

## ICSB By-Laws Transition Report

Members: Vicki Stylianou, Winslow Sargeant and Rita Grant (chair)

The committee was formed by President Ahmed Osman and was charged with presenting to the board recommendations to accomplish the transition to the new by-laws. We have addressed the following:

1. Registration in the state of Delaware is being processed (a move from California): underway by the IO and legal counsel.
2. Transition to the new Board of Directors: Since the global pandemic Covid-19 seriously disrupted our normal nomination process, we suggest using our current board members for an emergency one-year board term and then follow our new by-laws for board selection (which requires some to be elected by the membership and some to be selected by the board).
3. We now need a Chair of the Board and a Chair-Elect instead of a President and President-Elect. Since we did not have an election this year, we suggest our current President, Ahmed Osman, become the Chair of the Board until 2021 and Winslow Sargeant (currently President-Elect become Chair-Elect.) The rest of the board members should fill in the rest of the board positions. We have made suggestions for those positions (attached below).
4. A President & Chief Executive Officer will need to be appointed. We recommend Ayman El Tarabishy for a three-year appointment as per the new bylaws.
5. The Chair of the Board will have to establish a Nominating Committee as well as any other necessary committees as per the new bylaws.
6. Policies and Procedures Manual needs to be developed. We assume the Chair and President will see that this is accomplished via a committee.
7. Board vacancies and positions will need to be addressed once the new board is seated.

**Motions:**

1. I move to make the Chair of the Board Mr. Ahmed Osman with the Chair-Elect be Winslow Sargeant for 2020-2021 to end at the next World Congress in 2021, and the remaining board members transition to positions as outlined in the attached handout for one year and ending in World Congress 2021. I move to appoint Ayman El Tarabishy as President and Chief Executive Officer of ICSB for three years as per the bylaws.
2. I move that the Chair appoints a committee of members of the board to address the term length and composition of board seats to ensure staggered terms and proper representation before the incoming board of 2021-2022.

**ICSB 2020-2021 Board Members**

		Names / Nominees	Transition Committee Recommendation
1	Chair	Ahmed Osman	Ahmed Osman
2	Incoming Chair	Winslow Sargeant	Winslow Sargeant
3	Immediate Past Chair	Geraldyn Franklin	Open
4	Board Member - Finance, Treasurer, and Secretary	Rita Grant	Rita Grant
5	Managing Board Member of JICSB	Jeff Alves	Jeff Alves
6	Board Member - Education	1- Alex DeNoble, 2- Ricardo Alvarez 3-YongJin	Alex DeNoble
7	Board Member - Private Sector	1- Amr AbouElazm 2- Hermawan Kartajaya	Amr AbouElazm
8	Board Member - Youth	1- Ricardo Alvarez; 2- Alex DeNoble	Open
9	Board Member - At Large	1- Hermawan Kartajaya, 2- Yong Jin	Ricardo Alvarez
10	Board Member - Multilateral Development Agency	1- Vicki Stylianou	Vicki Stylianou
11	Board Member - Private Sector	1- Amr AbouElazm 2- Hermawan Kartajaya	Hermawan Kartajaya
12	Board Member: President/CEO	Ayman El Tarabishy	Ayman El Tarabishy
13	Board Member - Wilford L. White Fellows (WWF)	Charles Matthews	Charles Matthews

Geraldyn Franklin and Yong Jin

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