

# Arkansas Chapter of the National Institute of Governmental Purchasing Constitution & Bylaws Adopted October 18, 2019

# **CONSTITUTION**

#### **ARTICLE 1 - NAME**

The name of this organization shall be the Arkansas Chapter of the National Institute of Governmental Purchasing, hereafter referred to as the 'Chapter'.

#### **ARTICLE 2 - OBJECTIVE**

The objectives of this Chapter are to establish cooperative relationships among its members for the development of efficient purchasing methods and practices in the field of educational, governmental and public institutional procurement; to encourage maintenance of ethical standards in buying and selling; to promote uniform public purchasing laws, simplified standards and specifications; to collect and disseminate useful information for its members; to promote the interchange of ideas and experiences within the purchasing professions; to encourage research and investigation; to promote ongoing training and certification to those engaged in the profession; to sponsor such other activities as may be useful in providing its members with knowledge for efficient procurement; to strive by all legitimate means to advance the purchasing profession; and to observe the Purposes, Aims and Objectives of the National Institute of Governmental Purchasing ("NIGP").

In order to accomplish the foregoing charitable and educational purposes, and for no other purpose or purposes, this Chapter shall also have all of the powers granted to nonprofit corporations/associations by applicable state law; provided, however, that this Chapter shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this Chapter or consistent with Internal Revenue Code § 501(c)(3) tax-exempt status.

#### **ARTICLE 3 - BOARD POLICY**

The Board of Directors shall maintain a Board Operations Manual which shall be reviewed by the Board of Directors on an annual basis. A copy of the most current approved Board Operations Manual shall be maintained for the membership on the members only are of the Chapter website.

#### **ARTICLE 4 - MEMBERSHIP**

#### Section 1: Regular Membership

Regular Membership in the Chapter shall be open to all public institution procurement and materials management personnel including Federal, State, County, Municipal and Township activities, Public School Systems, Colleges, Universities, Hospitals, Commissions, Authorities and any other political subdivisions of the State; to all full-time employees of NIGP member agencies, provided he or she spends the majority of his/her time involved in purchasing or the materials management function; to a person with full-time employment in a position having a direct influence on the public procurement process such as elected officials, department heads and educators. Each regular member shall be entitled to one vote.

#### Section 2: Honorary Membership

Honorary membership may be conferred by majority vote of the members in attendance upon individuals who have made distinguished contributions to the purchasing profession or this Chapter. Honorary members shall not be entitled to vote or hold office and shall be exempt from payment of dues.

#### Section 3: Retired Membership

Retired membership may be conferred upon members of this Chapter upon their retirement from the pursuit of their livelihood through active employment and upon written request for such membership. Retired members shall not be entitled to hold office and shall be exempt from paying dues. Each retired member shall have one vote and may be appointed to serve on committees.

# Section 4: Associate Membership

Associate membership shall be offered to regular members whose dues are paid but become unemployed or take a leave of absence for educational or other reasons. An associate member shall be eligible to enjoy all privileges of Regular Membership, except they shall not hold an office, serve on the Board of Directors, have voting privileges, or chair a Committee. An Associate Membership shall be offered for no longer than one (1) year and shall expire at the next renewal for membership.

#### Section 5: Student Membership

Student membership may be conferred upon a college student with an interest in public procurement and upon written request for such membership to the Membership Chairperson and approval by the Board of Directors. Student members shall not be entitled to vote or hold office and shall be exempt from payment of dues.

#### Section 6: Admissions

- A. <u>Acceptance of Membership</u>: Members will be accepted in accordance with established rules and qualifications as determined within these Bylaws. An applicant becomes a voting member once the following has been met:
  - 1. Membership Committee has
    - a. received a membership application
    - b. received payment of dues for regular or associate membership
    - c. confirmed applicate meets all eligibility requirements
    - d. submits recommendation at a regularly scheduled Board meeting or by electronic mail for the Board of Directors review and vote.
  - 2. Board of Directors reviews recommendation and votes in favor of acceptance of new member(s).
- B. <u>Denial of Membership</u>: The Membership Chair and his/her Committee or the Board of Directors, shall have the right to deny membership to any applicant who fails to satisfy the eligibility requirements for any class of membership.
  - The applicant shall be advised of the denial and given an opportunity to provide eligibility verification before an official denial is issued.
  - 2. Notice of official denial shall be given by written notice to include appeal options.
- C. <u>Appeal Process:</u> To appeal, applicant must submit a written notice of appeal to the Membership Chair within ten (10) days of the date of the denial notice, including proof of eligibility, such as current public procurement job description or proof of active student enrollment or transcripts.
  - 1. Upon receipt of a timely notice of appeal, the Membership Chair shall review the verification documents.
  - 2. Make a recommendation to the Membership Committee and the Board of Directors, via electronic mail or during a regularly scheduled Board meeting, for their decision.
  - 3. The decision of the Board of Directors shall be shared with the applicant by the Chair and shall be final and binding.

#### Section 7: Revocation

The Board of Directors may revoke the membership of any person for nonpayment of dues or for other just cause, including violations of the NIGP Code of Ethics. A person considered for membership revocation, except for non-payment of dues, shall be provided thirty (30) days written notice of the proposed action by the Board of Directors and be given opportunity to show cause as to why the membership should not be revoked.

# Section 8: Transferability of Membership:

Agency paid memberships shall be transferable to a new member if so directed by the agency head or responsible representative. Any privately paid membership shall be vested in the individual member of the Chapter and shall not be transferred or assigned to any other individual by such member.

# Section 9: Conflict of Interest:

At no time, while a member of the Chapter shall an individual engage in an outside activity or employment that would constitute a conflict of interest with public procurement activities.

#### ARTICLE 5 - OFFICERS AND ADMINISTRATION

#### Section 1: Qualifications

The Officers of the Chapter shall meet the same requirements as regular membership.

# Section 2: Officers of the Chapter

- A. The Officers of the Chapter shall adhere to the duties for each position as outlined in the Chapter's bylaws and items contained in the Board Operations Manual.
- B. The following shall constitute the Officers of the Chapter:
  - Current President
  - President-Elect
  - Secretary
  - Treasurer
  - Immediate Past President
- C. NIGP Chapter Board Policy requires that the Officers hold an NIGP agency or individual membership.

# Section 3: Subordinate Officers.

The Board of Directors may appoint such other Subordinate Officers to hold office for such periods of time, have such authority and perform such duties as may be considered desirable, and the Board of Directors may delegate to any Officer the power to appoint any such Subordinate Officers.

#### Section 4: Removal

The Officers specifically identified in Section 2 of this Article may be removed by the vote of a majority of the whole Board of Directors at a meeting of the Board called for that purpose, whenever in the Board's judgment, the best interests of the Chapter will be served thereby. The Officers appointed in accordance with the provisions of Section 3 of this Article may be removed, either with or without cause by a majority vote of the Directors present at a meeting called for that purpose at which a quorum is present.

# Section 5: Governing Body

- A. The governing body of this Chapter shall be an executive board called the Board of Directors ("Board"), chaired by the current President, and consisting of the following
  - Current President
  - President-Elect
  - Secretary
  - Treasurer
  - Immediate Past President
  - Up to two (2) Members-At- Large
  - Chairpersons of Standing Committees
- B. The Board shall be responsible for recommending to the Chapter policy issues that have an impact on Chapter activities and relations with other organizations.
- C. Specific responsibilities for the Board include:
  - determining standards and eligibility for membership
  - establishing membership fees
  - reviewing and approving the budget for each fiscal year
  - reviewing and approving all proposed expenditures
  - reviewing and approving proposals for training and development
  - reviewing and approving proposals and for any other item considered by two or more members of the Board
- D. All actions of the Board shall require a majority vote of a quorum of the Board of Directors.
- E. The Governing Body shall adhere to the duties for each position as outlined in the Chapter's bylaws.

# Section 6: Resignation

Any Officer or member of the Board of Directors may resign at any time by giving written notice to the Board of Directors. Any such resignation shall take effect at the time specified therein; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

# **ARTICLE 6 - MEETINGS**

#### Section 1: Rules of Order

Robert's Rules of Order shall govern all meetings of the Board of Directors and Chapter meetings, a copy of which shall be available at every meeting, to the extent that such parliamentary procedures are not inconsistent with these Bylaws or rules adopted by the Board of Directors or the membership. Voting by means of Unanimous Consent may be used for non-controversial routine items.

#### Section 2: Regular Meetings

The regular meetings of the Chapter shall be held quarterly, preferably on the fourth Thursday or Friday of the month, as designated below, at such time and location as designated by the Program Chairperson.

# A. Meeting Schedule

Quarter	Dates	Chapter meeting
1	January – March	January
2	April – June	April
3	July – September	July
4	October - December	October

- B. Meeting notices to the membership must be given thirty (30) calendar days prior to the actual meeting date and should be posted to the Chapter website.
- C. Changes in the regular meeting scheduled should be sent to Chapter membership no less than 10 working days prior to the date of the regular meeting.
- D. The date, time, and location of regular meetings will be determined by the Program and Social Chair who must work in tandem with the President or his/her designee to obtain approval of the meeting dates, programs, times and locations.
- E. The President and/or the Program Chair shall have the right to determine that it is in the best interest of the Chapter members and for maximum participation to alter the date, the time, or day of the week on which a regular meeting is scheduled.

# Section 3: Special Meetings

- A. Special meetings may be called at any time by the President, the Board of Directors, or upon written request of six (6) members.
- B. Notice setting forth the purpose of the special meeting must be given to the entire membership at least three (3) business days in advance thereof, and no other business may be transacted other than that designated in the call.

#### Section 4: Board of Directors' Meetings

A. The Board of Directors must meet before each chapter meeting.

# B. Special Meetings of The Board of Directors

Special meetings of the Board of Directors or any committee designated by such Board, shall be held whenever called by the President or by any Director.

# Section 5: Meetings via Conference Call and Web Conference.

# A. Regular and Special Meetings

Regular and special meetings may be held by means of conference call, web conference, or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Such participation shall constitute presence in person at a meeting. Members attending meetings in an electronic manner and who are not physically on-site shall be required to pay the same fees as those attending a meeting in person.

# B. Board and Committee Meetings

Members of the Board or any committee designated by the Board may participate in a meeting by means of conference telephone or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Such participation shall constitute presence in person at a meeting.

#### ARTICLE 7 - FISCAL YEAR

The fiscal year of the Chapter shall begin on the first day (1st) of January and end on the thirty-first (31st) day of December.

# **ARTICLE 8 - ORGANIZATION**

The property, affairs, activities and concerns of the Chapter shall be vested in the board of Directors. The members of the Board shall, upon election, enter upon performance of their duties and continue in office until successors shall be duly elected and qualified.

# **ARTICLE 9 - AMENDMENTS**

The Constitution and Bylaws may be amended in the following manner at the option of the majority of the membership; at any regular meeting by a two-thirds majority of the members present.

Any proposed amendment must be submitted in writing to the membership at a regular meeting and posted on the Chapter's member-only area of the website. The proposed amendment shall be voted on at the next regular meeting.

However, no provision of the Constitution or Bylaws to be amended shall be inconsistent with the Chapter's status as a non-profit corporation under Internal Revenue Code § 501(c) (3) or be in the conflict with the National Institute of Governmental Purchasing ("NIGP") mission and purposes.

All amendments or changes to the Bylaws are subject to approval by NIGP prior to adoption.

# **ARTICLE 10 - CHAPTER DISSOLUTION**

- A. This Chapter may dissolve upon approval of three-fourths (3/4) of the Chapter members eligible to vote.
- B. In the event that the Chapter dissolves and after satisfaction of all outstanding debts, any remaining funds and accounts receivable, upon collection, shall be disposed in the following manner:
  - 1. Shall be remitted to National Headquarters of the National Institute of Governmental Purchasing, Inc., a Wisconsin nonprofit corporation, if NIGP is then exempt from federal income tax under §501(c) (3), and contributions to NIGP are then deductible under §170(c) (2) of the Internal Revenue Code of 1986, for the corporation's/association's charitable and educational purposes; and if not, then
  - 2. Donated to any similar charitable organization exempt from federal income tax under §501(c) (3), and to which contributions are then deductible under §170(c) (2) of the Internal Revenue Code of 1986, designated by a simple majority vote of the regular membership present at the final meeting.

# **BYLAWS**

# **ARTICLE 1 - OFFICERS**

#### Section 1: Election of Officers

- A. The Nominating Committee Chairperson, or their delegated official, shall present slate of candidates for the membership's consideration. Preferably, this should be done at the fourth quarterly meeting of the calendar year to allow time for incoming officers to train and participate in strategic planning and budget meetings for the upcoming year.
- B. Election for Officers shall be held at the fourth quarterly meeting of the fiscal year from a slate of candidates presented by the Nominating Committee and any eligible and consenting member nominated from the floor. A simple majority of those regular members in attendance will be required for a candidate to win election.
- C. No member of this Chapter shall be considered for any office unless he or she is a regular member in good standing of the Chapter.
- D. The voting members of the Chapter shall elect the President-elect, Secretary, and Treasurer annually.
- E. Election of Officers shall be by ballot, and a simple plurality of the votes cast in person or in writing (by mail or electronically) shall be necessary to elect. Cumulative voting shall not be allowed.

#### Section 2: Term of Office

- A. The term of office for all Officers and Directors shall commence at the start of the fiscal year for which the oath of office is given.
- B. The term of office for all Officers and Directors shall be a period of one Chapter year.
- C. The Treasurer shall not hold the same office for more than two (2) consecutive years.
- D. The Secretary shall not hold the same office for more than two (2) consecutive years.

#### Section 3: Duties of Officers

#### A. President

- The President shall exercise detailed supervision over the business of the Chapter and over its Officers, subject, however, to the control of the Board of Directors. The President shall serve as the Chairperson of the Board of Directors.
- 2. The President shall have the authority to expend or commit the Chapter's funds up to the limit established annually by the board.
- The President shall execute all deeds, conveyances, deeds of trust, bonds and other contracts and except where the signing and execution thereof shall be expressly delegated by the Board of Directors to some other Officer or agent of the Board.
- 4. At a minimum, the President's regular duties shall include:
  - a. exercising general supervision over the affairs of the Chapter.
  - b. presiding over Chapter meetings.
  - serving as a member ex-officio of all committees, with the exception of the Nominating Committee, with the right to
    vote in the case of a tie.
  - d. performing all duties incident to the Office of President.
  - e. authorizing the expenditure or commitment of Chapter funds.

- i. The President shall have the authority to authorize any expenditure up to \$500 for non-budgeted items.
  - (a) Appropriate documentation must be provided for any expenditure authorized by the President
  - (b) Any expenditure authorized by the President must be reported to the Board at the next meeting.
- ii. Expenditures exceeding \$500 shall require prior approval of the Board of Directors.
- The President shall appoint Chairpersons for all Standing Committees no later than thirty (30) days after assuming office.
- 5. The President shall perform all duties as from time to time may be assigned to the President by the Board of Directors Duties of the President
- 6. The President may appoint such other Committees for such term as deemed necessary.
- The President shall serve as the Past-President for a period of one-year immediately following the one-year term of president.
- 8. The President or President-Elect must attend the NIGP Annual Forum to represent the Arkansas NIGP Chapter. Expenses to attend the National Forum will be paid for by the Chapter as follows:
  - a. Full conference registration, host hotel room reservation, most economical airfare available or other approved transportation to conference destination at actual cost.
  - Cost for transportation to and from departure terminal and to and from host hotel from terminal shall be reimbursed by the Chapter; receipts must be provided.
  - c. Personal vehicle travel shall be reimbursed per mile according to rates establish by Arkansas State Regulations.
  - d. Meals not provided by the conference while in National Forum travel status shall be reimbursed at the rate establish by Arkansas State Statue for out-of-state meal allowance.
  - e. The Board shall have the right to audit any and all expenses incurred by the president while attending the National forum that are to be reimbursed or paid by the Chapter. If an audit is conducted, the President shall provide any requested documentation supporting expenses incurred. Any findings found to be in potential violation of ARNIGP bylaws or ethics shall be disclosed to the Board of Directors. The President shall be given an opportunity to defend said findings. In the event, the Board determines the findings are in violation of ARNIGP bylaws or ethics, the finding shall be presented to the membership at the next regularly scheduled meeting.

# B. President-Elect

- The President-elect shall perform all the duties of the President and shall preside at the meetings of the Chapter in case
  of the disability or absence of the President and, when so acting, shall have all the powers of and be subject to all the
  restrictions upon the President.
- 2. The President-elect shall act as Parliamentarian for the Chapter and as such shall
  - a. assist the President to manage meetings and advises on parliamentary procedure
  - b. serve as facilitator of bylaws, consultant to manage meetings and mentor for members on parliamentary procedure
  - c. chair Bylaws Committee to review unit bylaws each year and revise bylaws at a minimum of every three years
- The President-elect shall serve as co-chair with the Past-President of the annual procurement conference.
- 4. The President-elect shall perform such other duties as are assigned by the President or Board of Directors.
- 5. The President-elect shall attend of the NIGP Annual Forum if the President is unable to attend. The President-elect shall adhere to the same requirements as outlined for the President.
- 6. The President-elect shall succeed the President in office.

# C. Secretary

The Secretary shall serve a one-year term and shall, at a minimum, be responsible for:

- 1. Maintaining a written record of the proceedings of the Board of Directors and the Chapter.
- 2. Keeping an accurate record of all correspondence and the disbursement of mail to the appropriate individuals within two (2) days after receipt.
- 3. Ensuring all meeting minutes are posted to the website within ten (10) business days after the conclusion of each meeting.
- 4. Performing all duties incident to the office of Secretary, and such other duties as may be assigned by the Board of Directors or the President
- 5. Updating NIGP as required immediately after officer elections within thirty (30) calendar days.

#### D. Treasurer

The Treasurer shall serve a one-year term and shall, at a minimum, be responsible for:

- Having charge and custody of, and be responsible for, all funds and securities of the Chapter.
- 2. Receiving and giving receipts for moneys due and payable to the Chapter from any source whatsoever.
- 3. Keeping or causing to be kept correct and complete books and records of account. The Treasurer must maintain a complete record of receipts and disbursements.
- 4. Depositing of funds (e.g., cash, checks, and receipts from credit card payments). Funds should be deposited in the ARNIGP bank account within two (2) business days after receipt. Funds shall be kept in a secure location until deposited.
- Rendering a true and complete report relative to affairs of the office at each board and chapter meeting.

- 6. Collecting membership dues and reporting to the Membership chair any delinquency for proper notification
  - a. Have charge of and be responsible for ensuring a third-party qualified and licensed CPA handles the preparation and filing of all tax returns and reports required by law, and the collection and payment of taxes such as withheld taxes, sales and use taxes, and any other taxes for which the Chapter may be responsible.
  - b. Mail notices of dues either electronically or via postal service.
  - c. Update, correspond, and provide information to NIGP as required by established deadlines.
  - Perform all duties incident to the office of Treasurer, and such other duties as may be assigned by the Board of Directors or the President.
  - e. All Chapter documents, books, records and accounts shall be open to inspection by any member of the Board of Directors and to an Auditor or Auditing Committee, as requested, and all money, books, documents, vouchers and any other property belonging to the Chapter shall be submitted to the successor officer at the time of departure from office.

# E. Past-President

The Immediate Past-President shall serve a one-year term and shall, at a minimum, be responsible for:

- 1. Performing such duties as prescribed by the President or the Board of Directors.
- 2. Serve as co-chair with the President-elect of the annual procurement conference.
- 3. Supporting the President in his/her position through mentoring, coaching, and advising.

#### ARTICLE 2 - BOARD OF DIRECTORS

# Section 1: Financial Authority of the Board of Directors

- A. The Board of Directors shall have the authority to approve unbudgeted expenditures of up to \$1,000. Approval of such expenditures may be by simple majority of Board members present or by email to be documented and recorded. All approved expenditures must be reported to the Chapter membership at the next regular meeting and recorded in the minutes.
- B. The Board shall have no authority to expend or commit funds, or otherwise cause indebtedness of the Chapter to an amount in excess of the cash resources of the Chapter.

#### Section 2: Duties of The Board of Directors

- A. A Director shall perform the duties as a Director, including the duties as a member of any committee of the board upon which the Director may serve, in good faith, in a manner the Director reasonably believes to be in the best interests of the Chapter, and with such care as an ordinarily prudent person in a like position would use under similar circumstances. In performing such duties, a Director shall be entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, in each case prepared or presented by persons and groups listed below; but such Director shall not be considered to be acting in good faith if such Director has knowledge concerning the matter in question that would cause such reliance to be unwarranted. A Director who so performs said duties shall not have any liability by reason of being or having been a Director of the Board. Those persons and groups on whose information, opinions, reports, and statements a Director is entitled to rely are:
  - 1. One or more Officers or members of the Chapter whom the Director reasonably believes to be reliable and competent in the matters presented.
  - 2. Counsel, public accountants, or other persons as to matters which the Director reasonably believes to be within such persons' professional or expert competence.

- 3. A Committee of the Board upon which the Director does not serve, duly designated in accordance with a provision of the Constitution or the Bylaws, as to matters within its designated authority, which committee the Director reasonably believes to merit confidence.
- The Board of Directors shall manage the property interests, business, and affairs of the Chapter, including
  - 1. reviewing the reports of the Secretary and Treasurer
  - 2. auditing all bills and accounts against the Chapter
  - 3. fixing or delegating authority to fix the compensation of Officers and employees of the Chapter
  - 4. managing the assets of the Chapter
  - 5. maintaining a qualified licensed CPA individual or firm to file taxes as required by the IRS for the Chapter
  - 6. maintaining an active Director's and Officer's liability insurance policy at all times
- C. The Board may direct any Officer or Officers of the Chapter to conduct the ordinary business and affairs of the Chapter.
- D. The Board may, from time to time, employ such persons, as the Board may deem necessary for the carrying on of the business and affairs of the Chapter, any of who may also be Officers or Directors of the Chapter.
- E. It shall be the duty of each Director to attend each Board meeting.
- F. Board members shall advocate for the profession and for the association wherever and whenever possible.

#### Section 3: Vacancies

A vacancy occurring in any office or any other board position because of death, resignation, removal for cause, disqualification, or any other cause shall be filled for the unexpired portion of the term of office as follows

- 1. Should there be a vacancy in the Presidency; the President Elect shall serve as interim until the next election.
- 2. Should there be a vacancy of any other Officers, the Board of Directors is authorized to appoint a replacement until the next election.

#### Section 4: Removal of Officer

- A. The Board of Directors has the right to terminate the incumbency of any officer whenever the Board of Directors determines the officer is incapable of performing the duties of such office, or for cause. The removal from office for cause may be sanctioned under any of the following conditions:
  - 1. Non-payment of dues
  - 2. Violation of these Bylaws
  - 3. Violation of the NIGP Code of Ethics
  - 4. Failure to properly discharge the responsibilities of the office
- B. To discharge their right to terminate an officer for cause, the remaining Board of Directors must take a vote. Once the vote has passed by a majority, the officer shall be given thirty (30) days' notice. The officer affected shall have the right to respond within twenty (20) days after receipt of such notice. The response will then be reviewed by the Board of Directors for a final determination.

# **ARTICLE 3 - MEMBERSHIP DUES**

- A. Dues will be assessed to members on an individual basis. The amount of dues is to be set by a simple majority vote by members present upon recommendation of the Board of Directors at a regular meeting.
- B. Dues for regular members will be for an annual period commencing at the beginning of the fiscal year.

- C. Dues shall be payable in advance, upon receipt of notice. Deadline for payment of current year membership shall be no later than 30 days after the beginning of the fiscal year.
- D. Membership in the Chapter by a person whose payment of dues is 90 calendar days in arrears shall be revoked. Membership may be reinstated upon payment of delinquent dues.
- E. Dues will not be prorated.
- F. Change in Dues Rate.
  - 1. Not more than once per year, one elected Board Members or Finance Committee Chair may recommend a change in the membership dues rate. If in agreement, the Board of Directors may call for the change.
  - 2. The voting membership shall have no less than 60 calendar days to cast their vote for or against a change in dues prior to the proposed ratification date.
    - a. This vote shall be called for and managed by the Nomination & Election Committee following using the process outlined in the Board Operations Manual which shall administer fair, practical and verifiable vote tabulations. Votes shall be documented and electronically retained for audit purposes. Paper copies of voting forms shall be retailed for a minimum of sixty (60) calendar days and may be destroyed after being electronically archived.
    - b. A dues change will require a ratification of a 2/3 affirmative vote of the active voting members.
    - c. Any changes in dues will be no sooner than the ratification date, typically to be in effect at the beginning of the next calendar or fiscal year.

#### **ARTICLE 4 - FUNDS**

- A. A bank account for the Chapter shall be maintained with four signatures registered to include the President, President-Elect, Treasurer, and Secretary, any two of which shall be required on all checks.
- B. Any checks made payable to an Officer with signature authority shall not be signed by that officer.

#### ARTICLE 5 - COMMITTEES & MEMBER(S)-AT-LARGE

#### Section 1: Budget and Finance Committee

- A. The Budget and Finance Committee shall meet annually, preferably prior to the beginning of the Chapter fiscal or calendar year, to prepare an estimated budget of operating expenses for the ensuing year. The Committee shall be composed of the following
  - current President
  - President-Flect
  - current Treasurer
  - incoming Treasurer
  - current Secretary
  - incoming Secretary
  - immediate past President
- B. The Chairperson of this committee shall be the current Treasurer.
- C. The budget shall be presented to the membership and voted on at the last quarterly meeting prior to the beginning of the next fiscal or calendar year of the Chapter.

# **Section 2: Standing Committees**

- A. A Chairperson for each of the following Standing Committees shall be appointed by the incoming President no later than thirty (30) calendar days after assuming office, except as otherwise provided for in the Bylaws.
  - Membership
  - Professional Development & Education
  - Legislative Liaison
  - Annual Procurement Conference
  - Program
  - Social
  - Public Relations. The Board may elect to combine or separate duties into individual committees for Public Relations, Newsletter, and the Website as determined to be in the best interest of the Chapter. If divided into multiple committees, each chair shall have one vote.
  - Nominating and Election Committee
  - Legislative Liaison

# B. Chairperson of a Standing Committee

The chairperson of each Standing Committee shall be a regular member in good standing, shall attend all meetings of the Board of Directors, and shall vote on all business at that meeting. If the Chairperson is also a member of a Board of Directors, he or she will have only one (1) vote.

- 1. The chairperson shall serve a one-year term under the current President.
- 2. The chairperson of each Standing Committee shall attend all meetings of the Board of Directors and vote, unless the chairperson is also a member of the Board.

# C. Membership of Standing Committee(s)

Membership on a Standing Committee shall consist of a President appointed member in good standing; however, only regular members may chair a committee.

#### D. Duties of Standing Committees

# 1. Membership Committee

The duties of the Membership Committee shall include the following

- a. actively pursuing increasing the membership of the Chapter
- b. receiving, reviewing, applications of prospective, and recommendation to the Board for acceptance or rejection of application.
- compilation and continuing maintenance of the Chapter membership roster
- d. providing each member with a membership name tag
- e. maintaining a written record of members' attendance at each meeting
- f. extending hospitality to new members and quests of the Chapter to acquaint them with the membership
- g. participating in the Annual Conference as part of the sign-in committee
- h. confirming applicants meet all eligibility requirements

# 2. Professional Development & Education Committee

The duties of the Education and Professional Development Committee shall include

- a. planning, establishing and coordinating educational programs which furthers the knowledge, expertise and professionalism of the membership including organizing workshops and NIGP seminars
- b. encouraging and assisting Chapter members is obtaining procurement certification (e.g., CPPB and CPPO, etc.).

# 3. <u>Legislative Liaison Committee</u>

The duties of the Legislative Liaison committee include

- a. maintaining liaison with legislative committees which deal with procurement matters
- b. researching and monitoring new legislation as it occurs
- providing Chapter views and recommendations to legislative committees, and/or working with other Chapter members regarding any meeting with the legislature
- d. reporting legislative activities and matters to membership

#### 4. Annual Procurement Conference Committee

The Annual Procurement Conference Committee shall be Co-Chaired by the Past-President and President-Elect. The duties of this Committee shall include

- a. Selecting location and dates of annual conference
- b. Selecting sub-committee chairs
- c. Overseeing all sub-committees to ensure timely completion of required projects
- d. Conducting the conference within the annual budget approved by the Chapter

# Program Committee

The duties of the Program Committee shall include

- a. making all necessary arrangements (e.g., date, time, reservations, etc.) for chapter meeting
- b. planning and arranging programs for the Chapter's meetings, determining topics of interest to the membership. The committee should work in tandem with the President to obtain approval of the meeting dates, programs, times and locations.
- c. arranging for speakers at chapter meetings
- arranging for audio visual needs to accommodate speaker(s)
- e. working with speaker to provide any handouts
- f. sending out Chapter meeting notices to the Chapter membership.

#### 6. Social Committee

The duties of the Social Committee shall include

- Making all necessary arrangements for any meals or food items that will be provided to membership during chapter meetings.
- b. making all necessary arrangements for social gatherings of the membership during the Chapter year.
- c. sending out notices to the Chapter membership regarding all social events.
- d. organizing all activities that may be associated with National Purchasing Month celebratory events.

#### 7. Public Relations Committee

The duties of the Public Relations Committee shall include

- a. working in tandem with the Program and Social Committee chairs to inform the membership of cultural and educational activities as well as social events.
- collecting articles, preparing, editing and publishing the Chapter newsletter on a schedule to be determined by the Board
- c. collecting and sending articles to members' local newspapers, to NIGP, etc., to publicize individual achievements, as well as those of the Chapter.

#### 8. Nominating and Election Committee

- a. The Nominating Committee shall be comprised of a chairperson and two (2) other members, all of who are in good standing with the Chapter.
- b. The Nominating Committee shall convene at such times as necessary to develop a slate of eligible candidates to fill positions occasioned by vacancies, other than that of the President, which will be filled by the President-Elect, unless otherwise specified in the Bylaws.
- c. Nominations must be presented to and voted on by the Chapter membership at the last meeting prior to the beginning of the next calendar or fiscal year.
- d. The duties of the Nominating Committee shall at a minimum include:
  - i. solicitation of recommendations from membership for potential candidates for each elective office
  - ii. consideration and evaluation of recommendations to ensure members meet all requirements of the Chapter's bylaws
  - iii. selecting at least one candidate for each elective office, and to obtain consent from candidate of such nomination
  - iv. presenting a slate of candidates for the membership's consideration
  - v. conducting and overseeing election of officers, including swearing in of officers
  - vi. preparation and distribution of ballots to regular members present at the Chapter meeting, after which votes will be cast and the results tabulated.

# Section 3: Member(s)-at-Large

- A. The President shall appoint up to two (2) Members-at-Large no later than thirty (30) calendar days after assuming office, except as otherwise provided for in the Bylaws.
  - 1. Member(s)-at-Large shall be a regular member who is in good standing, shall attend all meetings of the Board of Directors, and shall vote on all business at that meeting.
  - 2. Member(s)-at-Large shall have experience in the operations and goals of ARNIGP and NIGP. This experience is valuable to assist and advise new members of the Board.
- B. A Member-at-Large shall serve a one-year term under the current President.
- C. The Member(s)-at-Large shall serve as a liaison to the Chapter's membership; serving to get input, provide feedback, and being a spokesperson for the membership; as well as serving as a mentor to other Board members.
- D. Member(s)-at-Large shall serve the Board's strategic needs as determined by the President.

#### Section 4: Other Committees

In addition to the following Historical and Project Connect Committees, the President may appoint such other committee(s) for such term as he/she deems appropriate, so long as the term does not exceed the President's term. These committees shall be considered ADHOC committees and the chairperson shall not have a vote.

#### A. Historical Committee

- 1. The Historical Committee shall be comprised of a chairperson ("Historian") and members, all of who are in good standing with the Chapter.
- 2. The Historical Committee shall be responsible for acquiring all appropriate archival documents, records, photographs, and items of historical value to the Chapter.
- 3. The Historian or his/her delegate must attend all ARNIGP functions to gather historical information to preserve and share with the Chapter.
- 4. All items shall be kept at one central location in an appropriate storage cabinet and in proper atmospheric conditions to prolong the life of the documents and artifacts. All items shall be filed or archived in a logical order to allow proper access.
- 5. Digital copies of items should be placed on the ARNIGP website, when appropriate.

#### B. Project Connect Committee

The Chair of this committee shall employ methods as the outreach vessel for the Chapter and shall work in tandem with the Membership Committee. The intent is to solicit membership and act as liaison to encourage member participation.

# ARTICLE 6 - PROCEDURES

- A. A guorum at any regular meeting shall consist of a minimum of 20 percent of the regular members of the Chapter.
- B. Robert's Rules of Order shall govern the proceedings of this Chapter in all cases not specifically covered by the Bylaws.
- C. Any voting member of the ARNIGP may bring a matter before the Board of Directors at a regular meeting, a Board meeting, or via electronic communication for consideration. The voting member may propose a course of action and may make a motion for consideration by the Board during the introduction of new business. Before the Board may discuss or vote on said motion it must have a second from a voting member of the Board of Directors.
  - 1. Urgent matters may be voted on by the Board of Directors via e-mail. Any passing motion from e-mail activity shall be presented to the Board of Directors at the next regularly scheduled board meeting and recorded in the meeting minutes.