

## ***Leadership GBA Board of Directors Member Responsibilities and Committee Structure***

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### **Leadership GBA Board Member Responsibilities**

- ◆ Attend all Board meetings (July at Leadership Conference, October in Macon, January in Atlanta, and a May conference call)
- ◆ Attend Leadership Conference and all other Leadership GBA programs (Bank/PAC Golf Classic Fundraiser in October and Bank/PAC Clay Shoot Tournament Fundraiser in February). Support Leadership GBA-supported programs such as Georgia Banking School by coming to the school in May for the opening event or to speak briefly to a class.
- ◆ Promote the Leadership Development Section within their respective Group and ensure that all banks within their group have a Leadership GBA Representative.
- ◆ Actively promote and market all Leadership GBA educational programs within their respective Group and encourage other bankers to attend.
- ◆ Help recruit nominees for the Board when their term expires.

### **Leadership GBA Board Structure, Governance and Elections**

The business and affairs of Leadership GBA shall be conducted and controlled by a Board of Directors, which shall consist of the Chair, Chair-Elect, Vice Chair, Immediate Past Chair, nine (9) members (three from each Association Group) to be nominated from active bank representatives and to be elected to staggered terms in caucus by the members of each respective group, and four (4) at-large members appointed by the Chair (one appointed each year to staggered terms), and two (2) Associate Member representatives appointed by the officers of the section to staggered terms. In the event of a vacancy occurring on the Board of Directors, the Chair shall appoint a qualified banker from the same group to fill the vacancy. The term of office for board members shall be for three (3) years with (i) each group electing a member each year and (ii) at-large and Associate Members being staggered together, such that two (2) seats from the combined group of six (6) at-large members and Associate Members are up for election each year.

Participants in events and activities sponsored by the Section shall nominate someone (or self) from their group and submit the nomination to the board member representing their group or to the GBA president. The group representatives and GBA president will ensure that all candidates are eligible, are aware of the responsibilities involved, have the approval of their CEO, and that they will be attending the Leadership Conference. The Board of Directors shall approve and present a slate of one or more candidates for each group with an opening to be elected by the members of each group during the annual Leadership Conference. Absent extenuating circumstances, a candidate must attend the conference to be elected. Nominations are not accepted from the floor. In the event there is more than one candidate on the slate for a particular group, the candidate with the most votes is elected and there will not be a runoff. Each Director shall serve until his or her term expires as designated above; provided, however, that despite the expiration of a Director's term, such Director shall continue to serve until a successor is elected or appointed, as the case may be, and qualified or until there is a decrease in the number of Directors.

At the 2023 Leadership Conference, the following will be elected: one Board member from each of the three GBA groups (North, Central, South), one Associate Member representative, and one At-Large representative.