



## WITSA EXECUTIVE LEADERSHIP & COMMITTEES 2022-24

### WITSA Officers

On September 12, 2022, the WITSA membership elected a new Chairman and a Board of Directors. The Board of Directors subsequently elected the following positions, as specified in the Bylaws below. Only the Chairman and Deputy Chairman must be a Director. The Treasurer and Vice Chairmen must be members in good standing. The Committees are open to all (see Standing Committees below). Any one person can hold more than one position, if desired by the BOD.

- Section 9.1. Number and Positions. The officers of the Corporation shall consist of a Chairman (who shall be elected by the Members), Deputy Chairman, Secretary General, Secretary, and Treasurer. All but the Chairman shall be elected by the Board. The Board may also elect one or more vice chairmen. Any two or more offices may be held by the same person. Each of the Chairman and the Deputy Chairman shall be Directors of the Corporation. The Board may appoint such other officers and agents as it shall deem necessary, who shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the Board.

A full list of WITSA Officers for the 2020-22 term can be found at: <https://witsa.org/witsa-elects-new-leadership-for-the-2022-24-term-selects-dr-sean-seah-as-its-chairman/>

### Executive Committee

**Section 6.9. Executive Committee** 6.9.1 Powers of the Executive Committee. The Board of Directors shall appoint an Executive Committee which shall have all of the powers and authority of the Board in the oversight of the management of the business and affairs of the Corporation between meetings of the Board, including financial matters, except as limited by the Board, and which shall report its actions promptly to the Board.

6.9.2 Number, term, and Qualifications of Executive Committee Members. The Executive Committee of the Board shall consist of (a) the Chairman, (b) Deputy Chairman, and (c) each Regional Vice Chairman, each of whom shall serve a two (2) year term and be eligible for re-election. In the event of a vacancy on the Executive Committee, the Board shall elect a qualified replacement to serve the remainder of the term.

6.9.3 Meetings of the Executive Committee may be called by the Chairman of the Board or any two members of the Executive Committee. The Chairman shall be the Chairman of the Executive Committee. The Secretary General shall serve as Secretary but shall not vote. A majority shall

constitute a quorum, and the acts of a majority shall be the acts of the Executive Committee. Members of the Executive Committee may participate in meetings through the use of any means of communication by which all members participating can simultaneously hear each other during the meeting and as may be permitted by law.

### ***Duties and Responsibilities of the Chairman***

9.5.2 The Chairman shall be responsible for setting the agenda, scheduling and presiding over the General Assembly, meetings of the Board and the Executive Committee, and all other official meetings of the Corporation. In the event of a tie vote of the General Assembly or the Board, the Chairman may elect to break the tie with his/her vote. In the absence of the Chairman, the Deputy Chairman shall preside at the meeting and have the same responsibilities and privileges.

9.5.3 The Chairman shall have such other rights, duties, and powers as are authorized by the Board from time to time.

### ***Duties and Responsibilities of the Deputy Chairman***

Section 9.6. Deputy Chairman. The Deputy Chairman shall be elected by the Board and shall serve in the absence of the Chairman. In the event that the Chairman either resigns or is removed by the Board, the Deputy Chairman elected by the Board or Members will assume all appropriate responsibilities of the Chairman. The Deputy will assume the responsibilities of the Chairman until such time as there is a General Assembly meeting wherein a new Chairman will be elected or at such time as the Board of Directors chooses to elect a new Deputy Chairman.

### ***Duties and Responsibilities of Regional Vice Chairmen***

<https://witsa.org/witsa-elects-new-leadership-for-the-2022-24-term-selects-dr-sean-seah-as-its-chairman/>

The Vice Chairmen must be consulted regarding any membership applications before presentation to the BOD. A Vice Chairman selected by the Chairman can preside over a GA if the Chairman and Deputy Chairman are unavailable. The responsibilities are twofold: To get new members and to voice the interests and concerns of members in their regions. Any member in good standing qualifies to hold the position of Vice Chairman.

- 4.2.2.2 Regional Endorsement. Upon receipt of the application for membership, the Secretary General shall send a copy to the Corporation's Vice Chairman from the applicable Region where the applicant is located and request that the Vice Chairman, after consulting with the other WITSA members from the applicable region, comment upon and endorse or reject the application. Except as may be modified by the Board of Directors, the geographical regions shall be defined to consist of North America, Central America and South America, Western Europe, Eastern Europe (including Russia, Turkey, and former USSR Republics), Middle East and North Africa, Africa, East Asia, and Oceania (individually, a "Region" and collectively, the "Regions").
- Section 5.1. Meetings-General. Meetings of the Members shall be held at such time and place as shall be fixed from time to time by the Board. The Chairman of the Board, in his absence

the Deputy Chairman or in his absence a Vice Chairman selected by the Chairman shall preside at all meetings of the Members.

- Section 6.11. Regional Vice Chairman. The Board shall appoint from among the Directors a vice chairman of each Region ("Regional Vice Chairman"), with particular responsibility to ascertain and to voice the interests and concerns of Members within such geographical Regions as the Board shall designate, to retain Members, and to generate new Members and Associate Members.

### ***Duties and Responsibilities of the Treasurer***

Section 9.10. **Treasurer.** The Treasurer is elected by the Board but is not required to be a Director. The Treasurer may serve as Chairman of the Finance Committee, provided, however, the Board may choose to have another individual serve in that capacity. Through the Secretary General or assistant treasurer, the Treasurer shall supervise and be responsible for all the funds and securities of the Corporation; the deposit of all money and other valuables to the credit of the Corporation in depositories of the Corporation; borrowings and compliance with the provisions of all indentures, agreements and instruments governing such borrowings to which the Corporation is a party; the disbursement of funds of the Corporation and the investment of its funds; and in general shall perform all of the duties incident to the office of the Treasurer. The Treasurer shall also have such other rights, duties, and powers as are authorized by the Board from time to time. The Secretary General may serve as assistant treasurer of the Corporation, but not as Treasurer.

### **WITSA Standing Committees**

Anyone can serve on the WITSA Standing Committees, including individuals who are members and non-members of the WITSA Board of Directors; ref Bylaws below:

- Section 6.10. Standing and Other Committees. The Board shall establish, and appoint two or more Directors to serve on, certain Standing Committees (including but not limited to a Nominating Committee, a Finance Committee, Membership Committee, Global Trade Committee, and a Public Policy Committee) and may establish such other special committees as in its discretion the Board deems appropriate. Individuals who are not Directors, including Associate Member Representatives or alternates, may also be allowed to serve on such committees. All members of such committees serve at the pleasure of the Board. The delegation of authority to any committee shall not operate to relieve the Board or any member of the Board of any responsibility imposed by law. Unless otherwise provided in the resolution of the Board designating a committee, the act of a majority of the committee members present and voting in a duly constituted meeting of the committee shall be the act of the committee. Other rules governing procedures for meeting of any committee of the Board shall be established by the Board, or in the absence thereof, by the committee itself. Except for the Executive Committee.

### ***Duties and Responsibilities of the Nominating Committee***

6.2.4 **Nominating Committee**-The Board of Directors shall appoint a Nominating Committee to receive recommendations for and to solicit candidates for election as Directors, shall determine the qualifications of each candidate, shall publicize its slate of qualified candidates to the entire Membership forty five (45) days prior to the General Assembly, and shall present its slate of

candidates at the General Assembly upon the Chairman's call for nomination of candidates to serve on the Board and as Chairman. Additional nominations of candidates for directors may be made by any Member, provided such nominations are received by the Secretary General at least fifteen (15) days prior to the General Assembly, are seconded by another Member, and the nominee(s) meets the qualifications set forth below. Nominations from the floor at a General Assembly shall not be permitted. Such elections shall be conducted consistent with this section and rules and procedures, as shall be approved and amended from time to time by the Board and as administered by the Secretary General.

### ***Duties and Responsibilities of the Global Policy Action Committee***

**As the voice of the ICT industry, WITSA** is increasingly assuming a leading advocacy role in the development of international public policy that affects the creation of a robust global ICT infrastructure.

The Board shall appoint from among the Directors a ***Global Policy Action Committee*** and chairman with particular responsibility to ascertain and promote important issues affecting the global use of ICT as it relates to government policies.

The committee will work with the Secretary General and Vice President of Public Policy to ascertain and prioritize issues affecting public policy within each country.

Where appropriate, the committee will draft, review and work to approve (BOD Approval required) public policy papers, speeches, media releases regarding government policies.

Among some of the public policy issues where WITSA is involved include:

1. Increasing competition through open markets and regulatory reform;
2. Protecting intellectual property;
3. Encouraging cross-industry and government cooperation to enhance information security;
4. Bridging the education and skills gap;
5. Reducing tariff and non-tariff trade barriers to ICT goods and services;
6. Safeguarding the viability and growth of the Internet and electronic commerce.

### ***Duties and Responsibilities of the Committee on Education, Training and Human Resources***

The Committee on Education, Training and Human Resources will be responsible for:

1. Understanding the problems, issues and roadblocks contributing to the shortage of ICT workers as they relate to education and training;
2. Identifying programs, curriculum, best practices and other educational activities and initiatives that have proven successful in producing qualified ICT workers;
3. Researching the specific skills required by geographic region and skill set;
4. Evaluate opportunities for WITSA and its members to participate in revenue;
5. Identifying opportunities as they apply to addressing the problems of the ICT workers shortage;

### ***Duties and Responsibilities of the Finance Committee***

**The Finance Committee** is a standing committee of the Board of Directors.

The committee is responsible for reviewing and providing guidance on the organization's financial matters. Specifically, the committee provides a financial analysis of WITSA.

The committee will provide the WITSA Board of Directors narrative reports rather than the detailed statement of financial position. It is important for the Secretary General and the Finance Committee to present information the WITSA BOD in a clear and concise a manner.

#### **Key responsibilities of the Finance Committee:**

1. Provide direction to the WITSA Board for fiscal responsibility;
2. Work with the Secretary General and the WITSA chairman on strategic long-term planning and the development of strategies for WITSA 's long-term financial sustainability;
3. Review WITSA's revenue and expenditures, balance sheet, investments and other matters related to WITSA's continued solvency;
4. Along with WITSA's and Chairman and Secretary General, submit annual budget it to the Board of Directors for approval;
5. Ensure the maintenance of an appropriate capital structure;
6. Oversee prudent management of investments and risk exposure;
7. Review consolidated variance reports monthly;
8. Develop an investment strategy, where necessary.

### ***Duties and Responsibilities of the Business Development Committee (BDC)***

The BDC, will work in close coordination with WITSA's Chairman, Executive Committee and Secretariat and WITSA's Finance Committee. The BDC is responsible for working on and developing new streams of revenue such as regional events, new memberships, grants and supporting existing WITSA programs, to include educational offerings, WITSA's Business Excellence Certification program, WITSA's Global Partnership programs WITSA's World Congress on IT, and other related activities with the express purpose of sustaining existing sources of WITSA's revenue and creating new revenue sources in the near and long term in order to ensure WITSA's financial sustainability. The committee will also be responsible for rolling out new revenue producing programs.

Committee members will serve as examples to other WITSA members by actively engaging in promoting and taking an active role in and supporting all WITSA's programs, as applicable. The committee will report its results to the full WITSA Board of Directors during each BOD meeting.

Key Performance Indicator (KPI): Each year, the Committee will determine what the KPI's will be for the following year.

### ***Duties and Responsibilities of the Strategic Planning Committee (SPC)***

**Members:** Chairman, Deputy Chairman, Strategic Planning Committee Chairman, Treasurer, Secretary General, Regional Vice Chairmen and other WITSA members.

The SPC will work in close coordination with WITSA's Chairman, Executive Committee and Secretariat.

- The SPC is responsible for increasing the global brand of WITSA, as the Voice of ICT Industry.
- The committee will contribute to and be responsible for WITSA's long-term ***Strategic Sustainability Plan***, and its approval by the WITSA board of directors on an annual basis.

**Note-This plan is separate from the Strategic Plan.**

- The SPC will establish and implement strategies and direction for WITSA to become more relevant and valuable to WITSA members.
- The Committee, working with the Secretary General, will develop a five (5) year Strategic Plan (2021-2025) for WITSA, by the 2021 Spring BOD meeting to present to the full WITSA Board of Directors for approval.
- The committee will be responsible for submitting a ***Succession Plan*** for WITSA's Secretariat.