



THE NINETY-NINES, INC.

INTERNATIONAL BOARD OF DIRECTORS OPERATING PROCEDURE

Meetings

1. **Purpose**: Describe the mechanics and rules pertaining to meetings of the International Board of Directors.”
2. **Applicability**: Elected Officers and Directors, the Immediate past President, the Headquarters Manager, and members of the Council of Governors; any other members of The Ninety-Nines and invited non-members.
3. **Responsibility**: International Board of Directors; Headquarters Manager
4. **References**: see the IBOD Calendar Policy for the business to be conducted during each of its meetings.
5. **Meeting Procedures**:

5.1 Regular Board Meetings

- 5.1.1 Board meetings at the corporate headquarters in Oklahoma City shall be held semi-annually in the Spring and the Fall, as near as possible to March 1 and November 1.
- 5.1.2 A Pre-Annual Meeting and a Post- Annual Meeting Board Meeting shall be held at the site of the Annual Meeting of the general membership.
- 5.1.3 Meetings of the Board of Directors shall be attended by the elected Officers and Directors, the Immediate Past President, the Headquarters Manager and members of the Council of Governors. Non-members invited by the President and all members may attend the meeting.
- 5.1.4 Members of the Board of Directors and Council of Governors are expected to wear appropriate attire for Board meetings, unless the President indicates other attire is fitting.

5.2 Special Board Meetings

- 5.2.1 Special meetings of the Board of Directors may be called in accordance with the provisions in the Bylaws and Standing Rules.

5.3 Executive Sessions

- 5.3.1 The Board may meet in Executive Session
- 5.3.2 The President may invite the Parliamentarian, General Counsel, Headquarters Manager, or other individuals whose input is significant to the discussion during the Executive Session.
- 5.3.3 No minutes of the proceedings of an Executive Session shall be recorded; however, the Secretary will retain notes of decisions. No motions shall be made until the regular session is convened, when action of the Executive Session is confirmed, if necessary.

5.4 Agenda Items

5.4.1 Items for the Agenda should be submitted to the President and provided in advance to the participants.

5.5 Council of Governors Participation

5.5.1 Members of the Council of Governors may be asked to participate in the discussion of issues coming before the Board, and to serve on the ad hoc Board committees.

5.5.2 The Council of Governors shall prepare a written, collective summary of their Council of Governors meeting to be attached to the Minutes of each meeting.

5.6 Meeting Rules for All Spring and Fall Board meetings and Pre-Conference and Post-Conference Board meetings

5.6.1 Cell Phones: All cell telephones in the meeting room shall be muted or placed on vibrate to prevent disruption of the meeting.

5.6.2 Smoking: There shall be no smoking or vaping at any time in the meeting room.

5.6.3 Agenda: The approved agenda shall constitute the order of business of the day.

5.6.4 Floor: Anyone wishing to speak will address the President, be recognized, and if needed, state name, position, and chapter or section. Members should refrain from speaking unless granted the floor.

5.6.5 Motions: All motions shall be written and signed by the board member making the motion and by the board member who seconds the motion. The motions shall be submitted to the Secretary or President at the time they are made, and all motions must be germane to the issue on the floor.

5.6.6 Interruptions: While the meeting is in session, anyone needing to leave or enter the room shall do so quietly.

5.6.7 Reconvening: To complete the agenda in a timely manner, a bell will be rung or another form of notification will be made at the end of a break indicating the meeting will start in one minute.

6. **Approval:**

6.1 Authorizing Body: International Board of Directors.

6.2 Approval Date: This Meetings Operating Procedure was approved on: November 5, 2021.