



## EMI BOARD OF GOVERNORS POSITION INFORMATION

### Purpose

The Board of Governors (BoG) has the responsibility for governance and oversight of the EMI. The BoG oversees the affairs of the Institute in accordance with the laws under which the Institute is organized. The BoG has fiduciary, legal and strategic planning responsibilities. The BoG shall be responsible for strategic planning and policy guidance to ensure the Institute works toward fulfilling its vision and its mission. The BoG shall appoint all committee chairs and has the responsibility of modifying or expanding the structure of the Institute as deemed necessary for the effective functioning of the Institute.

### Composition

The BoG has seven (7) voting members elected or appointed as follows: six (6) Governors elected by the Institute membership, and one (1) Governor appointed by the Society's Board of Direction. In addition, the Secretary shall attend all meetings of the BoG.

### Duties

The affairs, activities, and concerns of the Institute shall be under the direction of the BoG. The BoG shall oversee the affairs of the Institute in accordance with the Society's and Institute's governing documents. The BoG has fiduciary, legal, operational and strategic planning responsibilities. The BoG shall be responsible for policy guidance to ensure the Institute works toward fulfilling its vision and its mission. The BoG may define, establish and discharge organizational elements such as standing councils and committees, student chapters, local chapters, and task committees as necessary or desirable to conduct the affairs of the Institute. The BoG may establish such rules, policies, and procedures as are consistent with these Bylaws and Society governing documents for the purpose of fulfilling the mission and programs of the Institute.

### Qualifications

Each member of the BoG shall **be a Member in good standing of the Institute and also a Member in good standing of the Society**. Student Members of the Institute shall not serve on the BoG. A BoG member who ceases to be in good standing in the Institute or the Society while in office shall be removed.

## Term of Office

The term of office of the elected Governors shall be three (3) years and shall be once renewable. To the extent possible, the terms of the elected Governors shall be staggered so that at least one (1) Governor's term expires at the end of each fiscal year. The terms of all Governors shall begin at the start of the fiscal year. Elected Governors may not serve as appointed Governors once their term has expired.

The term of office of the Governor appointed by the Society's Board of Direction shall be one (1) year and may be renewed up to two (2) times for a total of three (3) years. Appointed Governors are eligible to become elected Governors upon completion of their term of appointment.

The term of any member of the BoG shall commence after the term of the predecessor expires, except in cases where a BoG member is appointed to fill a vacancy. In that case, the term of the new Governor shall be the remaining term of the individual replaced.