



INTERNATIONAL ASSOCIATION OF ADMINISTRATIVE PROFESSIONALS OTTAWA WEST CHAPTER CHAPTER BY-LAWS AND STANDING RULES

ARTICLE I—NAME AND LOCATION

The name of this Chapter shall be the Ottawa West Chapter of the International Association of Administrative Professionals (IAAP). It shall be located in Kanata, Ontario, Canada.

ARTICLE II—MEMBERSHIP AND DUES

A. Membership

There shall be four classifications of membership as provided in the International Bylaws Article VI.

Associate members shall have all the rights and privileges of Professional members except they may not hold an officer position within the Chapter.

B. Dues

Annual dues for this Chapter shall be payable in US funds in the amount of:

Professional member	\$20.00
Professional-Merited member	\$5.00
Student member	\$0.00
Associate member	\$0.00

ARTICLE III—OFFICERS, QUALIFICATIONS, NOMINATION AND ELECTION, TERM AND DUTIES

Section 1. Officers.

The Chapter officers shall be a President, a President-Elect, a Vice President, a Secretary, a Treasurer, and a Past President.

Section 2. Qualifications.

- A. A candidate for office shall have been a professional member preferably for at least one year prior to the time of nomination.
- B. A candidate for the office of President or President-Elect shall preferably have served as an officer of this Chapter 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, or serve on an International Department or Committee while serving as a Chapter officer.

Section 3. Nomination and Election

- A. At least thirty days before the Annual Meeting, the Committee on Nominations shall submit to the members a slate of one or more candidates for each office.
- B. Nominations may also be made from the floor prior to the election.

- C. Officers shall be elected by ballot at the Annual Meeting, except that if there is but one candidate for each office, the officers may be elected viva voce (voice vote).
- D. Proxy vote – Members unable to attend the Annual Meeting may vote by proxy in the event of elections of chapter officers by ballot by submitting their vote in writing to the Treasurer a minimum of ten days prior to the Annual General meeting.

Section 4. Term of Office.

- A. The term of office shall coincide with the fiscal year for IAAP, July 1 through June 30.
- B. President, President-Elect and Vice President shall serve no more than two consecutive terms in the same office. Secretary and Treasurer shall preferably serve no more than two consecutive terms in the same office. Secretary and Treasurer may be extended for a period not to exceed one additional term provided that no other nominations are received.

Section 5. Duties.

Chapter officers shall be obligated to uphold and represent the interests of IAAP and the profession as a whole. Chapter officers shall perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by IAAP.

- A. The President shall:
 1. Perform the duties prescribed by these Bylaws and by the Parliamentary Authority adopted by IAAP.
 2. Subject to the approval of the Board of Directors, appoint all Standing and Special committees, unless otherwise specified.
 3. Be a member ex-officio of all committees except the Committee on Nominations.
 4. Call meetings of the Board of Directors to adequately conduct the business of the Chapter. At least three meetings shall be held each year
 5. Keep the Ontario Division President fully informed on all matters concerning the Chapter.
- B. The President-Elect shall:
 1. In the absence of the President, serve as presiding officer at Chapter meetings or meetings of the Board of Directors.
 2. In the event of a vacancy in the office of President, succeed to the office for the unexpired term.

3. Shall submit the Chapter Avery-Dennison Chapter Achievement Award Application.
 4. Enroll their Chapter in the "Chapter of Excellence" program and keep abreast of the qualifications for their Chapter to achieve the "Chapter of Excellence" category.
 5. Act as Board contact for committees as assigned.
 6. Perform such other duties as may be assigned by the Board of Directors.
- C. The Vice-President shall:
1. In the absence of the President and President-Elect, serve as presiding officer at Chapter meetings or meetings of the Board of Directors.
 2. Shall submit the Chapter Avery-Dennison Chapter Achievement Award application.
 3. Enroll their Chapter in the "Chapter of Excellence" program and keep abreast of the qualifications for their Chapter to achieve the "Chapter of Excellence" category.
 4. In the event of a vacancy in the office of the President and President-Elect, succeed to the office for the unexpired term of President.
 5. Act as Board contact for committees as assigned.
 6. Perform such other duties as may be assigned by the Board of Directors.
- D. The Secretary shall:
1. Be responsible for the minutes of all Chapter and Board of Directors' meetings.
 2. Act as Board contact for committees as assigned.
 3. Perform such other duties as may be assigned by the Board of Directors.
- E. The Treasurer shall:
1. Be responsible for all funds of the Chapter and for the records of its financial affairs.
 2. Submit regular financial reports for the Board and members.
 3. Be bonded with premiums paid from Chapter funds.
 4. Act as Board contact for committees as assigned.
 5. Perform such other duties as may be assigned by the Board of Directors.

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 for President for the following year. The office of President-Elect shall remain vacant until the next regular election. In the event of a vacancy in the office of President-Elect for any other reason, the office shall remain vacant until the next regular election, at which time both a President and a President-Elect shall be elected.

- B. In the event of a vacancy in the offices of both President and President-Elect, the Vice President shall succeed to that office of President for the unexpired term. In addition, the individual shall be eligible to seek re-election to the office of President for the following year.
- C. A vacancy in any other office shall be filled for the unexpired term by appointment from the membership of the Chapter by the Chapter Board of Directors.

ARTICLE IV—BOARD OF DIRECTORS

Section 1. Composition.

The voting members of the Board of Directors shall consist of the Chapter officers and the following committee chairs: Membership, Registration and Program..

Section 2. Duties.

- A. The Board of Directors shall prepare an annual budget which shall be adopted at the Annual Meeting and shall arrange for an annual audit of the financial records of the Chapter.
- B. The Board of Directors may, by a three-fourths vote of its membership, remove any officer or committee chairman for misconduct or neglect of duty. Before such an action, the officer in question should be given reasonable notice and an opportunity to be heard. 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 III.6.

Section 3. Meetings.

- A. The Board of Directors shall meet as required to adequately conduct the business of the Chapter. At least three meetings shall be held each year.
- B. The Board of Directors may transact business in person, by postal mail, courier service, electronic communication, or by conference call. For adoption, any business shall require a majority vote of the Board of Directors.

Section 4. Quorum

The quorum for any meeting of the Board of Directors shall be a majority.

ARTICLE V—COMMITTEES

Section 1. Standing Committees.

Standing Committees shall be composed of a chair and any number of members. Appointments shall be for one year and coincide with the fiscal year of IAAP, July 1 to June 30.

Section 2. Duties.

Standing Committees and their duties are as follows:

- A. The Bylaws and Standing Rules Committee:
 1. Shall maintain conformity in Chapter Bylaws and Standing Rules with the International Bylaws and Standing Rules and the Division Bylaws and Standing Rules.
 2. May propose amendments and resolutions.
 3. Shall edit/correlate all proposed amendments to the Bylaws and Standing Rules of this Chapter as necessary to ensure clarity and conformity and shall submit them together with the committee's recommendations and the reasons for the recommendations to the membership. Shall submit Chapter Bylaws and Standing Rules and/or amendments thereto to the Division Bylaws and Standing Rules Committee for approval as amended or at least every four years.
 4. Shall assist the Board of Directors in preparing and submitting amendments to the International and/or Division Bylaws and Standing Rules and resolutions to the International Bylaws and Standing Rules Committee on behalf of the Chapter.

B. The Committee on Nominations:
The Committee on Nominations shall submit to the members a slate of one or more candidates for each office at least thirty days before the Annual Meeting.

Section 3. Special Committees

Special committees may be appointed when deemed necessary by the Board of Directors.

Section 4. Responsibility

1. All committees, except the Committee on Nominations, shall be directly responsible to the Board of Directors and shall submit all plans, prior to execution, to the Board of Directors for approval.
2. Committee of Nominations shall be directly responsible to the Membership and shall submit reports as per Article V, Section 2.B

ARTICLE VI—MEETINGS

Section 1. Regular and Annual Meetings.

- A. Regular meetings of this chapter shall be held on the third Wednesday of each month, from September to June, unless otherwise ordered by majority vote of the membership or the Board of Directors.
- B. The June meeting of each year shall be the Annual Meeting of this Chapter.

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 principal business of the meeting is given to all members at least two weeks prior to the Meeting.

Section 3. Business of the Annual Meeting

Shall include:

1. Election of Officers of the Chapter
2. Selection of a delegate and alternate of the Chapter to the International Convention and Education Forum.
3. In the event that no delegate or alternate is chosen a proxy shall be identified

Section 4. Quorum

1. A quorum for any meeting shall be twenty-five percent (25%) of the Chapter membership.
2. At the Annual General Meeting proxy votes do not count towards quorum.

ARTICLE VII—AUDIT

Section 1 Year End

An audit shall be made of the Chapter's financial records by a qualified person or persons appointed by the Board of Directors. This may include a past IAAP Treasurer and two members. Financial records shall be submitted for audit within thirty days of the close of the fiscal year; a written report covering the audit shall be submitted to the Board of Directors sixty days from the close of the fiscal year, and the records shall be transferred immediately to the incumbent Treasurer.

Section 2 Treasurer Vacancy

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. This may include a past IAAP Treasurer and two members. Such audit shall be completed within twenty days after receipt of the records, a written report covering the audit and records submitted to the Board of Directors.

ARTICLE 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 Ottawa Chapter of the International Association of Administrative Professionals.

Approved by

Ontario Division Bylaws and Standing Rules
Committee June 27, 2008

ARTICLE IX—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 communicated to the members at least ten days prior to the meeting date or have been read at the previous regular meeting.
- B. By unanimous vote, if not distributed previously as required in paragraph A 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 days prior to the meeting date or have been read at the previous regular meeting
 2. 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 Rule 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.

Bylaws Adopted June 2004
Revised: June 2008
Amended: June 23, 2008
Amended: December 8, 2010