



**NACE INTERNATIONAL
CONFERENCE AND EXPOSITIONS ACTIVITIES COMMITTEE
OPERATING MANUAL**

APPROVED BY: NACE BOARD OF DIRECTORS
DATE: June 23, 2012
AMENDED: October 26, 2014

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1. SCOPE

- 1.1. The conference and Expositions Activities committee (hereinafter called the “Committee”) is an activity committee of NACE INTERNATIONAL (hereinafter referred to as “NACE” or the “Association”).
- 1.2. The Committee is responsible for the Conference and Exposition activities of the Association, which may include the area, region, and section levels.
- 1.3. The Committee shall ensure that these activities are carried out through the following administrative committees:
 - Conferences*
 - Expositions*
- 1.4. The Committee will support the mission and goals of the Association as defined by the Strategic Plan.

2. MEMBERSHIP OF COMMITTEE

- 2.1. The committee shall consist of a chair (who shall serve as a director on the Board of Directors), vice chair, most recent past chair willing to serve, and the chairs and vice chairs of its administrative committees.
 - 2.1.1. The chair shall be elected by the members of the Committee for a term of three years. Nominees shall be selected from the list of present and past administrative committee chairs. The nominee must meet the requirements for membership on the Board of Directors (hereinafter referred to as the “Board”).
 - 2.1.1.1. The Nominating Committee shall be responsible for verifying that all requirements have been met and for reporting the name of the newly elected director to the Chief Executive Officer and the Board.
 - 2.1.1.2. The chair may not serve successive terms.
 - 2.1.1.3. The chair’s term of office begins on the day following the close the Annual Conference and ends the day following the close of the Annual Conference three years thereafter.
 - 2.1.2. The vice chair shall be elected by the members of the Committee for a term of three years. Nominees shall be selected from the list of past and present administrative committee chairs.
 - 2.1.2.1. The vice chair shall act as an alternate for the chair when the chair is not available. The vice chair may represent the chair on the Board but without director’s privileges.
 - 2.1.2.2. The vice chair’s term of office begins on the day following the close of the Annual Conference and ends the day following the close of the Annual Conference three years thereafter and serves concurrently with the chair.

- 2.1.2.3. The vice chair may not serve successive terms.
- 2.2. The chair and vice chair of each administrative committee shall be selected by the members of that committee for a term of one year. They may serve a maximum in any one office for three consecutive terms.
 - 2.2.1. The chair and vice chair of each administrative committee term of office begins on the day following the close of the Annual Conference and ends the day following the close of the Annual Conference one year thereafter.
- 2.3. A member of the Committee can be removed for cause by vote of at least two-thirds of the Committee members. In the case of the Director (chair), the Committee may recommend that the Board remove the Director (chair).
- 2.4. Selection of members and officers to fill non-expired terms shall follow procedures outlined in this SECTION.

3. LIAISONS

- 3.1. The Committee shall maintain liaison with other committees within the Association as needed to fulfill the objectives of the Committee.
 - 3.1.1. Liaison members with other committees are appointed by the chair in consultation with the chair of the other committee.
 - 3.1.2. Liaisons to other committees are appointed by the chair for one-year terms and are renewable.
- 3.2. Liaison members to the Committee who are not members of the Committee as outlined above are non-voting members.
- 3.3. The Committee may establish liaison with other organizations when deemed necessary with the approval of the Board and an appropriate officer of the other organization.
 - 3.3.1. Terms of office are for one-year and are renewable for up to three consecutive terms.

4. ORGANIZATIONAL STRUCTURE OF COMMITTEE

- 4.1. With the approval of the Board, the Committee may establish subcommittees as necessary to accomplish its objectives.
- 4.2. Administrative committees of the Committee are:
 - 4.2.1. The Annual Conferences Program Committee is responsible for the Annual Conference Program, Topical symposia, and other conferences under the auspices of the Association.
 - 4.2.2. The Expositions Administrative Committee is responsible for maintaining the policies and procedures governing all expositions at the Annual Conference and other conferences under the auspices of the Association.
- 4.3. Each administrative committee shall prepare and maintain an operating manual.
 - 4.3.1. The administrative committee operating manual shall be approved by the Committee and reviewed by the Policy Committee to confirm that it complies with the Articles of Incorporation, Bylaws, and Policies of the Association and to avoid overlapping of responsibilities.

- 4.4. Administrative committee members shall be selected by its officers and approved by the Committee. All committee members must be members of the Association.
- 4.5. The Committee as needed to provide support for the operation of the Committee may establish advisory and ad hoc committees.
 - 4.5.1. Any Association member may be selected to serve on these committees.

5. MEETINGS

- 5.1. The Committee shall meet at the Annual Conference. Additional meetings may be called, as necessary, to conduct Committee business. Committee business also may be conducted by telephone, mail, or electronic media. The chair shall develop an agenda, which must be submitted to Headquarters for distribution to the Committee at least three (3) weeks prior to any regularly scheduled meeting.
- 5.2. Minutes of the meeting shall be recorded and distributed to all Committee members and liaisons within thirty (30) days of the meeting by the Association staff liaison. Minutes of a meeting shall be approved by the Chair before distribution.
- 5.3. A quorum to conduct business will be at least two of the three officers and at least one member of each administrative committee (chair or vice chair).
- 5.4. Sections of "Robert's Rules of Order" (current edition) pertaining to committees shall be followed unless otherwise outlined in this operating manual.

6. VOTING PROCEDURES

- 6.1. A majority of the voting members present shall be required for approval of actions by the Committee except for operating manual revisions which require a two-thirds (2/3) majority of all voting members.
 - 6.1.1. Proxies are not allowed.
- 6.2. Letter ballots may be used when necessary to conduct committee business. Letter ballots shall be mailed, transmitted by facsimile, or e-mailed to all voting members with a minimum of thirty (30) days allowed for reply. Ballots received after the voting deadline will not be counted.
 - 6.2.1. Facsimile or e-mail transmitted ballot responses are permitted.
 - 6.2.2. A majority of all voting members will be required for approval by letter ballots except for issues, which require two-thirds (2/3rds) majority of all voting members.

7. RESPONSIBILITIES OF COMMITTEE OFFICERS

- 7.1. Chair's Responsibilities
 - 7.1.1. The chair is responsible for the functioning of the Committee. The chair presides over Committee meetings and in cooperation with Headquarters, arranges for meeting times, dates, and places. The chair shall keep the vice chair informed of all activities.
 - 7.1.2. The chair is a voting member of the Board. The chair shall be responsible to keep the Board informed of the activities of the Committee.

7.1.3. The chair shall present the Committee's budget at the appropriate Finance Committee meeting.

7.1.4. Thirty days in advance of the Board meeting, the chair shall submit Committee recommendations for action at the Board meeting.

7.2. Vice Chair's Responsibilities

7.2.1. The vice chair shall be prepared to assume the duties of chair when the chair cannot fulfill the responsibilities outlined in Section 8.1.

7.2.2. In the absence of the chair, the vice chair may attend the Board meeting without Director's privileges.

7.2.3. The vice chair shall perform other duties assigned by the chair.

7.3. Conflict Resolution

7.3.1. Where conflict in responsibility arises between Committee and Staff Members and the guidance and intent of responsibility is not adequately provided in this operation manual:

7.3.2. The Chair and/or Vice Chair shall first work with Staff to resolve or clarify the issue using the requirements of this operating manual and the guidance and intent it conveys.

7.3.3. Where unresolved or conflicts of interest exist, the Chair and/or Vice-Chair will appoint a task group made up of committee and staff members in order to provide a recommendation to resolve the conflict.

7.3.4. In the absence of a successful resolution, the Committee shall forward the conflict to the Chief Executive Officer for appropriate action (pertaining to staff) or to the parent committee and/or the Executive Committee (pertaining to committees).

8. REPORTING

8.1. Board

8.1.1. Thirty days in advance of a Board meeting, the chair shall submit any Committee recommendations for action at the Board meeting.

8.1.2. The chair shall provide a written report to the Board concerning activities within its assigned areas of responsibility at each of the regularly scheduled Board meetings. These reports shall be forwarded to the Chief Executive Officer for attachment to the Board meeting minutes.

8.1.3. Oral summaries of the written reports may be requested at Board meetings.

8.2. Financial

8.2.1. The Committee shall work with the appropriate Headquarters staff liaison to develop and support a budget for the upcoming fiscal year. The chair shall present the Committee's budget at the appropriate Finance Committee meeting.

8.2.2. Any additional funds requested during a current fiscal year to support programs and/or activities that have not been budgeted through the regular budgeting

process shall be presented to the Finance Committee at its next regularly scheduled meeting for review and recommendation to the Board for consideration.

9. OPERATING MANUAL REVIEW

- 9.1. This manual is to be reviewed in its entirety by the Committee at least once every five (5) years for revision or reaffirmation.
- 9.2. Revisions may be made to the manual at any time the Committee deems it necessary.
- 9.3. Revision or reaffirmation of this manual shall require two-thirds (2/3) affirmative vote of all voting members of the Committee.
- 9.4. The revised or reaffirmed manual shall be submitted to the Policy Committee for approval. The Policy Committee shall submit the manual to the Board for ratification.
- 9.5. The latest date of Board ratification will be placed on the cover of the manual. The latest manual ratified shall govern. If revisions are made to the manual within the five-year period, the date of ratification as well as the date of the latest revision shall be shown on the cover.

10. NACE POLICIES

- 10.1. The Committee shall operate in accordance with the Association's Articles of Incorporation, Bylaws, and Policies.