

**Bylaws**  
**Kachina – East Valley Chapter**  
**International Association of Administrative Professionals**

**Article I – Name and Location**

The name of this Chapter shall be Kachina – East Valley Chapter of International Association of Administrative Professionals. It shall be located in the East Valley of the Greater Phoenix Metropolitan Area.

**Article II – Fiscal Year**

The Kachina – East Valley Chapter fiscal year shall be July 1 to June 30.

**Article III - Dues**

Section 1. Annual dues for this Chapter shall be:

Professional member	\$20.00
Professional – Merited member	10.00
Student member	10.00
Associate member	46.50

Section 2. Membership shall be renewed each year by the payment of International, Division, and Chapter dues. Headquarters shall send notices of dues renewal to all members in accordance with procedures approved by the International Board of Directors. All renewal dues must be submitted to International Headquarters. Applicable Division and chapter dues will be sent by Headquarters to the respective units in accordance with procedures approved by the International Board of Directors.

**Article IV – Officers, Qualifications,  
Nomination and Election, Term and Duties**

Section 1. Officers. The Chapter officers shall be President, Vice President/Programs, Vice President/Site Coordination, Vice President/Membership, Secretary, and Treasurer.

Section 2. Qualifications.

- A. A candidate for office preferably shall have been a member for at least six months prior to the time of nomination.

- B. A candidate for the office of President preferably shall have served as an officer for at least one full year prior to the time of election.
- C. No member shall hold more than one Chapter office at a time. No member shall hold a Division office while serving as a Chapter officer, except to allow for normal overlap in difference of installation time.

Section 3. Nomination and Election.

- A. The Committee on Nominations shall submit to the members a slate of one or more candidates for each office by the regular meeting immediately prior to the Annual Meeting.
- B. Nominations may also be made from the floor prior to the election, and such nominees be entered on the slate, provided they have consented to the nominations.
- C. Election.
  - 1. Officers shall be elected by ballot at the Annual Meeting, except that if there is but one candidate for each office, the ballot may be dispensed with and the officers elected viva voce. A majority vote shall elect.
  - 2. In the event that no candidate receives a majority vote on the first ballot, all but the two highest for each office shall be eliminated and the balloting continued. If the vote remains a tie after the second ballot, the election shall be decided by lot.

Section 4. Term of Office.

- A. The term of any office shall begin at the installation of new officers and end at the installation of new officers the following year, or until a successor is elected/appointed and assumes office, except that the term of the Treasurer shall be two years.
- B. Officers shall serve no more than two consecutive terms in the same office. Six months or more in an office shall be considered one term, except that of the Treasurer, where service for one year or more shall be considered as one term.

Section 5. Duties. Chapter officers shall be obligated to uphold and represent the interests of Kachina – East Valley Chapter, the Arizona-Nevada-New Mexico Division, IAAP and the profession as a whole.

- A. The President shall:

1. Perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by IAAP.
  2. Appoint all Standing and Special Committees, subject to the approval of the Board of Directors.
  3. Be a member, ex-officio, of all committees except the Committee on Nominations and the Audit Committee.
  4. Call meetings of the Board of Directors whenever such meetings are necessary.
  5. Preside at all meetings of the Chapter and Board of Directors.
  6. Serve as official representative of the Chapter.
  7. Appoint a member of the Chapter to serve as Parliamentarian or Parliamentary Advisor, subject to the approval of the Board of Directors.
  8. Sign checks drawn on Chapter funds in the absence of the Treasurer.
  9. Upon approval of the Board of Directors, the President may declare a committee chair or committee membership vacant because of non-performance of duties and may appoint a successor.
  10. Serve as liaison officer between the Chapter and the Division level of IAAP.
  11. Keep the Division President fully informed on all matters concerning the Chapter.
  12. Be bonded and the premium for this bond shall be paid from Chapter funds.
- B. The Vice President/Programs shall:
1. Serve as presiding officer of meetings of the Chapter or of the Board of Directors in the absence of the President.
  2. In the event of a vacancy in the office of President, succeed to the office for the unexpired term.
  3. Assist the President in the performance of the duties of the office.
  4. Be responsible for coordinating Chapter programs, including Recertification Points as applicable.
  5. Perform such other duties as may be assigned by the Board of Directors.
- C. The Vice President/Site Coordination shall:
1. Serve as presiding officer of meetings of the Chapter or of the Board of Directors in the absence of the President and the Vice President/Programs.
  2. Assist the President and Vice President/Programs in the performance of the duties of the office.
  3. Be responsible for acquiring the meeting place for all regular meetings.

4. Be responsible for coordinating notices and reservations for all regular meetings.
  5. Be liaison between the Chapter and the meeting location management, including catering.
  6. Perform such other duties as may be assigned by the Board of Directors.
- D. The Vice President/Membership shall:
1. Serve as presiding officer of meetings of the Chapter or of the Board of Directors in the absence of the President, Vice President/Programs, and Vice President/Site Coordination.
  2. Assist the President, Vice President/Programs, and Vice President/Site Coordination in the performance of the duties of the office.
  3. Shall chair the Membership Committee.
  4. Perform such other duties as may be assigned by the Board of Directors.
- E. The Secretary shall:
1. Be responsible for the minutes of all Chapter and Board of Directors meetings.
  2. Conduct general correspondence of this Chapter under the supervision of the Board of Directors.
  3. Have available at all meetings, up-to-date copies of the International, division, and chapter Bylaws and Standing Rules.
  4. The Chapter Secretary shall distribute the Chapter newsletter, name to be determined by the Board, to all chapter members and Division President.
  5. Perform such other duties as may be assigned by the Board of Directors.
- F. The Treasurer shall:
1. Be the finance officer of the Chapter, responsible for all Chapter funds. These funds shall be deposited in an accredited financial institution.
  2. Keep the books current, and make a monthly report to the Chapter.
  3. Be bonded and the premium for this bond shall be paid from Chapter funds.
  4. Be authorized to sign checks and make all disbursements by check; Treasurer and President have signature authority, making disbursements only as authorized by Chapter vote or Board of Directors, either by specific action or by adoption of a budget.

5. Prepare a proposed Chapter budget, in conjunction with the President, for review by the Chapter Board of Directors and approval by chapter members.
6. Keep a complete and accurate record of Chapter membership.
7. Prepare a detailed financial report for presentation at the Annual Meeting and a complete financial report for the period of the term of office.
8. File Form 990 with the Internal Revenue Service for each fiscal year that Chapter receipts exceed \$25,000.
9. Perform such other duties as may be assigned by the Board of Directors.

Section 6. Chapter Records.  
 All Chapter records pertaining to any office are the property of the Chapter. Each officer, with the exception of the Treasurer, shall transfer to the successor the files and records of the office within 15 days after the end of the term of office. Any person vacating an office at any time, except at the regular expiration of the term of office, shall transfer the records of office as directed by the Board of Directors.

Section 7. Vacancy.  
 In the event of a vacancy in the office of President, the Vice President/Programs shall succeed to that office for the unexpired term. A vacancy in any office other than President shall be filled for the unexpired term by appointment from the Chapter membership by the President, subject to the approval of the Board of Directors.

### **Article V – Board of Directors**

Section 1. Composition.  
 The Board of Directors shall be comprised of the officers of this Chapter plus the Immediate Past President. Should a President serve two consecutive terms of office, there would be no Immediate Past President on the Board of Directors for the second term. A Parliamentary Advisor may serve as a non-voting member of the Board of Directors.

Section 2. Authority.  
 The Board of Directors shall be the governing body of the Chapter and have the authority to act on any and all matters between Annual Meetings, other than amending the Chapter Bylaws and Standing Rules and budget adoption.

- Section 3. Meetings.  
The Board of Directors shall meet as required to adequately conduct the business of the Chapter.
- Section 4. Quorum.  
The quorum for any meetings of the Board of Directors shall be three (3).
- Section 5. Removal from Office.  
The Board of Directors may, by a vote of four of its membership, remove any officer for misconduct, neglect of duty or inability to perform. The Board of Directors shall request the resignation of such officer from the respective office. If such resignation is not received by the Board of Directors within ten days after such resignation has been requested, the Board of Directors is empowered to and shall thereupon declare such office vacant and such office shall be filled in accordance with the provisions of Article IV, Section 7.
- Section 6. Duties:
- A. The Board of Directors may transact business in person, by mail, fax, electronic mail, computer conferencing, or conference call. For adoption, any business shall require a majority vote of the Board of Directors.
  - B. The Board of Directors shall have the authority to enter into contracts and agreements. This authority shall be exercised only by the Board of Directors or upon its' delegation.
  - C. The Board of Directors shall arrange for an annual audit of the financial records of the Chapter.

## **Article VI – Committees**

- Section 1. Standing Committees.  
Standing Committees shall be comprised of a chair and as many members as necessary. Appointments shall be for one year and terminating to coincide with the fiscal year of IAAP, or until a successor is appointed.
- Section 2. Duties.  
Standing Committees and their duties are as follows:
- G. The Bylaws and Standing Rules Committee shall:
    1. Maintain conformity in Chapter Bylaws and Standing Rules with International and Division Bylaws and Standing Rules.
    2. Be permitted to propose amendments and resolutions.
    3. Edit/correlate all proposed amendments to the Bylaws and Standing Rules of this Chapter and submit them together with the committee's recommendations and

the reasons for the recommendations to the membership in accordance with these Bylaws.

4. Submit Chapter Bylaws and Standing Rules and or amendments thereto to the Division Bylaws and Standing Rules Committee for review and approval as amended, or at least every four years and every four years thereafter.
  5. Assist the Board of Directors in preparing and submitting amendments to the International and/or Division Bylaws and Standing rules committee(s) and resolutions to the International Bylaws and Standing Rules Committee on behalf of the Chapter.
- C. The Publications Committee shall prepare and publish the Chapter newsletter and such other publications as determined by the Board of Directors or in the Standing rules.
1. Submit to the members, a slate of one or more candidates for each office at least 30 days prior to the Annual Meeting.
  2. The Immediate Past President shall serve as Chair, if possible, with at least two additional members elected from among the membership at the February meeting. Should there be no Immediate Past President or the Immediate Past President should be unable to serve as Chair, the committee members shall elect a chair as soon after election to the committee as possible.

Section 3. Special Committees.

The President may appoint special committees when deemed necessary by the Board of Directors.

Section 4. Responsibility.

- A. All committees shall be directly responsible to the Board of Directors, with the exception of the Committee on Nominations, and shall submit all plans, prior to execution, to the Board of Directors for approval.
- B. All committee chairs must present an Annual Report on their committee's activities to the President prior to the Annual Meeting for presentation at the Annual Meeting.
- C. All committee files and records shall be transferred to the incoming chair or Board contact for that committee no later than June 30<sup>th</sup>. Any committee chair resigning or otherwise vacating a chair before the expiration of that term, shall within two weeks transfer to the successor (upon notification by the Board of Directors as to the successor) or to the Board Contact, all the records of that committee.

- D. The Membership Committee shall direct all activities of the Chapter concerned with the recruitment and retention of membership. The Vice President/Membership shall serve as chair.
- E. The Ways and Means Committee shall direct all activities of the Chapter concerned with the raising of money to further the Chapter purposes.

### **Article VII – Meetings**

- Section 1. Regular Meetings.
  - A. Meetings shall be held monthly, September through June, at a time, place, and location to be determined by the Board of Directors, unless otherwise ordered by a majority vote of the membership.
  - B. The May meeting shall be the Annual Meeting.
  - C. The June meeting shall include the installation of officers.
- Section 2. Special Meetings.  
Special meetings may be called by the President, by a majority of the Board of Directors, or by one-third of the membership, provided notice specifying the principle business of the meeting is given to all members at least seven days prior to the date of the special meeting.
- Section 3. Business of the Annual Meeting.
  - A. Elect officers.
  - B. Vote on proposed amendments to the Chapter Bylaws and Standing Rules.
  - C. Review proposed amendments to the International and Division Bylaws and Standing Rules.
  - D. A delegate and alternate of the chapter to the International Education Forum and Annual Meeting, and the Division Education Forum and Annual Meeting shall be selected at the Annual Meeting.
- Section 4. Quorum.  
A quorum for any meeting shall be 10% of the Chapter membership.

### **Article VIII – Audit**

- Section 1. The Treasurer shall, within 30 days of the close of the fiscal year, submit the books and financial records for audit to a qualified person or persons appointed by the Board of Directors. Such audit shall be completed within 60 days of the close of the fiscal year. A written report covering the audit shall be submitted to the Board of Directors, and the records transferred to the incumbent Treasurer.

Section 2. In the event of a vacancy in the office of Treasurer, an audit shall be made of the Chapter's financial records by a qualified person or persons appointed by the Board of Directors. Such audit shall be completed within 15 days after receipt of the records. A written report covering the audit shall be submitted to the Board of Directors, and the records transferred as directed by the Board of Directors.

### **Article IX – Dissolution**

In the event of dissolution of the Chapter, no income, contribution or other revenue or funds shall inure to the benefit of any individual or any group not affiliated with IAAP. After current indebtedness has been paid, any and all Chapter assets shall be distributed to an IAAP entity as determined by a majority vote of the membership.

### **Article X – Amendments**

Section 1. Bylaws.  
These Bylaws may be amended by any of the following methods:

- A. At any meeting of the Chapter by a two-thirds vote, provided the proposed amendments shall have been distributed to the members at least 10 days prior to the meeting date or have been read at the previous regular meeting.
- B. By unanimous vote of members present, if not distributed previously as required in "A" of this section.

Section 2. Standing Rules.  
Standing Rules may be adopted, amended, rescinded, or suspended:

- A. By a majority vote, provided the proposed amendments shall have been distributed to the members at least 10 days prior to the meeting date or have been read at the previous regular meeting.
- B. By a two-thirds vote without previous notice.

Section 3. Corrections.  
Automatic grammatical, punctuation, and correlation corrections in these Bylaws and Standing Rules, which in no way alter the intent of the respective Bylaw or Standing Rules, shall be effected by the Bylaws and Standing Rules Committee, subject to the approval of the Board of Directors.

Section 4. Enactment.  
These Bylaws and Standing Rules and/or amendments thereto shall become effective upon adjournment of the meeting at which adopted, unless otherwise specified.

Revised May 10, 2011