



Governing Document for NAB's Young Members Group

- 1. Establishment.** Consistent with CIARB's similar policy, Young Members are those members of the CIARB who are 40-years old or younger ("Young Members"). NAB's YMG ("NAB YMG") was established in 2019 and M. Imad Khan appointed Chair by the NAB Board of Directors. Upon adoption by NAB's Board of Directors, this Governing Document shall govern the operation of NAB YMG. Only Non-Student Members of NAB who have NAB as their primary branch and have paid their dues to CIARB for the then current year shall be eligible to be Chair, Vice Chair, or a member of the YMG Board. Other than holding such an official position, student members and CIARB members who have NAB as a Secondary Branch are eligible to participate in, and encouraged to participate in, NAB YMG activities except to any extent the YMG Board (defined below) determines otherwise for a specific event for good reason. NAB's Board of Directors or Executive Committee may alter or amend anything in this Governing Document from time to time in its sole discretion. The Board of NAB YMG may recommend changes to NAB's Board of Directors.
- 2. Governance of NAB's YMG.** There is established a Board of Directors of NAB YMG ("YMG Board"). If, at the time of the adoption hereof, there is already a YMG Board, its members shall continue to serve in their current capacities until the end of the calendar year in which this Governing Document was adopted by the NAB Board unless the NAB Board specifies some change..
- 3.** The YMG Board shall consist of a Chair, a Vice Chair, and up to 10 additional NAB YMG members who are eligible for such Board membership under paragraph 1 above. References herein to the YMG Board members or YMG Board include the Chair, Vice Chair, and all other members of the YMG Board. The Chair and Vice Chair shall be appointed annually by the NAB Board at its first meeting subsequent to the Annual General Meeting;; and, may be removed from office at any time by the NAB Board or, by authority delegated herein, the NAB Chair. Other members of the YMG Board shall be appointed by the YMG Board from time to time or, if there is no such Board, by the Chair of NAB YMG (there is a YMG Board if there is a Chair and at least one other YMG Board Member, who may be the YMG Vice Chair). The term of any person appointed to the YMG Board shall run from appointment until conclusion of the first YMG Board meeting after the NAB Board appoints or reappoints the YMG Chair for the next year. The YMG Board shall meet at least quarterly with a meeting in January of each year, but may schedule such other meetings as it desires. In selecting the YMG Board, attention shall be given to geographic and other diversity. If possible, absent good cause as determined by the NAB YMG Board, there shall be at least one YMG Board member from Mexico, one from a Chapter on the West Coast, one from a Chapter on the

East Coast, one from a Chapter not on either the East or West Coast, and one from the largest Chapter by number of YMG members. Any good cause as determined by the prior sentence shall be communicated to the NAB Chair who may approve the determination, disapprove of the determination, order remedial action (including appointment of someone to the YMG Board), and/or take the determination to the NAB Board who may take any action it deems appropriate, including approval or disapproval of the determination and remedial measures. The YMG Board may appoint such additional officers as it sees fit.

4. No NAB YMG Board member may serve for more than 4 consecutive years.
5. Membership on the NAB YMG Board shall not disqualify a person from serving in any other NAB position, including as a member of the NAB Board, any officer position, or Chapter Chair. Once a YMG Board consists of more than the Chair and Vice Chair, a quorum of the YMG Board shall be a majority of the YMG Board or 4 Board Members, whichever is less..
6. The purpose of the YMG Board is to: (1) coordinate conferences, events, functions, and other activities for the YMG in line with NAB's strategy and guidance provided by NAB's Board of Directors and/or the Chair of NAB, (2) help promote membership in CI Arb to those who would be eligible to become members of NAB YMG, (3) promote student membership in CI Arb, (4) undertake projects as requested by NAB's Chair or Board, and (5) generally promote NAB and membership in CI Arb. The YMG Board shall also see that YMG coordinates with CI Arb's International YMG. However, YMG is expected to function as a part of NAB and to advance NAB's interests. The YMG Board and its Chair shall cause NAB YMG to conduct those activities that enhance the value of membership in NAB YMG and NAB and that are consistent with the International YMG established by CI Arb.
7. The NAB YMG Board may delegate such responsibilities as it sees fit to the NAB YMG Chair, to the NAB YMG Vice Chair, or to other NAB YMG member or committee consisting of NAB YMG members and may ask for assistance from other NAB members as it sees fit. It may also appoint such other officers as it may from time to time see fit to appoint. However, the NAB YMG shall not undertake any activities or programs, other than participation in programs of the International YMG (about which it will advise NAB's Chair and Vice Chair/Programs as soon as dates are set for any such program), without first coordinating with NAB's Vice Chair/Programs and NAB's Chair to insure that there are no conflicts other NAB events. It is of paramount importance that the YMG function as

part of and be supportive of the NAB. NAB intends that the NAB YMG have wide latitude in programming, but coordination is essential.

8. The NAB YMG Board derives its authority from NAB's Board of Directors. The NAB YMG Chair or, if the NAB YMG Chair is unavailable, the NAB YMG Vice Chair will attend and regularly report at NAB Board Meetings or, outside of NAB Board meetings as and when requested by NAB's Chair.. The NAB YMG Chair and the NAB YMG Vice Chair are invited as ex officio, non-voting members to all NAB Board of Directors meetings. The NAB YMG Chair, or in his absence, the NAB YMG Vice Chair is expected to make a report on the activities, upcoming plans, and needs of the NAB YMG at each NAB Board meeting and also as and when requested by the NAB Chair.
9. NAB's YMG shall inherit whatever funds are currently in the coffers of the NAB YMG which was established without formal documentation in 2019. The NAB Board is free to appoint and reappoint the YMG Chair and YMG Vice Chair, though it should give due consideration to not keeping the same officials in place for too many consecutive terms and the fact that other YMG NAB Board members are limited to 4 consecutive years.
10. The NAB YMG Board may appoint a Secretary or Treasurer if desired, or such duties can be performed by the Chair or Vice Chair.
11. The YMG NAB Board shall appoint someone to take minutes of each of its meetings. Minutes shall be subject to approval at the next meeting. Draft minutes shall be provided within 10 days to the NAB Chair and NAB Secretary; and, final approved minutes shall be provided to the NAB Chair and NAB Secretary promptly after the meeting at which approval takes place. The NAB YMG board may also act by majority vote over email of the then existing NAB YMG Board members; however, any such action shall be reported to the NAB Secretary and NAB Chair promptly thereafter.
12. YMG NAB Board members are expected regularly attend meetings of the YMG Board and to give reasonable advance notice to the YMG Chair of inability to attend.
13. The YMG Chair shall regularly inform the NAB Treasurer of all financial accounts and activities of the NAB YMG and furnish quarterly a statement of all financial accounts. NAB YMG shall hold all sums for the benefit of NAB. YMG Chair shall make NAB's Treasurer and NAB's Chair aware of all financial needs, accounts, and resources of the NAB YMG.

14. All acts, events, and programs of NAB YMG shall be reported to the NAB Chair and NAB Board fully and promptly.
15. Members of the YMG Board shall retire from such Board and any responsibilities delegated by such Board on their 40th birthday. To the extent that a YMG Board member reaches a 40th birthday during a calendar year, NAB's Chair (at their absolute discretion) may provide written permission for the individual to continue to serve on the YMG Board through 31 December of such year or such other, shorter time as the NAB Chair determines.
16. No one shall be on the NAB YMG Board, or hold any position or office with the NAB YMG who is not a member in good standing of CI Arb and NAB. It shall be the responsibility of the NAB YMG Chair and NAB YMG Vice Chair to insure that individuals are CI Arb and NAB members in good standing prior to inviting them to serve in some capacity with the NAB YMG, including as a member of the YMG Board. Regarding CI Arb membership, best practice is to ask NAB's Vice Chair/Membership if persons are CI Arb members.
17. In all years beginning with the year this Governing Document is approved by the NAB Board of Directors, the NAB YMG Board will carry out formal Assessments to review the effectiveness of YMG at least annually, provide a full list of all activities and financial resources of the NAB YMG, and provide its written Assessment to the NAB Board in advance of the Annual General Meeting. In addition to the foregoing contents, the Assessments shall include of tentative plans and a budget of any anticipated expenditures for the upcoming year. Such Assessments shall also include any recommendations for improving the NAB YMG. The NAB YMG Chair shall also furnish such information as may be requested from time to time by the NAB Chair, including but not limited to information desired in connection with any reporting to CI Arb or any audit of financial review of NAB.

