



MEDICAL CENTER CHAPTER
International Association of Administrative Professionals®



BYLAWS AND STANDING RULES

BYLAWS

ARTICLE I - NAME AND LOCATION

The name of this Chapter shall be Medical Center Chapter International Association of Administrative Professionals® (IAAP®). It shall be located in Houston, Texas.

ARTICLE II - Mission and Core Values

Section 1. Mission: To enhance the success of career-minded administrative professionals by providing opportunities for growth through education, community building and leadership development.

Section 2. Core Values:

- A. **Integrity.** We demonstrate this cornerstone of our profession through honesty, accountability and high ethical standards.
- B. **Respect.** We create respect within our profession and association through listening, understanding and acknowledging member feedback.
- C. **Adaptability.** We ensure the success of our association by embracing positive change and by nurturing diversity, creativity and visionary thinking.
- D. **Communication.** We cultivate and maintain excellence by remaining approachable at all levels, communicating openly and building strong relationships.
- E. **Commitment.** We are steadfast in our goals to develop learning opportunities for career-minded administrative professionals and to strengthen efficiency and effectiveness.

ARTICLE III - DUES

Section 1. Processing Fee. One-time processing fee assessed by International headquarters for all new members except Student members and Affiliate Association and/or units is \$15.00.

Section 2. Membership and Annual Dues.

A. Membership.

There shall be four classifications of membership as provided in the International Bylaws ARTICLE VII. Associate members shall have all the rights and privileges of Professional members.

B. Annual Dues.

Annual dues* for this Chapter shall be:

	Chapter	Division	International	Total
Professional Member	\$20.00	\$15.00	\$83.00	\$118.00
Professional-Merited Member	\$10.00	\$3.00	\$47.00	\$ 60.00
Student Member	\$2.00	\$8.00	\$50.00	\$ 60.00
Associate Member	N/A	N/A	\$180.00	\$180.00

*Annual Dues do not include IAAP International's one-time processing fee of \$15.00 for Professional membership.

Section 3. Renewal and Reinstatement shall be in accordance with International Bylaws and Standing Rules.

Section 4. Transfers. Chapter dues of any member transferring into or out of this Chapter shall be prorated on a monthly basis.

ARTICLE IV - OFFICERS, QUALIFICATIONS, NOMINATION AND ELECTION, TERMS AND DUTIES

Section 1. Officers. The Chapter officers shall be a President, President-Elect, Vice President, Secretary, Treasurer, and up to three (3) Directors.

Section 2. Qualifications.

- A. A candidate for office shall have been a Professional or Professional-Merited member of IAAP Medical Center Chapter for at least the past full IAAP year and served as a committee chairman for one (1) year in this Chapter prior to the time of installation of

officers. In addition, candidates for President and/or President-Elect shall also have served as an officer of this chapter for at least one (1) full year.

- B. A candidate shall be a member in good standing at the time of nomination and remain a member in good standing throughout their term. Any officer who does not remain a member in good standing shall resign from their position within ten (10) days.
- C. A member in good standing is defined as a member who is current in all dues, owes no outstanding monies to the Chapter, Division, or International, and is not inappropriately withholding any asset belonging to the Chapter, Division, or International.
- D. No member shall hold more than one (1) Chapter office at a time, or hold a Division office while serving as a Chapter officer, except to complete the current fiscal year.

Section 3. Nomination and Election.

- A. The Committee on Nominations shall submit to the membership thirty (30) days prior to the Chapter's April meeting a slate of one (1) or more candidates for each office, providing written qualifications of each candidate.
- B. Nominations may also be made from the floor at the April meeting, provided written qualifications have been submitted to, and approved by, the Committee on Nominations. A slate of officers will be finalized at the April meeting and nominations closed.
- C. Candidates for office will make a short speech stating their platform at the April meeting. A copy of each candidate's speech will be distributed to all members 15 days prior to the annual meeting.
- D. The Tellers Committee shall provide absentee ballots for the election of officers to all members 15 days prior to the annual meeting. Absentee ballots shall be accepted until the start of the annual meeting. An envelope containing a ballot shall not be opened until the polls are closed. Absentee ballots shall not apply to any re-balloting.
- E. A majority ballot vote of the members present and voting shall be required for election for the offices of President-Elect, Vice President, Secretary, and Treasurer. If there is only one (1) candidate for each office, the ballot may be dispensed with and the officers elected by voice vote. For the offices of Director, the three (3) candidates receiving the greatest number of votes on the first ballot shall be elected.
- F. If no candidate for the offices of President-Elect, Vice President, Secretary, and Treasurer, receives a majority vote on the first ballot, all but the two (2) highest for each office are eliminated. The balloting continues with a majority vote of the members present and voting at the annual meeting required for election. If the vote remains a tie after the second ballot, the election shall be decided by lot. In the event of a tie for the offices of Director, the election shall be determined by majority vote ballot of the members present and voting at the annual meeting. If the vote remains a tie after the second ballot, the election shall be decided by lot.
- G. A vacancy occurring among the officers-elect between the time of election and installation shall be filled by special election at the June Chapter meeting. Nominations shall be taken from the floor. The Committee on Nominations shall validate the candidate's qualifications prior to the election.

Section 4. Term of Office.

- A. The term of office shall coincide with the fiscal year for IAAP, July 1 through June 30.
- B. Officers shall assume office July 1 following their election and serve a term of one (1) year or until their successors take office.
- C. No officer shall serve more than two (2) consecutive terms in the same office. Any officer serving seven (7) months or more in an office shall be deemed to have served one (1) term.

Section 5. Duties. Chapter officers shall be obligated to uphold and represent the interests of IAAP, the profession as a whole, and the wishes of the membership.

- A. The President shall:
 1. Perform the duties prescribed by the Bylaws and by the Parliamentary Authority adopted by IAAP.
 2. Preside over all meetings of the Chapter and the Board of Directors.
 3. Subject to the approval of the Board of Directors, appoint the chairmen of all committees, unless otherwise specified.
 4. Be an *ex-officio* member of all committees except the Nominating and Audit Committees.
 5. Have the authority to sign checks and shall be bonded, with fee to be paid from Chapter funds.
 6. Endeavor to serve the entire Chapter in a strictly impartial manner.

7. Be familiar with the International, Division, and Chapter Bylaws and Standing Rules.
 8. Keep the membership informed as to IAAP official communications.
 9. Keep the Division President fully informed on all matters concerning the Chapter.
 10. Perform other duties incidental to the office of President.
- B. The President-Elect shall:
1. Assist the President in all ways.
 2. Assume the duties of the presidency in the absence of the President.
 3. In the event of a vacancy in the office of President, succeed to that office for the unexpired term.
 4. Succeed automatically to the office of President at the conclusion of the term as President-Elect.
 5. Perform such other duties as may be assigned by the Board of Directors of the Chapter.
- C. The Vice President shall:
1. Assist the President and President-Elect in all ways.
 2. Assume the duties of the presidency in the absence of the President and President-Elect.
 3. In the event of a vacancy in the office of President and President-Elect, succeed to the office of President for the unexpired term.
 4. Perform such other duties as may be assigned by the Board of Directors of the Chapter.
- D. The Secretary shall:
1. Keep an accurate record of all Chapter and Board of Directors meetings.
 2. Have custody of the Chapter Charter and other official documents.
 3. Have available at all meetings up-to-date copies of the International, Division, and Chapter Bylaws and Standing Rules.
 4. Conduct the correspondence of the Chapter in accordance with the direction of the President and/or the Board of Directors.
 5. Furnish the President, President-Elect, and Vice President with copies of all correspondence which is generated by this office, and inform the President and Board of Directors of all correspondence that is received by this office.
 6. Perform such other duties as may be assigned by the Board of Directors of the Chapter.
- E. The Treasurer shall:
1. Have custody of all Chapter funds, collect and deposit to the account of the Chapter all monies belonging to the Chapter.
 2. Sign checks drawn on Chapter funds. The Treasurer shall be bonded, with fee to be paid from Chapter funds.
 3. Pay promptly, by check, all approved bills.
 4. Maintain financial records on a current basis and report monthly to the Chapter.
 5. Prepare a detailed financial budget report for the next fiscal year and present to the membership at the May meeting.
 6. Complete a financial report for the period of the term of office to be presented to the Board of Directors.
 7. Deliver books and records of the office to the chairman of the Audit Committee within ten (10) days following the close of the fiscal year.
 8. Meet individually with the Chapter President once a month to review accounts, including the processing of check requests and deposits, and discussion of bank statements and budgets.
 9. Record, including serial numbers, location and responsible member, as well as monitor all chapter assets i.e. software, speaker gifts, cameras, fundraising items, etc.
 10. Report uncollection of return checks and NSF fees as well as unpaid meeting fees to the Chapter Board on a monthly basis and document members not in good standing.
 11. Perform such other duties as may be assigned by the Board of Directors of the Chapter.
- F. The Directors shall:
1. Serve as Board contact for committees.
 2. Have full voting rights.
 3. Perform such other duties as may be assigned by the Board of Directors of the Chapter.

Section 6. Vacancy.

- A. In the event of a vacancy in the office of President, the President-Elect shall succeed to that office for the unexpired term and shall continue in the office of President for the following year. In this case, the office of President-Elect shall remain vacant until the next regular election.
- B. In the event of a vacancy in the office of President-Elect, the office shall remain vacant until the next regular election at which time both a President and President-Elect shall be elected.
- C. In the event of vacancies in the office of both President and President-Elect, the Vice President shall succeed to the office of President for the unexpired term. In addition, the individual shall be eligible to seek election to the office of President for the following year.
- D. In the event of a vacancy in the office of Treasurer, the Board of Directors of the Chapter shall appoint an Acting Treasurer as replacement until the position can be filled by election in accordance with ARTICEL IV, Section 2.A.

- E. A vacancy occurring in any other office shall be filled for the unexpired term by a majority vote, taken by ballot, by ~~of~~ the Board of Directors present and voting in accordance with ARTICEL IV, Section 2.A, and affirmed by majority vote of members present and voting at the next regular Chapter meeting.
- F. Any officer unable to perform the duties of the office for a period of thirty (30) days shall submit a resignation in writing to the Board of Directors. In the event the Board of Directors determines by a majority vote of the remainder of the Board present and voting that any officer has failed to perform the duties of the respective office for a period of at least thirty (30) days immediately prior to the taking of such vote, the Board of Directors shall request the resignation of such officer from the respective office.
- G. If such resignation is not received by the Board of Directors within ten (10) days after such resignation has been requested, the Board of Directors shall declare such office vacant, and such office shall be filled in accordance with the provisions of paragraphs A, B, C, and D of this section.
- H. All records pertaining to any office are the property of the Chapter and shall be transferred as directed by the Board of Directors within ten (10) days by the person vacating the office.

Section 7. Bonding.

The offices of President and Treasurer shall be bonded in the amount prescribed by the Board of Directors, the premiums to be paid from Chapter funds.

ARTICEL V - BOARD OF DIRECTORS

Section 1. Composition. The Board of Directors shall be comprised of the officers of this Chapter. The immediate past president shall serve as an *ex-officio* member of the Board of Directors.

Section 2. Duties and Responsibilities. The Responsibilities of the Board of Directors shall be as follows:

- A. Carry out the policies and objectives of the Association and supervise the affairs of the Chapter between its business meetings in accordance with the provisions of these Bylaws and Standing Rules.
- B. Approve the appointments of chairmen of standing and special committees and of Chapter representatives.
- C. Approve proposed plans of chairmen of standing and special committees and of Chapter representatives, prior to plan enactment.
- D. Have the power to overrule or modify the action of any officer, member, committee, or representative of the Chapter.
- E. Have the power to authorize the Treasurer to transfer funds.
- F. Upon approval of the Board of Directors, the President may declare a committee chairmanship vacant due to nonperformance of duties and appoint a successor.

Section 3. Meetings. Regular meetings of the Board of Directors shall be held once monthly on a date designated by the Board. Special meetings may be called by the President or as requested by a majority of the Board of Directors.

Section 4. Quorum. A majority of the Board of Directors constitutes a quorum for any meeting, and a vote of the majority of those present and voting constitutes effective action.

ARTICEL VI - COMMITTEES

Section 1. Standing Committees.

- A. A standing committee shall be comprised of a chairman and any members who are appointed by the chairman of the respective committee. Appointment of the chairman is subject to the approval of the Board of Directors and shall become effective the first (1) day of the fiscal year, for a term of one (1) year, with the exception of the Audit Committee and Committee on Nominations, as described below in Sections 2.A.1. and 2.C.1, respectively.
- B. Committee chairmen must be members in good standing. See ARTICEL IV - OFFICERS, QUALIFICATIONS, NOMINATION AND ELECTION, TERMS AND DUTIES, Section 2. Qualifications, Subparagraph C.

Section 2. Duties. The standing committees and their duties shall be as follows:

- A. The Audit Committee shall:
1. Be appointed by the Board of Directors and conduct an audit of the Chapter financial records to be completed within fifteen (15) days after receipt of all financial records through the end of the fiscal year. A written report covering the audit shall be submitted to the Board of Directors, and the fiscal records transferred to the incumbent Treasurer.
 2. In the event of a vacancy in the office of Treasurer, conduct an audit of the Chapter financial records. This audit shall be completed within ten (10) days after receipt of the financial records and a written report submitted to the Board of Directors, and the records transferred as directed by the Board of Directors.
- B. The Bylaws and Standing Rules Committee shall:
1. Maintain conformity in Chapter Bylaws and Standing Rules with the International and Division Bylaws and Standing Rules.
 2. Propose amendments and resolutions.
 3. Edit/correlate all proposed amendments to the Bylaws and Standing Rules. These proposed amendments shall be submitted to the Chapter together with the committee's recommendations and reasons for the recommendations in accordance with these Bylaws.
 4. Assist the Board of Directors and Chapter members in understanding the amendments of the Medical Center Chapter, the Texas-Louisiana Division Inc., and IAAP International Bylaws and Standing Rules.
 5. Assist the Board of Directors in preparing and submitting amendments and/or resolutions to the International and/or Division Bylaws and Standing Rules on behalf of the Chapter.
- C. The Committee on Nominations shall:
1. Consist of up to five (5) members elected by the Board of Directors at least four (4) months prior to the Chapter's May meeting.
 2. Carry out the duties prescribed by ARTICEL IV, Section 3, of these Bylaws.
- D. The Tellers Committee shall:
1. Consist of three (3) members appointed by the President to serve as Tellers at any meeting where elections, nominations, or other voting are done by ballot. The Tellers shall be responsible for distributing and collecting ballots and for tallying and reporting the vote.
 2. File the ballots with the Recording Secretary until after the installation of officers, at which time they shall be destroyed.
- E. Other Standing Committees shall be as defined in Standing Rule III.

Section 3. Special Committees. Special committees shall be appointed as necessary by the Board of Directors.**Section 4.** Responsibilities. The standing committees and their duties shall be as follows:

- A. All committees shall be directly responsible to the Board of Directors and, with the exception of the Committee on Nominations, submit all plans to the Board of Directors for approval before action.
- B. No later than June 15, 16 days prior to the conclusion of their appointment, committee chairmen shall transfer their files to their successors, or as directed by the Board of Directors.

ARTICEL VII - MEETINGS**Section 1.** Regular and Annual Meetings.

- A. Regular meetings of this Chapter shall be held on the fourth Monday of each month, unless in conflict with a holiday or an International Conference.
- B. The annual meeting of this Chapter shall be the regular May meeting in each year and is a closed meeting except when there is only one (1) candidate for each office, and the officers are elected by voice vote in accordance with ARTICEL IV, Section 3. D.

Section 2. Special Meetings. Special Meetings of this Chapter shall be called by the President, by a majority of the Board of Directors, or by a majority vote of those members present and voting, provided notice specifying the principal business of the meeting is given to all members at least ten (10) days prior to the date of the special meeting.

Section 3. Quorum. A quorum for any meeting is a majority vote of those members present and voting of the Chapter membership.

Section 4. Installation. Officers shall be installed at the June meeting.

ARTICEL VIII - DISSOLUTION

In the event of dissolution, abandonment, or termination of the Chapter, no income, contribution, or other revenue or funds shall inure to the benefit of any individual or of any group not affiliated with IAAP, and any and all assets then possessed by the Chapter, after current indebtedness has been paid, shall go and be delivered forthwith to the IAAP Retirement Trust Foundation and the IAAP Research and Educational Foundation.

ARTICEL IX - AMENDMENTS

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

- A. All proposed amendments by the Chapter shall be submitted to the Bylaws and Standing Rules Committee for action in accordance with ARTICEL VI, Section 2.B.3.
- B. The Board of Directors shall review and approve proposed amendments for the Bylaws and Standing Rules Committee to distribute to the membership.
- C. At any meeting of the Chapter by a two-thirds (2/3) of members present and voting, provided the proposed amendments are distributed to the members at least ten (10) days prior to the meeting date.
- D. By unanimous vote of members present and voting, if not distributed previously as required in A and C of this section.

Section 2. Standing Rules.

- A. Standing Rules may be adopted without previous notice by a majority vote at any meeting of the Chapter.
- B. Standing Rules may be amended or rescinded:
 1. By a majority vote, provided the proposed amendments shall have been communicated to the members at least ten (10) days prior to the meeting date or have been read at the previous regular meeting.
 2. By a two-thirds (2/3) vote without previous notice.

Section 3. Corrections. The Bylaws and Standing Rules Committee shall effect grammatical, punctuation, and correlation correction in these Bylaws and Standing Rules or amendments thereto which in no way alter the intent of the respective Bylaws and Standing Rules, subject to the approval of the Board of Directors.

Section 4. Editing Changes. The Bylaws and Standing Rules Committee shall effect any editing changes in the Bylaws and Standing Rules necessitated by amendments to the International and/or Division Bylaws and Standing Rules. Other changes are subject to:

- A. Approval of the Board of Directors
- B. Approval of the Division Bylaws and Standing Rules Committee.
- C. Notification to the Medical Center IAAP Chapter membership.

Section 5. Enactment. The Bylaws and Standing Rules and/or amendments shall be effective upon adoption, unless otherwise specified, subject to review and approval by the Division Bylaws and Standing Rules Committee.

Bylaws adopted:	25 September 1989	Approved T-L B & SRC:	1 November 1991
Revised:	26 November 1990	Approved T-L B & SRC:	11 January 1993
Amended:	24 August 1992	Approved T-L B & SRC:	20 August 1994
Amended:	28 February 1994	Approved T-L B & SRC:	6 June 1997
Amended:	4 April 1997	Approved T-L B & SRC:	27 March 1998
Revised:	1 November 1997	Approved T-L B & SRC:	2 February 2000
Amended:	23 August 1999	Approved T-L B & SRC:	30 July 2002
Amended:	22 April 2002	Approved T-L B & SRC:	2 March 2004
Revised:	2 February 2004	Approved T-L B & SRC:	9 March 2009
Amended:	19 May 2008	Approved T-L B & SRC:	9 March 2009
Amended:	23 February 2009	Approved T-L B & SRC:	16 March 2010
Amended:	22 February 2010		