



Prospanica Nominations Committee for The National Board of Directors Outline

Purpose:

The Nominations Committee is responsible to present candidates to the the NSHMBA National Board of Directors for approval and ratification. The present document articulates the process for the identification and selection of new members for the NSHMBA National Board of Directors. This process will be placed in effect at the successful implementation of the amended NSHMBA Bylaws, approved by membership on March 6, 2008, and which incorporates changes to the appointment of new board directors.

The following procedures intend to assist the Nominations Committee select qualified candidates for the NSHMBA National Board of Directors from the **member based** category.

General Overview:

The Board should consider both the needs of the current Board and those of the organization. It is understood these needs may evolve and change.

Process Overview:

1. The slate of potential candidates will be created from two channels:
 - a. Potential candidates may send a written notice of interest to the Nominations Committee Chair at nomination@nshmba.org
 - b. Current members of the NSHMBA Board of Directors or other persons may nominate individuals to be considered.

2. Candidates will be required to submit:
 - a. Resume
 - b. Biography
 - c. Response to one strategic question related to NSHMBA

National Board Director Nomination Process

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3. The Nominations Committee will review the slate of potential candidates and submit to the National Board any and all recommendations for directorship.
4. The appointment process is an on-going activity during the year.
5. Once a candidate is approved by the National Board, the CEO and the Chair of the National Board of Directors will begin discussions with the potential candidates.
6. If the candidate(s) accepts, then a formal announcement is made by the Chair of the National Board of the Directors to the Chapter Presidents and a final slate of candidate(s) is approved by an election process of the National Board of Directors and the Chapter Presidents.
7. Once a final approval of candidate(s) is completed, a formal announcement from the CEO and the Chair of the National Board of Directors is made to the NSHMBA membership on the Bottom Line newsletter welcoming and introducing the new director (s), and the NSHMBA website is updated.

Characteristics of Directors:

- ***Integrity and accountability.*** High ethical standards
- ***Informed judgment.*** Ability to provide thoughtful counsel on a broad range of issues. This is generally demonstrated by factors such as years of professional experience, breadth of professional background, diversity, and record of making sound business decisions
- ***Financial literacy.*** Ability to read the balance sheet, an income statement and cash flow statements. This should be demonstrated with applicable experience.
- ***Mature confidence.*** Ability to approach others assertively yet responsibly and professionally

Core Competencies:

The board as a whole should possess all of the following core competencies. Descriptions of skill sets demonstrating these core competencies are offered as a possible guideline in reviewing candidates Business judgment, Management, Crisis response, Leadership, Strategy/vision.

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Extensive exposure in business competencies in the following areas would be a plus:

- Media
- Human Resources
- Executive Compensations, Management Compensation Strategies
- Legal
- Communications
- Strategy and Development
- Business development (mergers & acquisitions)
- Investment Strategies
- Information Technology
- Public accounting
- Academic

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