



Board Member Agreement

PMI Central Indiana Chapter

As a member of the Board of Directors of the Project Management Institute Central Indiana Chapter (PMICIC), I acknowledge that I hold a position of trust and responsibility. I understand that I have legal, ethical, and fiduciary duties to ensure the chapter operates in alignment with its mission and strategic goals. I commit to serving with integrity, transparency, and active engagement.

Mission Stewardship & Community Engagement

- I will advocate for PMICIC's mission and values within my professional network and the broader community.
- I will serve as an ambassador for the chapter and represent the interests and needs of our members and stakeholders.
- I will actively promote the chapter as a vibrant professional community for project managers of all backgrounds.

Board Participation & Governance

- Attendance
 - Attend and prepare for at least 80% of board meetings, reviewing materials in advance and coordinating absence with Chapter President.
 - Be fully present and avoid distractions during meetings.
 - Review agendas and materials in advance and come prepared to engage.
 - Actively participate in discussions and submit agenda items on time.
 - Stay focused and adhere to the agenda.
- Strategic Alignment
 - Understand the Chapter's strategic goals and ensure initiatives align with them.
 - Promote accountability for achieving strategic objectives.
 - Communicate and advance the vision for my area, leveraging the Board's collective expertise.
 - Translate vision into action through clear operational plans.
 - Identify and champion new initiatives aligned with strategic priorities.
 - Remain open to new ideas and perspectives.
- Commitment
 - Actively serve on at least one committee or task force.
 - Accept leadership opportunities and contribute my expertise to chapter success.
 - Participate fully in decision-making and uphold fiduciary responsibilities.
- Conduct with BOD Members
 - Adhere to Chapter Bylaws, PMI policies, and the PMI Code of Ethics.
 - Work collaboratively and maintain a positive, supportive team environment.



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- Share knowledge, learn from one another, and offer help when needed. Identify issues and propose solutions, discussing them collectively as appropriate.
- Focus on what best serves the Chapter and its members.
- Communicate clearly, listen actively, and keep comments concise.

Fiduciary Duties

I understand and commit to the following fiduciary obligations:

- **Duty of Care:** I will make informed decisions with the diligence and attention that a reasonable person would exercise in similar circumstances.
- **Duty of Loyalty:** I will act in the best interest of the chapter, avoid conflicts of interest, and recuse myself from discussions and votes where a conflict exists.
- **Duty of Obedience:** I will uphold and support the decisions of the Board, even if I personally disagreed during deliberation.
- **Duty of Integrity:** I will follow all applicable governance documents, including the PMI Code of Ethics and Professional Conduct and PMICIC's policies and bylaws.
- **Duty of Foresight:** I will think proactively about the long-term health and sustainability of the chapter and champion innovation and resilience.

I further agree to complete and submit all required annual documents:

- Conflict of Interest Policy & Questionnaire
- Confidentiality & Records Compliance Agreement
- Volunteer Culture Guidelines
- Intellectual Property Release (if applicable)

Confidentiality & Professional Conduct

- I will respect the confidentiality of board deliberations and sensitive chapter matters.
- I will support the final decisions of the board publicly, including those with which I may have initially disagreed.
- I will maintain a respectful, inclusive, and constructive environment for fellow board members, volunteers, and members.
- I will work as a team to ensure Board meetings are a safe environment, where all members are open and able to share ideas and constructive discussions.
- I will show support and respect for each other to ensure all Board meetings (whatever the type) are productive and rewarding for the benefit of the Chapter members we serve.
- I will handle disagreements with professionalism. I will seek to understand or clarify by phone or in-person. I will solve problems at the lowest possible level before escalating to the President.



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Resource Development & Chapter Advancement

- I will help identify and cultivate relationships that benefit the chapter, including potential sponsors, partners, volunteers, and board candidates.
- I will actively participate in chapter partnership and engagement activities.

Active Leadership & Accountability

- I will know, understand, and fulfill the duties of our elected positions.
- I will stay informed about chapter initiatives, industry trends, and emerging opportunities.
- I will be visible (e.g., attend events, get out and talk with members and volunteers).
- I will contribute to the evaluation of my performance as a board member and accept feedback in the spirit of continuous improvement.
- I will actively identify emerging leaders for succession planning and board director replacement.
- I understand that if I am unable to meet the expectations outlined in this agreement, I have a responsibility to notify the Chapter President and may be asked to step down.

In return, PMICIC commits to:

- Providing timely access to financial reports and strategic updates.
- Offering opportunities for learning, discussion, and leadership development.
- Supporting board members in their roles through collaboration, tools, and transparency.
- Responding in good faith to questions necessary for me to carry out my responsibilities with diligence and integrity.

If for any reason, I am unable to carry out my duties as described in the Board Member Description and this Agreement, I agree to contact the Chapter President in a timely manner.

(Signature)

(Date)