



PMI Ghana Chapter Bylaws 2018 - 2020



Article I – Name, Principal Office; Other Offices.

Section 1. Name/Non-Profit Incorporation.

This organization shall be called the **Project Management Institute, Ghana Chapter** (hereinafter “the PMI-GH”). This organization is a Ghana Chapter chartered by the Project Management Institute, Inc. (hereinafter “PMI®”) and separately incorporated as a non-profit, tax exempt corporation (or equivalent) organized under the laws of Ghana.

Section 2. The PMI Ghana Chapter shall meet all legal requirements in the jurisdiction(s) in which the Ghana Chapter conducts business or is incorporated/registered.

Section 3. Principal Office; Other Offices.

The principal office of the PMI Ghana Chapter shall be located in Accra, Ghana, West Africa. The PMI Ghana Chapter may have other offices such as Branch offices as designated by the PMI Ghana Chapter Board of Directors.

Article II – Relationship to PMI.

Section 1. The PMI Ghana Chapter is responsible to the duly elected PMI® Board of Directors and is subject to all PMI® policies, procedures, rules and directives lawfully adopted.

Section 2. The bylaws of the PMI Ghana Chapter may not conflict with the current PMI’s Bylaws and all policies, procedures, rules or directives established or authorized by PMI as well as with the PMI-GH’s Charter with PMI.

Section 3. The terms of the Charter executed between the PMI-GH and PMI®, including all restrictions and prohibitions, shall take precedence over these Bylaws and other authority granted hereunder and in the event of a conflict between the terms of the Charter and the terms of these Bylaws, the PMI Ghana Chapter shall be governed by and adhere to the terms of the Charter.

Article III – Purpose and Limitations of the PMI Ghana Chapter

Section 1. Purpose of the PMI Ghana Chapter

- A. General Purpose. The PMI Ghana Chapter has been founded as 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 Ghana Chapter and PMI and these Bylaws, the purposes of the PMI Ghana Chapter shall include the following:
 - a) To foster professionalism in the management of projects in Ghana and beyond.
 - b) Provide practitioners with a peer community for networking and collaboration.
 - c) To contribute to the quality and scope of project management.
 - d) To stimulate appropriate global application of project management for the benefit of the general public.
 - e) To assist Educational Institutions in the development of project management curriculum.

- f) 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.
- g) To identify and promote the fundamentals of project management and advance the body of knowledge for managing projects successfully.

Section 2. Limitations of the PMI Ghana Chapter

- A. General Limitations. The purposes and activities of the PMI Ghana Chapter shall be subject to limitations set forth in the charter agreement, these Bylaws, and conducted consistently with PMI Ghana Chapter Articles of Incorporation.
- B. The membership database and listings provided by PMI® to the PMI Ghana Chapter may not be used for commercial purposes and may be used only for non-profit purposes directly related to the business of the PMI Ghana Chapter, consistent with PMI policies and all applicable laws and regulations, including but not limited to those law and regulations pertaining to privacy and use of personal information.
- C. The officers and directors of the PMI Ghana Chapter shall be solely accountable for the planning and operations of the Chapter, and shall perform their duties in accordance with the Chapter's governing documents; its Charter Agreement; PMI's Bylaws, policies, practices, procedures, and rules; and applicable law.

Article IV – PMI Ghana Chapter Membership.

Section 1. General Membership Provisions.

- A. Membership in the PMI Ghana Chapter requires membership in PMI®. The PMI Ghana Chapter shall not accept as members any individuals who have not been accepted as PMI® members.

Membership in this organization is voluntary and shall be open to any eligible person interested in furthering the purposes of the organization. Membership shall be open to all eligible persons without regard to race, creed, colour, age, sex, marital status, national origin, religion, or physical or mental disability.

- B. Members shall be governed by and abide by the PMI Bylaws and by the bylaws of the PMI Ghana Chapter and all policies, procedures, rules and directives lawfully made thereunder, including but not limited to the PMI Code of Conduct.
- C. All members shall pay the required PMI® and PMI Ghana Chapter membership dues to PMI® and in the event that a member resigns or their membership is revoked for just cause, membership dues shall not be refunded by PMI® or the PMI Ghana Chapter.
- D. Membership in the PMI Ghana Chapter shall terminate upon the member's resignation, failure to pay dues or expulsion from membership for just cause.
- E. Members who fail to pay the required dues when due shall be delinquent for a period of one (1) month and their names removed from the official membership list of the PMI Ghana Chapter. A

delinquent member may be reinstated by payment in full of all unpaid dues for PMI® and the PMI Ghana Chapter to PMI® within such one month delinquent period.

- F. Upon termination of membership in the PMI Ghana Chapter, the member shall forfeit any and all rights and privileges of membership.
- G. “Members in Good Standing” shall be defined as PMI Ghana Chapter Members who have paid both PMI® and PMI Ghana Chapter fees and appear on the PMI Chapter Membership list. In the event fees have been paid but not posted, the member must provide a verification (written preferred) from PMI® that fees have been received in order to be considered a member in good standing.
- H. Except for failure to pay fees, no member shall be expelled without just cause and due process. Expulsion shall be upon two-thirds majority vote of the officers in attendance at a Board meeting at which a quorum is present. Just cause shall be defined as “whenever in the Board’s judgment, the best interests of the PMI Ghana Chapter will be served by the action taken by the Board”.

Section 2. Members Who Can Vote and Hold Office:

All PMI Ghana Chapter members in good standing are eligible to vote and be elected to hold any office as specified by the By-laws for those offices, except role of Chapter President, which requires the candidate to have served at least one (1) term on the chapter board.

Classes and Categories of Members: The PMI Ghana Chapter shall not create its own membership categories. PMI® Component membership categories shall be consistent with PMI® membership categories.

Article V – PMI Ghana Chapter Board of Directors:

Section 1. The PMI Ghana 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 Ghana Chapter elected by the membership and shall be members in good standing of PMI® and of the PMI Ghana Chapter. Terms of office for the Officers shall be **two (2) years**, limited to **two (2) consecutive terms** in the same position, and no more than **three (3) consecutive terms** on the Board in general, except the position of the Immediate Past President, which is automatic. These positions are staggered so that at least **four (4)** are elected each year.

Section 3. The **PRESIDENT**:

The chapter leader responsible for oversight of the chapter and the board. The president shall direct the activities of the other board members in accordance with the chapter bylaws. He or she shall also serve as a member ex-officio with the right to participate and vote on all committees except the Nominating Committee.

Roles and responsibilities:

1. Direct the chapter's strategic goals.
2. Achieve the chapter vision, mission and objectives as detailed by the chapter board, PMI and chapter business plans.
3. Direct the activities of other chapter leaders toward chapter goals and objectives.
4. Ensure that the chapter board works together as a team.
5. Represent the chapter at public events.
6. Ensure strategic alliance, planning and annual reporting.
7. Be ultimately accountable for all board operations and chapter activities.
8. Act as a liaison between the chapter and PMI.
9. Ensure that the charter renewal is updated and that the chapter is in compliance as specified by PMI.
10. Preside over the board of directors meetings and the annual general membership meeting.
11. Ensure that all chapter business is being done legally and ethically.
12. Assume responsibility for the overall functioning of the chapter.
13. Legally represent the organization (this role can be co-dependent with the VP, Finance).
14. Ensure statutory and regulatory compliance in consultation with the VP, Finance.
15. With the board, ensure prudent disbursement of chapter funds.
16. Drive implementation of PMI policies and guidelines and ensure that they are reflected in chapter processes.
17. Manage periodic policy audits.
18. Promote leadership development opportunities for board development.
19. Ensure the policies are consistent and compliant with all applicable governmental jurisdiction and regulations. (e.g., Ghana Revenue Authority, PMI policy, Sarbanes Oxley - and other local laws and regulations).
20. Review and update bylaws and ensure they are in alignment with PMI Chapter Charter strategic plans.
21. Ensure the chapter bylaws are upheld and enforced.
22. Develop and maintain policy manuals.
23. Identify gaps between PMI Global policies and chapter policies.
24. Develop and maintain information security/personal information policy.
25. Address any breeches that may be brought up against a member and/or the chapter.
26. Lead in resolving chapter conflicts in accordance with PMI Chapter Conflict Resolution Policies.
27. Raise awareness of and provide training on code of conduct/regulations/processes.
28. Be aware of the Ethics Review Process.
29. To appoint vacant board member's positions, subject to the approval of the Board.
30. To appoint members to the nominating committee with the approval of the Board excluding the President.
31. Appoint the chapter PMIEF Liaison Officer with the approval of the Board.
32. Develop and implement succession and transition plan.

Strategic and Business Management Skills:

- Diplomacy
- Human Resource Management
- Parliamentary Procedures (i.e. Robert's Rule of Order)
- Experience with Developing Roles & Responsibilities
- Experience with Local Regulations & Laws

- Knowledge of PMI Ethical Code & Guidelines
- PMI Knowledge & Experience
- Policy Development Experience

Leadership Skills:

- Coaching and Mentoring
- Conflict Resolution Skills
- Persuasion/Motivation Skills
- Team Building Skills
- Decision Making
- Excellent Writing Skills
- Facilitation Skills
- Skilled in Strategic Planning and Process Execution

Section 4. The PAST PRESIDENT:

Immediate former chapter leader responsible for oversight of the chapter and the board in accordance with chapter policies and bylaws.

Roles and responsibilities:

1. Maintain continuity in the chapter to help to ensure smooth board transitions
2. Assist the board of directors with strategic policies
3. Proactively support and promote the work within the board
4. Assume the role of mentor for the president
5. Assist the president in liaison with PMI if and when required
6. Assume the position of chair for the nominating committee
7. Lead and direct the elections process
8. Provide ethics enforcement and guidance at the board of directors level
33. Support conflict resolution in accordance with PMI Chapter Conflict Resolution Policies.
9. Outreach with past presidents.
10. Develop and implement a succession and transition plan.

Section 5. The SECRETARY:

The chapter officer responsible for preparing, maintaining, recording, circulating all records, correspondence, minutes of meetings, and related affairs of the chapter.

Roles and responsibilities:

1. Ensure that all activities are aligned with the chapter's annual and short term strategic goals as per the chapter's balanced score card.
2. Assure safekeeping of all governing documents (approved bylaws, articles of incorporation, charter agreement, board policies, committee charters, and all other non-financial records for the chapter).
3. Coordinate and distribute meeting agendas, keep the records of all business meetings of the chapter and meetings of the board.
4. Maintain all meeting minutes — must document in accordance with parliamentary procedures as determined by the board.
5. Notice of all annual meetings shall be sent to all members at least 30 - 45 days in advance of the meeting. Action at such meetings shall be limited to those agenda items contained in the notice of the meeting.

6. Provide records to members and outside organizations that request information.
7. Provide all notifications to the membership, directors, auditors and members of committees.
8. Coordinate distribution of all general correspondence.
9. Provide support for membership communication.
10. Lead the development, production and release of all chapter newsletters.
11. Disseminate information both to and from the chapter in a timely manner.
12. Maintain a communications schedule that details all chapter communications across all channels.
13. Coordinate and distribute chapter event information to membership in a timely manner
14. Submit information to PMI's communications department regarding chapter activities for possible publication in PMI Today (PMI's monthly membership newsletter) and Pubcom (PMI Africa newsletter) when deemed appropriate.
15. Oversee coordination of printed materials (logo items, business cards, etc.).
16. Develop and implement succession and transition plan.
17. Request for other volunteers that may be required to effectively execute the above roles and responsibilities through the VP Volunteering.
18. Perform other duties as may be assigned by the President.

Strategic and Business Management Skills:

- Ability to Record Minutes
- Knowledge of Chapter Bylaws and Policies
- Knowledge of Meeting Procedures
- Knowledge of PMI Bylaws and Policies
- Knowledge of Records Retention Requirements
- Meeting Coordination

Leadership Skills:

- Active Listening Skills
- Decision Making
- Excellent Writing Skills
- Time Management Skills

Section 6. The VICE PRESIDENT, FINANCE:

The chapter officer responsible for finance. Responsible for maintaining and presenting all financial records required for chapter operations in accordance with chapter and bylaws.

Roles and responsibilities:

1. Ensure that all activities are aligned with the chapter's annual and short term strategic goals as per the chapter's balanced score card.
2. Maintain and manage accounts receivable and payable and all financial portfolios, including but not limited to the collection of chapter dues from PMI, guest payments for chapter meetings or special events and the payment of all chapter bills in accordance with chapter committee directives.
3. Establish and maintain all required chapter bank accounts and/or similar financial transactions and arrange for three (3) officer signatories with mandate; either the Chapter President and the Vice President - Finance or the Vice President – Membership on all cheques.
4. Provide financial reporting regarding the state of finances and chapter activity to chapter membership, board and executive level volunteer leaders on a monthly basis (board meeting).

5. Report on the state of finances at board meetings and chapter meetings.
6. Develop an annual operating budget and financial statement to be included in the annual application for charter renewal.
7. Ensure the chapter has reviewed and reported required tax filings.
8. Recommend improvements in the financial processes to the board.
9. Establish, maintain and ensure compliance with all financial operational processes to ensure continuity of chapter operations and define, document and maintain chapter policies including financial reserve policies, investment policies, and record retention and destruction policies established by the board of directors.
10. Maintain the annual budget.
11. Contribute to financial planning/goal setting, investing, forecasting and budgeting for the chapter.
12. Distribute/communicate financial section of the annual report to chapter membership.
13. Assist in the preparation of the annual financial statements and reports.
14. Provide timely information to independent auditors as required.
15. Keep an up to date inventory of all the goods of the chapter.
16. Handle all PMI and government required payments.
17. Ensure maintenance and storage of all historic financial documents in accordance with chapter board policies regarding Record Retention and Destruction policies.
18. Establish financial metrics; ensure chapter is maintaining requirements.
19. Serve as liaison with PMI Global on financial matters.
20. Prepare financial guidelines and procedures for the chapter along with board.
21. Analyze cost impact and income benefit of all activities proposed by the board of directors.
22. Review any chapter contract, agreement and insurance.
23. Distribute information, materials and/or fees received from the PMI Global to appropriate officers in a timely manner.
24. Confirm and check bank accounts monthly.
25. Request for other volunteers that may be required to effectively execute the above roles and responsibilities through the VP Volunteering.
26. Develop and implement succession and transition plan.
27. Perform other duties as may be assigned by the President.

Strategic and Business Management Skills:

- Accounting Software/Tools (e.g. Quick Books, Excel)
- Knowledge of Financial Planning
- Analytical Thinking
- Knowledge of Generally Accepted Accounting Principles (GAAP)
- Documentation Skills/Financial Record Keeping

Leadership Skills:

- Decision Making
- Technical Tools Skills
- Time Management Skills
- Skilled in Strategic Planning and Process Execution

Section 7. The VICE PRESIDENT, MEMBERSHIP:

The chapter officer responsible for addressing the needs of chapter membership, including membership recruitment, retention, and associated value delivery in accordance with chapter policies and bylaws.

Roles and responsibilities:

1. Ensure that all activities are aligned with the chapter's annual and short term strategic goals as per the chapter's balanced score card.
2. Develop and implement a Chapter Membership Plan;
 - Ensure continued growth through proactive recruiting, retention and member engagement, including the establishment of measurable goals and the monitoring of success metrics for appropriate action.
 - Develop and implement a Community Outreach Plan including commercial, not-for-profit and other professional associations.
3. Customer Service;
 - Answer general member/non-member information inquiries and other requests for assistance with membership and its benefits.
 - Support and attend annual general meeting and all chapter meetings as appropriate.
4. Primary user of the Chapter Reporting System (CRS) for analysis and reporting of membership data;
 - Maintain the membership records of the chapter.
 - Provide communication list/member updates to officers as requested.
 - Coordinate the production and distribution of timely membership reports, such as monthly membership reports by demographics (city, state, age, industry, etc.).
5. Market Research;
 - Review and analyse member satisfaction survey data and enhance membership benefits.
 - Develop and administer lapsed (non-renewal) member survey.
 - Analyse and integrate survey feedback for inclusion in the strategic/operational planning.
6. Marketing and Member Engagement;
 - Develop and implement membership welcome and support plan including the promotion of PMI and chapter membership value.
 - Communicate member value through various delivery methods in alignment with the Membership Benefits Package.
 - Utilize membership marketing materials available through the PMI Marketing Portal.
 - Develop and implement a rewards and recognition program plan to recognize member milestones (such as anniversaries or awards).
7. Effectively Manage the PMI-GH Chapter Branch Activities within the various Regional Capitals of Ghana:
 - Branches are founded under the PMI-GH Chapter Membership Division and accordingly report to the Vice President, Membership.
8. Promote PMI activities at the branch level in accordance with the chapter policies and bylaws.
9. Develop and implement succession and transition plan.
10. Request for other volunteers that may be required to effectively execute the above roles and responsibilities through the VP Volunteering.
11. Perform other duties as may be assigned by the President.

Strategic and Business Management Skills:

- Data Analysis & Reporting
- Marketing Skills
- Proficiency in using Survey Tools/Market Research/Demographic Research
- Proficiency in using PMI Chapter Reporting System (CRS)

Leadership Skills:

- Persuasion/Motivation Skills
- Public Speaking/Presentation Skills
- Skilled in Strategic Planning and Process Execution

Section 8. The VICE PRESIDENT, VOLUNTEERING:

The chapter officer responsible for addressing the needs of the volunteers, including recruitment, retention, recognition, and leadership development training and support in accordance with chapter policies and bylaws.

Roles and responsibilities:

1. Ensure that all activities are aligned with the chapter's annual and short term strategic goals as per the chapter's balanced score card.
2. Develop internal tracking system to effectively track and manage volunteer operational activities. Provide performance feedback to volunteers.
3. Manage the recruitment and/or retention of all volunteers that may be required by the elected Chapter Leaders to enable them effectively perform their roles and responsibilities.
4. Manage the Volunteer Relationship Management System (VRMS) at the local chapter level.
5. Conduct general volunteer orientation for all volunteers and ensure proper on-boarding for new volunteers including an overview of the volunteer structure, volunteer roles, responsibilities and deliverables, prior to assigning of any role.
6. Understand and leverage experience of volunteers and direct them to various initiatives in the chapter.
7. Identify and develop programs to involve, develop and engage volunteer members.
8. Oversee, administer and build awareness of the chapter (and PMI's) volunteer policies, procedures and guidelines.
9. Develop volunteer management program to support high performance Develop volunteer award program to provide recognition or incentives subject to board approval.
10. Assist in resolving chapter conflicts in accordance with PMI Chapter Conflict Resolution Policies.
11. Oversee and manage the chapter's volunteer programs and services.
12. Provide PMI volunteer awareness at the local and global levels.
13. Develop and implement succession and transition plan.
14. Recruit other volunteers that may be required to effectively execute the above roles and responsibilities through the VRMS.
15. Perform other duties as may be assigned by the President.

Strategic and Business Management Skills:

- Ability to use volunteer management software tools to match volunteers skills with interests.
- Proficient in email communications (e.g. MS Outlook, Google Mail).
- Understanding of volunteer recruitment methods and tools (PMI's Volunteer Relationship Management System).

- Understanding of volunteer resource management.
- Understanding of volunteer recognition and appreciation programs.

Leadership Skills:

- Ability to Delegate Effectively
- Coaching and Mentoring
- Persuasion/Motivation Skills
- Team Building Skills

Section 9. The VICE PRESIDENT, OUTREACH:

The chapter officer responsible for chapter-based outreach and public relations to increase awareness of both the chapter and the PMI brand within Ghana. The VP Outreach will develop and execute an integrated outreach and public relations program to support member acquisition, communications and other related activities in alignment with the chapter's strategic objectives.

Roles and responsibilities:

1. Ensure that all activities are aligned with the chapter's annual and short term strategic goals as per the chapter's balanced score card.
2. Develop and implement an integrated outreach and public relations program aligned with the chapter's strategic objectives
3. Work with the chapter's board of directors and chapter partner to develop an overall strategy and objectives for academic and community outreach that support the objectives of the chapter and PMI.
4. Develop metrics to measure success of chapter's outreach programs.
5. Develop strategies and programs to support the establishment of "partnerships" for mutual benefit with academic institutions that help promote the chapter and the project management profession.
6. Monitor activities of outreach and public relations volunteers assigned to manage the program.
7. Create and execute annual outreach and public relations plan with detailed activity calendar including email, social media, advertising events, press releases, web updates, etc.
8. Use best practices in outreach and public relations to promote the chapter and its activities to members and the community at large
9. Collaborate with academic institutions, where appropriate, to publicize the chapter and PMI
10. Gain access to PMI's Marketing Portal and use PMI-provided outreach/PR resources
11. Create and distribute public relations communications to local media outlets (e.g. press releases, local newspapers, radio stations and television) and manage local media inquiries
12. Develop and maintain the chapter's social media strategy and social media policy.
13. Ensure compliance with PMI's Social Media Guidelines and brand standards for chapters.
14. Advise the chapter regarding opportunities and threats in the online environment.
15. Stay abreast of social media trends and technology and advise the chapter if and how to leverage them.
16. Work closely with volunteers responsible for the chapter's online presence to present a cohesive digital identity in alignment with PMI's global brand standards.
17. Content creation as necessary, including posts, tweets, pins, pictures, infographics, videos, multimedia and website
18. Reach out to online communities to build chapter brand awareness.
19. Curate content, finding and sharing information of interest to the chapter's audience while respecting copyright laws

20. Advise on the best way to integrate social media in the chapter's website, marketing campaigns and content publishing
21. Perform and uphold duties, as specified by the chapter bylaws, board policies and procedures.
22. Work with VP, Marketing and Sponsorship to ensure that chapters' brand is understood and leveraged in communication plans.
23. Manage webmaster to provide website content and provide input into website design and also ensure that website content is up to date.
24. Balance the need for timely communication with the goal to keep communication concise, timely and appropriate. Manage the chapter's approved communications budget, in cooperation with VP Finance.
25. Coordinate the activities of chapter PMIEF Liaison Officer and report same to the Board.
26. Develop and implement succession and transition plan.
27. Request for other volunteers that may be required to effectively execute the above roles and responsibilities through the VP Volunteering.
28. Perform other duties as may be assigned by the President.

Strategic and Business Management Skills:

- Proficiency with, or Desire to Learn, Digital Marketing Tools, Including Email Marketing Platforms, Social Media Platforms, Web Content.
- Working Knowledge of Best Practices in Marketing
- Experience in Developing Communications Strategy and Supporting Communication Plans
- Knowledge of PMI Global and Chapter Brand Guidelines
- Strong Written Communication Skills
- Strong Knowledge of Common Communication Vehicles (i.e. Newsletters, Annual Plans, Email Communications, etc.)
- Online Community Moderation Ability
- Knowledge of University Academic Environment and Structure
- Understanding PMI Approach for Universities (including Accreditation Process)

Leadership Skills:

- Public Speaking/Presentation Skills
- Persuasion/Motivation Skills
- Skilled in Strategic Planning & Process Execution
- Decision Making
- Stakeholder Management
- Ability to Delegate Effectively
- Excellent Writing Skills
- Technical Tools Skills
- Team Building Skills

Section 10. The VICE PRESIDENT, MARKETING AND SPONSORSHIP:

The chapter officer responsible for chapter-based marketing and sponsorship to increase awareness of both the chapter and the PMI brand within the business community. The VP of Marketing and Sponsorship will develop and execute an integrated marketing and sponsorship program to support event promotion and other related activities in alignment with the chapter's strategic objectives. These activities shall be performed in accordance with chapter bylaws and PMI policies, brand guidelines and global marketing strategy.

Roles and responsibilities:

1. Ensure that all activities are aligned with the chapter's annual and short term strategic goals as per the chapter's balanced score card.
2. Develop and implement an integrated marketing and sponsorship program aligned with the chapter's strategic objectives
3. Liaise with VP Events to create and execute annual marketing and sponsorship plan with detailed activity calendar including advertising of events etc.
4. Use best practices in marketing to promote the chapter and its activities to members and the business community at large
5. Gain access to PMI's Marketing Portal and use PMI-provided marketing resources.
6. Work with local vendors to develop marketing materials in accordance with PMI brand guidelines if suitable materials are not available in the Marketing Portal
7. Plan and purchase print and digital advertising materials.
8. Monitor, optimize and analyse all marketing and sponsorship activities
9. Collaborate with local businesses to publicize the chapter and PMI
10. Monitor and coordinate branded presentations to external stakeholders and other business organizations interested in the activities of PMI.
11. Maintain relationships with existing sponsors for continued revenue generation to fund the chapter's activities.
12. Coordinate and organize presentations to potential chapter event sponsors.
13. To provide marketing support to other chapter officers as needed to adequately advertise and promote chapter activities.
14. To develop and implement aggressive sponsorships campaigns
15. To retain at least three (3) corporate sponsorships each year
16. To advise the Vice President- Finance of all financial commitments associated with marketing and sponsorship activities prior to actual expenditure if possible.
17. To receive and pursue all incoming advertising requests.
18. To develop, update & maintain the Chapter advertising policy.
19. Develop and implement succession and transition plan.
20. Request for other volunteers that may be required to effectively execute the above roles and responsibilities through the VP Volunteering.
21. Perform other duties as may be assigned by the President

Strategic and Business Management Skills:

- Knowledge of Fundraising Techniques
- Proficiency with, or Desire to Learn, Digital Marketing Tools, Including Email Marketing Platforms, Social Media Platforms, Web Content
- Management Systems, Research/Surveys
- Understanding of Marketing Strategy, Tactics, Planning and Delivery
- Working Knowledge of Best Practices in Marketing

Leadership Skills:

- Public Speaking/Presentation Skills
- Persuasion/Motivation Skills
- Skilled in Strategic Planning & Process Execution

Section 11. The **VICE PRESIDENT, PROFESSIONAL DEVELOPMENT:**

The chapter officer responsible for professional development, education and chapter events in accordance with chapter policies and bylaws.

Roles and responsibilities:

1. Ensure that all activities are aligned with the chapter's annual and short term strategic goals as per the chapter's balanced score card.
2. Responsible for the development of chapter education activities to include:
 - Preparation and maintenance of PMI's certifications.
 - Develop and maintain relationships with local colleges and universities.
3. Responsible for establishing and managing chapter professional development programs, live and online.
4. Maintain relationships with Registered Education Providers (R.E.P.s).
5. Define strategies for improvement in professional development/training programs.
6. Develop and implement a chapter professional development plan, including a program roadmap for professional development content programs.
7. Develop plans for and coordinate the chapter's external educational activities, such as study groups, seminars, workshops, courses, professional development days and other educational activities.
8. Manage chapter-created credential examination review courses and other such courses.
9. Provide information to members and non-members on career development.
10. Provide information and guidance to members and non-members on certification/re-certification in the context of PMI.
11. Incorporate feedback, suggestions and recommendations as necessary to enhance effectiveness and value delivered to the audience and chapter regarding the contents of programs.
12. Work with marketing to promote the education, certification, as well as training opportunities offered by the chapter.
13. Recommend, develop and deliver project management education materials, courses, presentations and sessions including leadership development training programs.
14. Seek new project management professional development programs and services through networking with other educational organizations and PMI chapters.
15. Develop and implement a succession and transition plan.
16. Request for other volunteers that may be required to effectively execute the above roles and responsibilities through the VP Volunteering.
17. Perform other duties as may be assigned by the President.

Strategic and Business Management Skills:

- Ability to Develop and Manage Program and Event Schedules
- Content & Curriculum Development
- Knowledge of PMI Credentials and PDUs
- Program and Event Planning Skills

Leadership Skills:

- Ability to Delegate Effectively
- Coaching and Mentoring
- Public Speaking/Presentation Skills
- Team Building Skills

Section 12. The **VICE PRESIDENT, EVENTS:**

The chapter officer responsible for chapter-based events and programs to support member acquisition, member retention and other related activities in alignment with the chapter's strategic objectives.

Roles and responsibilities:

1. Ensure that all activities are aligned with the chapter's annual and short term strategic goals as per the chapter's balanced score card.
2. Liaise with the various Vice Presidents, collate their quarterly, and annual events/programs requirements.
3. Liaise with VP Sponsorship to create and execute annual marketing and sponsorship plan with detailed activity calendar including advertising of events etc.
4. To execute programs & events approved by the Board with not less than 90% success rating.
5. Be responsible for the preparation, arrangement, sequencing and the optimal delivery of monthly Chapter Meetings.
6. Delivery of programs relating to project management. The content of these programs are to be consistent and in accordance with the objectives of the PMI Ghana Chapter and with approval of the Chapter Board of Directors.
7. Promote and advance the project management profession through the planning and coordination of special events, as identified by the chapter board, designed to enhance and expand the skills and knowledge of project managers.
8. Incorporate feedback, suggestions and recommendations as necessary to enhance effectiveness and value delivered to the audience and chapter as they relate to the logistics of events/programs.
9. Oversee events, presentations and training programs.
10. Invite key influencers from industry to participate in chapter events.
11. To establish committees, if necessary, and to direct activities to cover:
 - a) Speakers
 - b) Site logistics
 - c) Audio-visual equipment,
 - d) Meeting rooms and meals.
 - e) Photography.
12. To advise the Vice President-Finance of all financial commitments associated with Chapter programs prior to actual expenditure, if possible.
13. To prepare program and meeting notices for publication by Secretary
14. Request for other volunteers that may be required to effectively execute the above roles and responsibilities through the VP Volunteering.
15. Perform other duties as may be assigned by the President

Strategic and Business Management Skills:

- Knowledge of events management
- Ability to Develop and Manage Program and Event Schedules
- Program and Event Planning Skills
- Content Development
- Understanding of Marketing Strategy, Tactics, Planning and Delivery
- Working Knowledge of Best Practices in Events planning and management

Leadership Skills:

- Public Speaking/Presentation Skills

- Persuasion/Motivation Skills
- Skilled in Strategic Planning & Process Execution

Section 13. The Board shall exercise all powers of the PMI Ghana 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 Ghana Chapter** business and funds.

Section 14. The Board shall meet at the call of the **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 15. The Board of Directors may declare an officer or Director at Large position to be vacant where an officer or Director at Large ceases to be a member in good standing of PMI or of the PMI Ghana Chapter by reason of non-payment of dues, or where the officer or Director at Large fails to attend two (2) consecutive Board meetings. An officer or Director at Large may resign by submitting written notice to the **PRESIDENT** or **SECRETARY**. Unless another time is specified in the notice or determined by the Board, the resignation shall be effective upon receipt by the President or the Board of the written notice.

Section 16: 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 17: 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 position. In the event the **President** is unable or unwilling to complete the current term of office, the **Vice President**, **Membership** 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 position.

Article VI – PMI Ghana Chapter Nominations and Elections:

Section 1. The nomination and election of officers and directors shall be conducted annually in accordance with the requirements contained in these Bylaws, including Article IV, Section 1 and Article V, Section 2 and this Article VI. All voting members in good standing of the PMI Ghana Chapter shall have the right to vote in the election. Discrimination in election and nomination procedures on the basis of race, colour, creed, gender, age, marital status, national origin, religion, physical or mental disability, or unlawful purpose is prohibited.

Section 2. Candidates who are elected shall take office on the first day of January following their election, and shall hold office for the duration of their terms or until their successors have been elected and qualified. After elections have been conducted, a Board meeting has to be constituted within 45 calendar days with both incoming and outgoing board members to facilitate a smooth transition

Section 3. A Nominating Committee shall prepare a slate containing nominees for each Board position and shall determine the eligibility and willingness of each nominee to stand for election. Candidates for Board positions may also be nominated by petition process established by the Nominating Committee or the Board. Elections shall be conducted (a) during the annual meeting of the membership; or (b) by mail ballot to all voting members in good standing; or (c) by electronic vote in compliance with the legal jurisdiction. The candidate who receives a majority of votes cast for each office shall be elected. Ballots shall be counted by the Nominating Committee or by tellers designated by the Board.

Section 4. No current member of the Nominating Committee shall be included in the slate of nominees prepared by the Committee.

Section 5: In accordance with PMI policies, practices, procedures, rules and directives, no funds or resources of PMI or the Chapter may be used to support the election of any candidate or group of candidates for PMI, Chapter or public office. No other type of organized electioneering, communications, fund-raising or other organized activity on behalf of a candidate shall be permitted. The Chapter Nominating Committee, or other applicable body designated by the Chapter, will be the sole distributor(s) of all election materials for Chapter elected positions. Gifts and /or contributions by others, on behalf of potential or actual nominees is not permitted. Violations shall be brought to the attention of the Nominating Committee for review, who shall inform the individual (s) involved in writing of the complaint. Failure to abide by the rules may result in disqualifications.

Article VII – PMI Ghana Chapter Committees:

Section 1. The Board may authorize the establishment of standing or temporary committees to advance the purposes of the organization. The Board shall establish a charter for each committee, which defines its purpose, authority and outcomes. Committees are responsible to the Board. Committee members shall be appointed from the membership of the organization. The PMI Ghana Chapter officers and/or Directors can serve on the PMI Ghana Chapter Committees, unless it specifically is restricted by the Bylaws.

Section 2. All committee members and a chairperson for each committee shall be appointed by the PRESIDENT with the approval of the Board

Article VIII - PMI Ghana Chapter Finance:

Section 1. The fiscal year of the PMI Ghana Chapter shall be from 1 January to 31 December.

Section 2. PMI Ghana Chapter annual membership dues shall be set by the PMI Ghana Chapter Board and communicated to PMI in accordance with policies and procedures established by PMI.

Section 3. The PMI Ghana Chapter Board shall establish policies and procedures to govern the management of its finances and shall submit required tax filings to appropriate government authorities.

Section 4. All dues billings, dues collections and dues disbursements shall be performed by PMI.

Article IX – Meetings of the Membership:

Section 1. An annual meeting of the membership shall be held at a date and location to be determined by the Board. Notice of all annual meetings shall be sent by the Board to all members at least 30 days in advance of the meeting. Action at such meetings shall be limited to those agenda items contained in the notice of the meeting.

Section 2. Special meetings of the membership may be called by the PRESIDENT; by a majority of the Board; or by petition of ten percent (10%) of the voting membership directed to the PRESIDENT. Notice of all special meetings shall be sent by the Board to membership 30 days in advance of the meeting so as to allow membership the opportunity to participate in such special meetings. The notice should indicate the time and place of the meeting and include the proposed agenda. Action at such meetings shall be limited to those agenda items contained in the notice of the meeting.

Section 3. Quorum at all annual and special meetings of the PMI Ghana Chapter shall be those members in good standing, present and in person. [Or ten percent (10%) of the voting membership in good standing, present and in person.]

Section 4. All meetings shall be conducted according to parliamentary procedures determined by the Board.

Article X – Branches of the PMI Ghana Chapter:

1. **Kumasi branch**- *Ashanti Region*
2. **Sunyani branch** - *Brong Ahafo Region*
3. **Takoradi branch** - *Western Region, and*
4. **Tamale branch** - *Northern Region*

Section 1. Establishing a Branch:

Upon written permission granted by PMI via the charter agreement, the Chapter shall be permitted to organize its members who reside in geographically limited areas in groups (hereinafter “PMI Ghana Chapter Branches”) for the purpose of delivering its services locally. A Branch of PMI Ghana Chapter shall be governed by these Bylaws and shall conduct its business in compliance with PMI Ghana Chapter’s policies and procedures and its charter with PMI.

Section 2. Geographic Area:

Each Branch formed to service a defined geographic area will not extend its services beyond the geographic boundaries defined by the Chapter.

Section 3. Distribution of Dues.

All PMI Ghana Chapter’ dues & fees will be collected by PMI® on behalf of the PMI Ghana Chapter and will be forwarded to PMI Ghana Chapter. The PMI Ghana Chapter will allocate funds to the Branch in accordance to PMI Ghana Chapter’s policies & procedures. Branches shall not create its own membership or dues.

Section 4. The Branch Chair shall either be a member of Chapter’s Board of Directors, or be a Committee Chair and report into a Chapter Board member who oversees the activities of the Chapter’s



Branches.

Section 5. Limitations:

Branches shall abide by the limitations consistent with the chapter's charter agreement with PMI.

Article XI - Inurement and Conflict of Interest:

Section 1. No member of the PMI Ghana Chapter shall receive any pecuniary gain, benefit or profit, incidental or otherwise, from the activities, financial accounts and resources of the PMI Ghana Chapter, except as otherwise provided in these bylaws.

Section 2. No officer, director, appointed committee member or authorized representative of the PMI Ghana Chapter shall receive any compensation, or other tangible or financial benefit for service on the Board. However, the Board may authorize payment by the PMI Ghana Chapter of actual and reasonable expenses incurred by an officer, director, committee member or authorized representative regarding attendance at Board meetings and other approved activities.

Section 3. PMI Ghana Chapter may engage in contracts or transactions with members, elected officers or directors of the Board, appointed committee members or authorized representatives of PMI Ghana Chapter and any corporation, partnership, association or other organization in which one or more of PMI Ghana Chapter's directors, officers, appointed committee members or authorized representatives are: directors or officers, have a financial interest in, or are employed by the other organization, provided the following conditions are met:

- A. the facts regarding the relationship or interest as they relate to the contract or transaction are disclosed to the board of directors prior to commencement of any such contract or transaction;
- B. the board in good faith authorizes the contract or transaction by a majority vote of the directors who do not have an interest in the transaction or contract;
- C. The contract or transaction is fair to PMI Ghana Chapter and complies with the laws and regulations of the applicable jurisdiction in which PMI Ghana Chapter is incorporated or registered at the time the contract or transaction is authorized, approved or ratified by the board of directors.

Section 4. All officers, directors, appointed committee members and authorized representatives of the PMI Ghana Chapter shall act in an independent manner consistent with their obligations to the PMI Ghana Chapter and applicable law, regardless of any other affiliations, memberships, or positions.

Section 5. All officers, directors, appointed committee members and authorized representatives shall disclose any interest or affiliation they may have with any entity or individual with which the PMI Ghana Chapter has entered, or may enter, into contracts, agreements or any other business transaction, and shall refrain from voting on, or influencing the consideration of, such matters.

Article XII - Indemnification:

Section 1. In the event that any person who is or was an officer, director, committee member, or authorized representative of the PMI Ghana Chapter, acting in good faith and in a manner reasonably believed to be in the best interests of the PMI Ghana Chapter, has been made party, or is threatened

to be made a party, to any civil, criminal, administrative, or investigative action or proceeding (other than an action or proceeding by or in the right of the corporation), such representative may be indemnified against reasonable expenses and liabilities, including attorney fees, actually and reasonably incurred, judgments, fines and amounts paid in settlement in connection with such action or proceeding to the fullest extent permitted by the jurisdiction in which the organization is incorporated. Where the representative has been successful in defending the action, indemnification is mandatory.

Section 2. Unless ordered by a court, discretionary indemnification of any representative shall be approved and granted only when consistent with the requirements of applicable law, and upon a determination that indemnification of the representative is proper in the circumstances because the representative has met the applicable standard of conduct required by law and in these bylaws.

Section 3. To the extent permitted by applicable law, the PMI Ghana Chapter may purchase and maintain liability insurance on behalf of any person who is or was a director, officer, employee, trustee, agent or authorized representative of the PMI Ghana Chapter, or is or was serving at the request of the PMI Ghana Chapter as a director, officer, employee, trustee, agent or representative of another corporation, domestic or foreign, non-profit or for-profit, partnership, joint venture, trust or other enterprise.

Article XIII- Amendments:

Section 1. These bylaws may be amended by a two-thirds (2/3) vote of the voting membership in good standing voting by electronic ballot; or by two-thirds (2/3) vote of membership present and voting at an annual meeting of the PMI Ghana Chapter duly called and regularly held; or by a two-thirds (2/3) vote of the voting membership in good standing voting by mail ballot returned within thirty (30) days of the date by which members can reasonably be presumed to have received the ballot. Notice of proposed changes shall be sent in writing to the membership at least thirty (30) days before such meeting or vote.

Section 2. Amendments may be proposed by the Board on its own initiative, or upon petition by ten percent (10%) of the voting members in good standing addressed to the Board. All such proposed amendments shall be presented by the Board with or without recommendation.

Section 3. All amendments must be consistent with PMI's Bylaws and the policies, procedures, rules and directives established by the PMI Board of Directors, as well as with the PMI Ghana Chapter's Charter with PMI.

Article XIV – Dissolution:

Section 1. In the event that the PMI Ghana Chapter or its governing officers failed to act according to these bylaws, its policies or all PMI® policies, procedures, and rules outlined in the charter agreement, PMI® has a right to revoke the Ghana Chapter Charter and require the chapter to seek dissolution.

Section 2. In the event the PMI Ghana Chapter failed to deliver value to its members as outlined in the PMI-GH's business plan and without mitigated circumstance, the Chapter acknowledges that PMI® has a right to revoke the Ghana Chapter Charter and require the chapter to seek dissolution.



Section 3. In the event the PMI Ghana Chapter is considering dissolving, the PMI-GH Chapter's members of the Board of Director must notify PMI® in writing and follow the Chapter dissolution procedure as defined in PMI's policy.

Section 4. Should the PMI Ghana Chapter dissolve for any reason, its assets shall be dispersed to an organization designated by the voting membership after the payment of just, reasonable and supported debts, consistent with applicable legal requirements.

Section 5. Unless superseded by law, dissolution of the Chapter entity must be approved by a majority of the members voting on the motion to dissolve.