

Continuity Committee Guidelines

The mission of the Continuity Committee is to develop and maintain a pipeline of qualified board candidates, manage the annual board membership vote, and as needed “appointments” to the board. Duties and objectives include:

1. Maintain the policy (to include the UNICON Antitrust/Competition Policy – Appendix A) and procedures regarding the succession process that provides board candidates for the annual election and board appointments in a timely manner
2. Develop and maintain a pipeline of qualified board member candidates who meet membership requirements and bring diversity and balance (e.g., location, gender, size, type of programs, etc.) to the schools represented by the board
3. Manage the board election process and inform the board of election outcome
4. Make recommendations to the board regarding the “board appointment” candidates
5. Stand ready to make recommendations for appointment in the event of a Board member resignation or departure
6. Manage all candidate communications related to elections and appointments
7. Working with the Executive Director, provide the UNICON board with Continuity reporting at each Board meeting
8. Co-chair(s) to work effectively with other Continuity Committee members to ensure they are actively involved and participative
9. Co-chairs to maintain appropriate membership staffing for their respective committee

Continuity Committee Membership

1. All members of the committee are either Board members or former Board members. The Committee will have a chair and a non-board co-chair. The current UNICON Board chair is member of the committee ex officio.
2. The co-chairs will review the committee membership annually to ensure the CC has appropriate membership representation and a fully functioning committee. The co-chairs manage the committee membership.

Board Membership & Requirements

1. The Board of Directors is comprised of 12 Board members serving 6 year terms each.

2. The Board of Directors holds three Board meetings per year and one annual meeting. Each Board member either chairs or co-chairs a committee.
3. Every year two Board members fulfill their terms and are replaced; one by membership vote and one appointed by the Board.

Candidate Qualifications

The ideal Board member:

1. Is a senior person in executive education in a UNICON full member institution (associate member institutions can't have a seat on the Board or vote in the election).
2. Only one representative from a member institution can serve at a given time.
3. Can articulate and promote the value of executive education programs and has a sophisticated knowledge of the industry.
4. Represents a member school that helps achieve a representative balance across UNICON's membership.
5. Is prepared to represent the entire membership, not just their school.
6. Has a minimum of five years' experience in the industry.
7. Can inject a fresh perspective and energy.
8. Actively participates in UNICON and supports its goals individually; such as through committee assignments, and by sending staff to conferences.
9. Is willing to commit time and work to the consortium.
10. Is supported by their institution, which will bear the costs associated with Board membership.
11. Willingly makes a commitment to attend ALL Board meetings.
12. Has a disposition towards teamwork and collaboration.
13. Has foreseeable stability in industry and role.

Board Terms

1. Board members serve a six-year term.
2. Abbreviated terms may develop when someone leaves the board before completing their full term and an appointment is made to that Board slot.
3. If a member is appointed to a partial term, that term may be extended at the will of the Board in agreement with the appointed member.

Process of Nomination, Election and Appointment

Annual election of a Board Member:

1. Annually (Jan – March) the co-chairs work with Executive Director (ED) to poll membership for nominations to the Board.
2. Each school can put forward up to 3 candidates.
3. Members may solicit nominations by asking others to nominate them. However, once the slate has been determined (and candidates have agreed to run, submitted a bio, and a rationale for why he/she wants to be on the board), and put forward to the membership, no outreach or campaigning of any kind, by the candidate or a representative of the candidate, is permitted (emails, calls, solicitations, etc.). Violators will be dropped from the slate.
4. Nominations via fax or email to the ED will be forwarded by email to the co-chairs, who will not individually respond to each email but will add those nominations to the Feb / March general membership slate for the committee to evaluate.
5. The committee evaluates the candidates and chooses those that should be placed on the ballot (3 to 5). The co-chairs will send an email to each person who was nominated but not placed on the final slate to inform them that they will not be on the slate as the committee membership supported other candidates. This email includes a statement that appropriately manages the candidate's expectations regarding election or appointment, making it clear that they are still eligible for appointment, and may remain on the ballot pipeline.
6. The committee prepares a ballot of 3-5 candidates, based on nominations from the membership and the committee's judgment using the candidate criteria mentioned above (note that not all nominations will appear on the ballot).
7. The committee co-chairs confirm with the 3-5 nominees for Board seats to be placed on ballot, by telephone call from a committee member to ensure their willingness to serve, if elected ("If you were elected, would you accept?") and fully explain the election procedures and board commitments if elected.
8. Obtain a brief bio of the nominees for distribution with the ballot.
9. The ED sends out a ballot with bios attached to each member's prime representative.
10. The person with the most votes is elected. The ED informs the Board Chair and the committee co-chairs. Board election results will not be shared with anyone other than members of the committee and sitting board members. This policy will provide the board with more freedom to make strategic appointments, uncoupled from election tallies.
11. Following a board election, the committee co-chairs will host a conference call with the committee, share the election tallies and discuss appointment candidates. Their recommendations will be immediately shared with the sitting board. Prior to the Directors' Conference board meeting, the committee co-chairs will host a "virtual" conference with the

board to consider the election results and the appointment recommendation (s). At this time, the board will sanction the election results and the selected annual appointment.

12. Following the above mentioned board conference, the committee co-chairs will immediately notify (email or phone call, as appropriate) all of the candidates about their individual results (refraining from divulging other vote outcomes). These steps will be taken in advance of the Directors' Conference board meeting.
13. A public announcement will be made about these outcomes at the Directors Conference and a mention of this will be included on the UNICON website and UNICON NEWS email.

Board Appointments

1. Annually, a board position is occupied by a candidate appointed by the Board of Directors taking into account a recommendation from the committee.
2. The priority consideration for this appointment is the strategic need of the sitting board, to include representative balance.
3. A secondary consideration is the capability and track record of the individual candidates.
4. The appointed candidate may or may not have been nominated or included on the election ballot.
5. In the event of a Board member resignation, the committee identifies and recommends replacement candidates to the board for their timely consideration, and vote. Following a positive vote, the Board Chair confirms the appointment with the new Board member and with the ED, who brings the appointed member up to speed, as the board-term begins immediately. The length of the term is whatever was left of the vacated position (and, as noted above, can be extended).

Retiring Board Members

1. After the election and Directors' Conference, a message from the Board Chair is sent out to the membership acknowledging the leaving Board members' contributions and welcoming the new Board members.
2. In the event of a resignation, a message from the Board Chair is sent to the membership informing them of the changes to the Board.
3. If while serving a term, an individual moves to another role in Executive Education in another member school, he/she can remain on the Board.
4. Board members will be eligible to be elected to Emeritus status at the sole discretion of the board, provided they serve at least four complete years and make active contributions to the organization, including attending a minimum of 80% of board meetings. Emeritus status, once achieved, is maintained indefinitely, at the discretion of the Board, consistent with the best interest of UNICON.

The Lifetime Achievement Award for Services to UNICON and to the Field of Executive Education

1. The award is designed to honor "meritorious contributions to the International University Consortium for Executive Education (UNICON)."
2. Eligible individuals will have demonstrated high degrees of service to the organization, above and beyond the normal call of duty. All UNICON members bring valuable contributions to the

organization, but every now and then, there are certain individuals who show outstanding commitment and whose contributions surpass what would be expected from a member. It is for these individuals that the Lifetime Achievement Award has been created, and therefore will only be granted on those occasions when such a person is identified. The intent of the award is to motivate and reward the highest standards of achievement.

3. Candidate will be developed by the committee. The committee will make recommendations to the Board for approval, as appropriate.
4. In the event a Lifetime Achievement Award is granted, the award will be presented to the recipient during a UNICON conference. Related costs (economy flights, hotel, and conference fee) for the individual honored will be absorbed by UNICON.