



BY-LAWS
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ARTICLE I – PURPOSE

To foster and promote advancement in the public procurement profession through education, study, discussion and networking; to provide a forum for exchanging ideas and information on the role and responsibilities of the procurement function within government procurement; to raise awareness of governmental procurement topics in order to foster interest in public affairs and cooperation between public agencies and those they serve; and to provide a professional source of information to public agencies seeking expertise in public procurement.

ARTICLE II – MEMBERSHIP

1. Paid Membership Categories: *The following membership categories shall be entitled to vote, serve on committees, hold office and are eligible to earn scholarship points, unless otherwise stipulated below.*

- a. Regular Membership:

Regular membership in the Chapter shall be open to:

- i. All public agency procurement and materials management personnel including Federal, State, County, Municipal and Township agencies, Public School Systems, Colleges, Universities, Lead Agencies, political subdivisions of the State, and non-profit agencies providing a service to the general public.
 - ii. A person with full time employment in a position having a direct influence on the public procurement process.

- b. Former Public Procurement Professional Membership (FPPP) aka Transitional Membership: Limited to twelve (12) months. Eligibility is restricted to those previously employed in the procurement profession who are currently unemployed but are actively seeking employment. Membership fees will be waived until employment is secured in government procurement or a non-profit organization. These members will not be eligible to vote or hold office.

Transitional members may earn scholarship points for up to 12 months but are ineligible to redeem such points until resuming active status with qualifying employment and paid membership. Transitional member accrued scholarships shall return to the general fund upon expiration of transitional membership.

- c. Private Procurement Professional Membership (PPP): Private Procurement Professional Membership in the Chapter shall be reserved for those practitioners who work in private procurement but who follow public practices/rules (i.e., bids, etc.). This could include a foundation, a contractor for an agency, etc.

- d. Affiliate Membership: Affiliate Membership may be issued to other professional non-governmental purchasing associations or non-governmental procurement individuals. Affiliate membership shall not be entitled to vote or hold office but shall pay membership dues. Applicants for Affiliate Membership shall be subject to the review and approval of the Board.
- 2. Non-paid Memberships Categories: *The following membership categories shall not be entitled to vote, serve on committees, hold office and are ineligible to earn scholarship points.*
 - a. Honorary Membership: The board may approve honorary memberships to person who have made distinguished contributions to the procurement profession or this Chapter by unanimous vote of the Board.
 - b. Student Membership: Procurement, contract administration, materials management, public or business administration, and logistics college students at an undergraduate or graduate level shall be eligible, as well as local high school students.
 - c. Academic Membership: Academic Membership is limited to professors and researchers employed by a higher-education institution.
 - d. Retiree Membership: Retiree Membership in the Chapter shall be open to a person who has retired from a career in public procurement.
- 3. NIGP Code of Ethics: The National NIGP Code of Ethics should govern the conduct of every member and is a condition of membership.
 - a. A signed Code of Ethics/Conduct will be retained for each current member. A new/updated signature will be required for the following events:
 - i. Initial Membership
 - ii. Significant Code of Ethics/Conduct changes
 - iii. Members returning/leave of absence longer than two (2) years
- 4. Marketing and Solicitation: Chapter members of any kind may not utilize their chapter membership, the chapter website, chapter meetings or chapter events to market or promote a business in which they, or their immediate family members, have a financial interest.
- 5. Application: Application for Membership shall be submitted by utilizing the application form supplied by the Chapter for that purpose and shall be accompanied by any fees and dues as required. Applications shall be approved by the Vice President of Membership who shall be charged with certification of eligibility in accordance with Bylaws.
 - a. All new members shall be announced to the Chapter at the next meeting.

- b. Ownership of Membership: Should a regular member leave his/her current agency, transferability of that membership shall be determined by whether the individual or the agency paid for the membership for that year. Membership is on an individual basis only; an agency cannot obtain membership in the Chapter.
- 6. Admission: An applicant becomes a member upon acceptance of the application and payment of membership fee, if applicable. Membership is granted at the discretion of the Vice President of Membership.
- 7. Revocation: The Board has the right to revoke membership status at any time for non-payment 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 written notice of the proposed action by the Board and has the right to appeal to the Board for reinstatement of their membership status. If the membership status of a paid member is revoked by the Board, any membership dues are forfeited.

ARTICLE III – BOARD OF DIRECTORS AND OFFICERS

The governing body of this Chapter will be an executive board called the Board of Directors, chaired by the President, consisting of the immediate Past President, President, Education Vice President, Membership Vice President, Technology Vice President, Secretary, Treasurer, and Member at Large. The Board of Directors shall manage the affairs and finance of the Chapter and shall have authority to take such actions that best serve the interests of the Chapter and its members. Officers shall be required to remain a member of the Chapter in good standing throughout the term in office.

- 1. The following shall constitute the officers of the Chapter: President, Education Vice President, Membership Vice President, Technology Vice President, Secretary, Treasurer and Member at Large. Refer to the job descriptions for full descriptions of the roles and responsibilities for each officer.
 - a. President: The President shall exercise a general supervision over the affairs of the Chapter, preside over all meetings of the Chapter, have administrative rights to the website and electronic payment process system, and perform all duties of the office of President. The President shall delegate duties to other officers and committee chairs but shall hold ultimate responsibility for ensuring completion of all assigned duties. Refer to Article VI – Vacancies for filling an Officer vacancy.
 - b. Education Vice President: This Vice President shall coordinate the activities of the Education and Seminar committees and also perform such duties as assigned by the President. In addition, this Vice President shall act as President in the President's absence.
 - c. Membership Vice President: This Vice President shall coordinate the activities of the Membership committee, solicit annual membership dues and also perform such duties as assigned by the President.

- d. Technology Vice President: This Vice President will oversee all technology use of the Chapter including but not limited to social media and electronic communication. This Vice President shall have administrative rights to the social media platforms.
 - e. Secretary: The Secretary shall maintain a written record of all proceedings of all meetings of the Chapter and perform the usual duties of Secretary. The written records shall be distributed to the membership no later than the next Chapter meeting. The Secretary shall also prepare and distribute meeting notices no later than one (1) week prior to scheduled meetings.
 - f. Treasurer: The Treasurer shall be responsible for the funds of the Chapter and shall render a true and complete report relative to the affairs of the office at each meeting. The Treasurer shall: have administrative rights to the electronic payment process system; collect meeting fees at each meeting; collect annual membership dues; collect fees for Chapter merchandize (mugs, t-shirts, etc.); and shall collect seminar fees and any other Chapter revenue. The Treasurer shall pay Chapter bills in a prompt manner. A detailed recording of each transaction, revenue or expenditure shall be kept.
 - g. Past President: The Past President shall serve in an advisory capacity only and shall have no direct duties or responsibilities related to the functioning of the Board of Directors. The Past President is not a voting member of the Board of Directors except in the case of removal of an officer from the office or as specified in Article VI – Vacancies.
 - h. Member at Large/Historian: The Member-at-Large shall serve as an additional conduit of input to the Board of Directors for all of the Chapter membership. This position will also archive all important awards, events, information, etc., and will function as the Chapter Historian.
2. Removal from Office: Any Officer may be recommended for removal from office by a ^{**}Majority Vote (more than half votes cast, ignoring blanks) of the Board of Directors and the Past President. Such Officer shall have at least thirty days' notice and full opportunity to defend him or herself, in person before the membership, before final vote is taken by the membership. Removal from office requires a ^{**}Two-thirds Vote (two-thirds of the votes cast, ignoring blanks) of the Regular Members in attendance, and by absentee ballot received prior to the voting. The removal from office shall be placed on the regular meeting agenda.
- ^{**} Robert's Rules of Order Revised. 1915. 48. Motions requiring more than a Majority Vote.
3. Officer Resignation or Otherwise Unable to Fulfill the Obligations of the Office: Refer to Article VI – Vacancies for the process to temporarily appoint a replacement until such time a newly elected Officer is sworn in.

ARTICLE IV – ELECTION OF OFFICERS

1. Officers shall be elected biennially on alternating schedules (President, Membership Vice President, Technology Vice President and Member at Large on odd years; Education Vice President, Secretary, and Treasurer on even years) prior to the annual business meeting in November. The voting ballot will contain a slate of candidates presented by the nominating committee and any eligible and consenting members nominated. The candidate obtaining a Majority Vote will be declared the winner. The eligible votes include those Chapter members who have submitted a ballot in accordance with the schedule defined by the nomination committee. In the event no one candidate received a majority vote, then the top two (2) candidates will run in a runoff election. The runoff election may be conducted at the Chapter meeting where only the members present at the meeting shall vote or via an electronic election conducted by the nomination committee. In the event this ends in a tie, the Board of Directors shall convene in a Special Meeting to break the tie. The decision of the Board of Directors shall be final.
2. Any Regular Members of this Chapter may be considered for any officer position providing that they are a member for at least six (6) months immediately preceding the election or at the discretion of the Board.

ARTICLE V – TERM OF OFFICE

1. The term of office of all officers shall commence on the date of the first business meeting in January where the officers shall be officially sworn in.
 - The President, Membership Vice President, Technology Vice President and Member at Large terms begin on even years.
 - The Education Vice President, Secretary, and Treasurer terms begin on odd years.
2. The term of office of all officers shall be two (2) consecutive years.

ARTICLE VI – VACANCIES

1. A vacancy in any office shall be filled for the unexpired term by a special election following the occurrence of the vacancy. The special election may be conducted at the next regular meeting or via an electronic election. Election shall be in accordance with Article IV of the By-Laws.
2. A vacancy in the office of the President shall be filled by the immediate Past President until such time a special election is held, and the newly elected President is sworn in. In the event the Past President is unavailable or unwilling, the President may appoint a current regular member who has previously served a full year on the Board of Directors to fill the vacancy of the office of President.
3. Upon a vacancy of an Officer other than President, the President may appoint the Past President to temporarily fill the vacant position until such time as a special election is held,

and the newly elected Officer is sworn in. In the event the Past President is unavailable or unwilling, the President may appoint a qualified regular member who preferably has served a full year on the Board of Directors.

ARTICLE VII – DUES

1. Dues shall be set annually by the Board of Directors no later than October 31st prior to the new membership year.
2. The annual dues shall be paid in advance, dating from January first each year. For new members, who join the Chapter after January 1st, dues shall be prorated on a quarterly basis unless replacing a paid member.
3. Change in Employment: If a regular member ceases employment with an agency who has paid the member's dues, the agency may transfer the membership to another eligible agency employee upon written notification to the Membership Vice President or the Membership Committee if vacant. The member must meet the membership eligibility required in Article II.
4. If membership dues are paid by the member utilizing personal funds, the membership will remain with the individual without duplicating dues paid for the membership should he/she change his/her employment status, provided the member satisfies the membership eligibility requirements in Article II.
5. Delinquent Dues: Any member whose dues, or other funds owed to the Chapter, are delinquent for more than sixty (60) days from the due date shall automatically cease to be a member in good standing. Membership may be reinstated upon payment of dues, provided the member satisfies the membership eligibility requirements in Article II.
6. Dues Refunds: All requested dues refunds will be submitted to the Membership Vice President via email. The Membership Vice President will calculate a pro-rated dues refund, present the request to the board at the next meeting for final approval.

ARTICLE VIII – FUNDS

1. A bank account for the Chapter shall be maintained with five (5) signatures registered, to include the President, Education Vice President, Membership Vice President, Secretary, and Treasurer, any two (2) of which shall be required on all checks.
2. The account shall be balanced with each bank statement. All revenue must be deposited into the bank account and all expenses paid by check, debit card, or petty cash, which required the submittal of receipts.
3. An annual audit may be conducted on the bank account and findings presented to the Chapter membership. The Board of Directors shall select the auditor and said auditor may be from the general membership.

4. An annual budget for the calendar year (January 1 through December 31) shall be approved by the Board of Directors and presented to the membership during the October or November meeting of the prior year. The budget shall list estimated revenues and planned expenses on a line-item basis. The budget shall be approved by a majority of votes of all Regular Members by votes submitted to the Chapter Secretary no later than December 31st. The adopted budget shall be used as a guide and may be modified by the Board of Directors by majority vote of the Board.

ARTICLE IX – MEETINGS

1. Annual Meeting: The annual business meeting of this Chapter shall be for the election of officers or the transaction of other business and shall be held at the regular meeting in November.
2. Regular Meetings: Regular monthly meetings shall be held on the 4th Tuesday of the following eleven (11) months, January through November, with a minimum of two (2) in-person meetings, except those that may be changed, cancelled, or added at the discretion of the Board of Directors. The Secretary shall notify all members of the time, location, or cancellation of all meetings. To receive a certificate of completion for the professional development, attendance will be recorded by the attendance list at in-person meetings or captured through the virtual platform. Members shall be in attendance for the majority of the education portion of the meeting or show a good faith effort with the intention of attending the full length of the Copper Chapter meetings. Exceptions may be considered at the discretion of the Education Vice President or the Board of Directors.
3. Board of Directors' Meetings: The President shall determine the time, date, and location of Board of Directors' meetings. Members of the Board of Directors are to be informed by the Secretary.
4. Special Meetings: Special Board of Directors of Committee meetings may be called orally or in writing at the direction of the President or upon the written request of five (5) Regular Members. Notices shall be sent by the Secretary and refer to the time, place, and purpose and be given reasonably in advance of said meetings.
5. Reservations: Each member will be asked to make a reservation for any meeting or event that incurs expense. Members shall be financially responsible for any reservations made for meals unless cancellation notice is given by the established refund date for the meeting or event.
6. Quorum: A quorum shall be required to conduct business of the Chapter.
 - a. A quorum at the Board of Directors' meeting shall consist of more than half of members of the Board of Directors.
 - b. At least 25% of the Regular Membership must be in attendance for the meeting to be considered a quorum for a valid business meeting.
7. Order of Business: Parliamentary procedure contained in the latest edition of Robert's Rules of Order shall govern all meetings. The order of business shall be at the presiding Officer's discretion. Questions of procedure shall be disposed of under Robert's Rules of Order when not in conflict with the By-Laws.

ARTICLE X – PROGRAMS

1. The Chapter will annually sponsor programs that support the Chapter's objectives, as defined in the Articles of Incorporation.
2. The programs of the Chapter shall include, but not limited to:
 - a. A program to strengthen the relationships between vendors and member agencies.
 - b. An educational program to further the development of public procurement personnel.
 - c. An educational program to assist members in meeting certification or re-certification requirements.
 - d. A networking program to promote exchange of ideas and information.

ARTICLE XI – CHAPTER REPRESENTATION

1. The President shall represent the Chapter at events designated by the members such as boards, commissions, conventions, etc. Providing adequate funds are available in the Chapter account, the Chapter will provide financial support including full registration fee and reimbursement for travel (airfare or mileage if traveling by vehicle, whichever is less), hotel, meals, etc. for the President to attend the NIGP Forum for one of his or her two (2) year term, and may be sent the additional year of the two (2) year term if the budget and fund raising allow, given the priorities as identified by the members on an at-least biannual basis.

Should the President be unable to represent the Chapter at a designated event, another member of the Board of Directors or the State/National liaison may be sent as a delegate. The following order of priority is Education Vice President, Membership Vice President, Secretary, Treasurer, and State/National liaison.
2. Provided adequate funds are available in the Chapter account, the Chapter will provide financial support to its Procurement Specialist of the Year and Manager of the Year to attend the NIGP Forum if they are a finalist at the national level.
3. Provided adequate funds are available in the Chapter scholarship budget, the Chapter will provide financial support of its Regular Members for educational conferences, educational opportunities, national NIGP Forum, and certification/re-certification costs.
4. Nothing in this article shall be intended to discourage individual members from participating in regional or national events sponsored by NIGP or to prevent the Chapter from providing financial support when deemed reasonable and appropriate by the members.

ARTICLE XII – COMMITTEES

The Chapter shall operate with the assistance of Committees. Committee member terms shall commence on the 1st day of January each year. The term shall be for one (1) year. Each committee shall be filled on a volunteer basis and overseen by a member of the Board of Directors. It is the responsibility of the committee members to elect a Chair, report to the Board of Directors, and shall follow the guidelines as set forth in the committee descriptions below. Committee sign-up shall commence November 1 of each year and close when the committees have reached the required volunteers as determined by the committee chair. Committee member sign-up will be available to all new members upon entry into the Chapter at the first attended meeting.

Committees overseen by the President:

1. Nomination Committee shall be responsible for the development and administration of procedures, criteria and final selection for the annual Manager and Procurement Specialist of the Year awards. The Nomination Committee shall also prepare and submit the Chapter of the Year application to NIGP. The Nomination Committee shall consist of not less than three (3) members, representing at least three (3) different agencies when possible. The President shall appoint all members.
2. Fundraising Committee shall have the responsibility of planning, developing, organizing, and executing the Chapter revenue generating events other than the Reverse Trade Show. This shall include all activities but not limited to promotion, development of event program and outreach to the membership.
3. Trade Show Committee shall have the responsibility of planning and coordinating all activities for the annual Chapter Trade Shows in person or virtually including, but not limited to, the facility, program, marketing, educational opportunities, sponsorships, vendor registrations, and agency registrations. The following types of trade shows include, but are not limited to:
 - Reverse Trade Show
 - Vendor Expo
 - Speed Networking
 - Cooperative Purchasing
4. National Liaison Committee shall provide regular communication and feedback to and from the Chapter and NIGP board and committees. This committee shall be formed whenever there is national representation from within Chapter members.

Committees overseen by the Education Vice President:

1. Education Committee shall be responsible for the planning, development, and implementation of programs that further the knowledge, expertise, and professionalism of Chapter members. Responsibilities shall include, but not limited to, arranging the educational speakers, educational seminars, workshops, and courses to encourage and support certification of Chapter members. The Education Committee is also responsible to

ensure the proper audio-visual equipment is available. The Education Committee should consist of not less than three (3) members.

2. Seminar Committee shall be responsible for coordinating all activities related to formal seminars. The Seminar Committee should consist of not less than three (3) members.

Committees overseen by the Membership Vice President:

1. Membership Committee shall organize an effective recruiting program, prepare materials for distribution to potential members or help familiarize them with the Chapter, and work with the Membership Vice President on membership issues. The committee shall track membership and actively pursue increasing membership in the Chapter. The Membership Committee should consist of not less than three (3) members.

Committees overseen by the Technology Vice President:

1. Communications Committee shall be responsible for preparing and maintaining a method to communicate with the membership and shall also be responsible for the Chapter website and all social media platforms. The Communication Committee should consist of not less than three (3) members. Refer to the Social Media Policy for details.

Committees overseen by the Secretary:

1. By-Laws Committee shall be responsible for tracking suggested By-Law revisions and preparing the updated draft for the membership, subsequent to the Board of Directors' review. The By-Laws Committee should consist of not less than three (3) members from a minimum of two (2) different agencies.

Committees overseen by the Treasurer:

1. Scholarship Committee shall be responsible for the development and administration of scholarship policies, procedures, evaluating scholarship applications, and submitting scholarship award recommendations to the President and Treasurer. The Scholarship Committee should consist of not less than five (5) members, representing at least three (3) different agencies. Refer to the Scholarship Policy for details.
2. Special Events Committee shall coordinate all social and charitable events.
3. Food Committee shall determine the menu for each in-person meeting and shall coordinate all Chapter meals.

Committees overseen by the Member at Large/Historian:

1. Historian shall be responsible to request, catalog and archive past pictures, articles, presentations, podcasts, videos, etc., documenting relevant Chapter historical events. The Historian will make all historical information available to the membership through appropriate mediums including sharing information at the monthly business meeting.

The President may appoint other committee(s) for such functions as deemed appropriate.

ARTICLE XIII – AMENDMENTS

1. The Board of Directors may suggest By-Law amendments to the By-Laws Committee. The revised By-Laws shall be drafted by the By-Laws Committee.
2. By-Law amendment drafts must be approved by the Board of Directors by two-thirds (2/3) vote.
3. Following the Board of Directors' approval, the proposed amendments shall be sent to NIGP Corporate for review, revisions, and approval prior to being made available to Regular Members for 30 calendar days. Final approval by majority vote will be required for adoption.
4. National NIGP shall be notified in writing within 30 days of any amendments or changes to the Chapter's By-Laws. Any modifications to the By-Laws must comply with NIGP's policies and procedures and support the Values and Guiding Principles of Public Procurement.

ARTICLE XIV – DISSOLUTION

1. The Copper Chapter may dissolve upon approval of three-fourths (3/4) of the Copper Chapter members eligible to vote.
2. In the event the Copper Chapter dissolves and after satisfaction of all outstanding debts, any remaining funds, and accounts receivable, upon collection, shall be disposed in the following manner:
 - a. Shall be transferred to the NIGP chapter that absorbs the membership.
 - b. Donated to any similar charitable, tax-exempt 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 or as determined by the Board of Directors.
 - c. 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.