANNUAL PLANNING MEETING.

Section 21. An officer or Director at Large may be removed from office for just cause in connection with the affairs of the organization by a two-thirds (2/3) vote of the members present and in person at an official meeting of the membership, or by a two-thirds (2/3) vote of the Board.

Section 22. If any officer or Director at Large position becomes vacant, the Board may appoint a successor to fill the office for the unexpired portion of the term for the vacant office. In the event the CHAPTER PRESIDENT is unable or unwilling to complete the current term of office, the PRESIDENT-ELECT shall assume the duties and office of the presiding officer for the remainder of the term. The Board may call for a special election by the chapter's membership to fill the vacant PRESIDENT-ELECT office. If the PRESIDENT-ELECT office is also vacant at the time, the Board shall select and approve a candidate to fulfill the duties of CHAPTER PRESIDENT to complete the remainder of the term.