

INTERNATIONAL ASSOCIATION OF ADMINISTRATIVE PROFESSIONALS®  
NORTH DALLAS CHAPTER  
BYLAWS

SECTION I – NAME AND LOCATION

The name of this Chapter shall be the North Dallas Chapter of the International Association of Administrative Professionals (IAAP®). It shall be located in the North Dallas metropolitan area, Texas.

SECTION II – DUES AND FEES

1. Annual dues for this Chapter shall be:

|  |         |
|--|---------|
| a. Professional Members  | \$15.00 |
| b. Professional-Merited Members (not to exceed ½ regular dues) | 5.00    |
| c. Student Member  | 10.00   |
| d. Associate Member: Paid directly to International            |         |
  
2. The Chapter dues of any member transferring in or out of this Chapter shall be prorated on a monthly basis.
  
3. Applications for membership shall be forwarded to the International Association of Administrative Professionals or to the Chapter Treasurer or Membership Chair along with applicable dues and processing fees for forwarding to headquarters and division.

SECTION III – OFFICERS, QUALIFICATIONS, NOMINATION AND ELECTION, TERM AND DUTIES

OFFICERS

1. The Chapter officers shall be a President, a Vice President, a Secretary and a Treasurer.

QUALIFICATIONS

2. A candidate for office shall have preferably been a Professional or Professional-Merited member of this Chapter for at least one year prior to the time of nomination, and a candidate for the office of President shall have preferably served as an officer of this Chapter at least one full year prior to nomination.
  
3. 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 complete the current fiscal year.

NOMINATION AND ELECTION PROCEDURE

4. At least two months prior to the Annual Meeting, the Nominating Committee shall submit in writing to the membership a slate of one or more candidates for each office.
  
5. Nominations may also be made from the floor prior to the election and such nominees shall be entered on the slate, provided they meet the qualifications and have consented to the nomination. Nominations from the floor must receive two seconds. Qualifications and supporting documents must be received by the Committee on Nominations at least 48 hours prior to the Annual Meeting.
  
6. A majority vote of the members present and voting at the Annual Meeting shall be required for the election, which shall be by ballot, except that if there is but one candidate for each office, the ballot may be dispensed with and the officers elected *viva voce* (voice vote).
  
7. In the event that no candidate received a majority vote on the first ballot, all but the two highest for such 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.

8. A vacancy occurring among the officers-elect between the time of election and installation shall be filled by special election at the next Chapter meeting. Nominations shall be made from the floor and all provisions previously outlined in this section shall prevail.

#### TERM

9. Officers shall assume office following their election and installation and shall serve for a fiscal year term office, or until their successors are elected and take office.
10. No office/officer shall serve more than two consecutive terms in the same office. If no candidate is qualified for an office, the officer may seek a third consecutive term.

#### DUTIES

11. The President shall:
  - a. Preside at all meetings of the Chapter and the Board of Directors.
  - b. Subject to the approval of the Board of Directors, appoint the chairmen of all committees, unless otherwise specified.
  - c. Be a member *ex officio* of all committees except the Nominating Committee and Financial report Committee.
  - d. Perform other duties incidental to the office of President.
  - e. Endeavor to serve the entire Chapter in a strictly impartial manner.
  - f. Be familiar with the International, Division, and Chapter Bylaws and Standing Rules.
  - g. Keep the membership informed as to IAAP Official Communications.
  - h. Keep the Division Board Contact fully informed on all matters concerning the Chapter.
  - i. Countersign checks drawn on the Chapter's funds. The President should be bonded, with premium funded by Chapter.
12. The Vice President shall:
  - a. Assist the President in all ways.
  - b. Succeed to the office of President in the event of a vacancy in the office of President.
  - c. Perform such other duties as may be assigned by the Board of Directors of the Chapter.
  - d. Be familiar with the International Bylaws and Standing Rules and Division and Chapter Bylaws and Standing Rules.
  - e. Be Chairman of Program/Education Committee.
13. The Secretary shall:
  - a. Keep an accurate record of all Chapter and Board of Directors Meetings.
  - b. Have custody of the Chapter charter and other official documents.
  - c. Have available at all meetings up-to-date copies of the International, Division, and Chapter Bylaws and Standing Rules.
  - d. Perform such other duties as may be assigned by the Board of Directors of the Chapter.
  - e. Give notice of all meetings, as directed by the President.
  - f. Conduct the correspondence of the Chapter in accordance with the direction of the President and/or the Board of Directors.
  - g. Following the installation of officers, file the names and addresses of the President and Secretary with the local Chambers of Commerce, Better Business Bureau, and the Post Office, and keep such information up to date throughout the year.
  - h. Keep up-to-date listings of officers of all pertinent professional organizations in the North Dallas metropolitan area.

14. The Treasurer shall:

- a. Have custody of all Chapter funds, making disbursements only as authorized by the Chapter, either by specific action or by adoption of a budget to be administered by the Board of Directors. The Treasurer should be bonded with premium funded by the Chapter.
- b. Pay all approved bills promptly, by check, to be countersigned by the President.
- c. Keep the books on a current basis and make a monthly report to the Chapter.
- d. Prepare a detailed financial report for presentation at the Annual Meeting and a complete financial report for the period of term of office.

#### VACANCY

15. A vacancy occurring in any office, except that of President, shall be filled for the unexpired term by a majority vote, taken by ballot, of the Board of Directors. In the event of vacancy in the office of President, the Vice President shall succeed to that office for the unexpired term.
16. Any officer unable to perform the duties of the office for any reason whatsoever for a period of 60 days shall submit a resignation in writing to the Board of Directors. In the event the Board of Directors determines in its sole judgment that any officer has failed to perform the duties of the respective office for a period of at least 60 days immediately prior to the taking of such vote, the Board of Directors shall request the resignation of such officer from the respective office. If the Board of Directors does not receive such resignation within 14 days after such resignation has been requested, the Board of Directors is empowered to and shall thereupon declare such office vacant and shall be filled in accordance with the provisions of Paragraph 15 of this Section.

#### RECORDS

17. All records pertaining to any office are property of the Chapter and must be transferred as directed by the Board of Directors within two weeks by the person vacating the office.

#### SECTION IV – BOARD OF DIRECTORS

1. The Board of Directors shall be composed of the officers of the Chapter.
2. The Board of Directors shall supervise the affairs of the Chapter in accordance with the provisions of the Bylaws and Standing Rules.
3. Regular meetings of the Board of Directors shall be held the first Tuesday of the month, with the exception of the annual Board Meeting, holidays and/or inclement weather. Special meetings may be called by the President or by the majority of the Board of Directors.
4. A majority of the Board of Directors shall constitute a quorum for any meeting and a vote of the majority of those present and voting, a quorum being present, shall constitute effective action.

#### SECTION V – CHAPTER MEETINGS

1. Regular meetings of the Chapter shall be held on the third Tuesday of each month. If deemed advisable, the date of a regular meeting may be changed at any preceding meeting upon majority vote of the membership attending and voting.
2. 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 ten days prior to the date of the special meeting.
3. The regular May meeting in each year shall be the Annual Meeting of the Chapter.
4. Officers shall be installed at the June meeting.
5. Twenty-five percent (25%) of the Chapter membership shall constitute a quorum for any regular or special meeting.

## SECTION VI – REPRESENTATION

1. The Delegate to the International Education Forum & Annual Meeting, and the Division Annual Meeting shall preferably be the President, and the Alternate shall preferably be the Vice President. If the Vice President is unable to attend, another Board Member will be chosen at the discretion of the Board.

If the Delegate cannot attend, the Alternate shall become the Delegate and a new Alternate shall be selected by the Board of Directors. In the event that neither the Delegate nor Alternate can attend, a Delegate and Alternate shall be selected by the Board of Directors.

2. It shall be the duty of the Delegate to attend all meetings and to represent the Chapter in all matters coming before the convention, conference, or meeting. The Delegate shall be fully authorized to cast the vote of the Chapter on all matters submitted for vote.
3. A report of the proceedings shall be made to the membership at the first Chapter meeting or via the newsletter, following the relevant convention, conference, or meeting.

## SECTION VII – COMMITTEES

1. Standing Committees shall be composed of a chairman and as many members as necessary and selected by the Committee Chair. Appointment shall become effective July 1<sup>st</sup>.
2. Standing Committees and their duties are as follows:

- a. The e-Talk Committee shall prepare and distribute the official publication of this Chapter. The committee shall publish 12 newsletters each year.
- b. The CPS/CAP Service Committee shall stimulate interest and encourage participation in the CPS/CAP exam. The Chair and Co-chair shall hold the CPS and/or CAP rating.
- c. The Program/Education Committee shall bring before the Chapter the latest information and methods on administrative professionals procedures and shall plan educational study sessions and programs for the benefit of the members. The Program Committee shall plan the programs for the meetings and other Chapter-sponsored functions. The Vice President shall serve as Chairman.
- d. The Membership Committee shall direct all activities to recruit, maintain and increase membership in the Chapter.
- e. The Nominating Committee shall consist of a chairman and a minimum of 1 member appointed by the President at least three months prior to the Annual Meeting. This committee shall carry out the duties prescribed in Section III, 4 of these Bylaws.
- f. The Publicity Committee shall publicize Chapter activities through releases to the press and other media. The committee shall request Proclamations from surrounding cities for Administrative Professional Day.
- g. The Bylaws and Standing Rules Committee shall:
  - 1) Receive all suggestions for amendments to the Bylaws and Standing Rules, prepare them in proper form, and submit them for action by the membership in accordance with Section X of these Bylaws.
  - 2) Maintain conformity in Chapter Bylaws and Standing Rules with the International and Division Bylaws and Standing Rules.
  - 3) Propose amendments.
  - 4) Submit Bylaws and Standing Rules and/or amendments thereto to the Division Bylaws and Standing Rules Chairman for review and approval in accordance with the Division Bylaws and Standing Rules. The Division Committee will give an approval date to note in our Bylaws.
  - 5) Review all proposed amendments to International Bylaws and Standing Rules and Division Bylaws and Standing Rules and make recommendations to the Board of Directors.
- h. The Division Member of the Year Committee shall arrange for the selection of the Chapter's candidate for Division Member of the Year. The President of the North Dallas Chapter will submit the completed form of the current North Dallas Chapter Member of the Year to T-L Division so she may be considered for the T-L Division Member of the Year.

- i. The Ways and Means Committee shall devise and promote projects to raise funds for the operation and philanthropy of the Chapter.
3. Special committees may be appointed when deemed necessary by the Board of Directors.
4. All committees shall be directly responsible to the Board of Directors and, with the exception of the Financial Report and Nominating Committee, shall submit all plans, prior to execution, to the Board of Directors for approval.
5. Within 14 days after the conclusion of their appointment, all committees shall transfer their files to the successors or as directed by the Board of Directors.
6. Upon approval of the Board of Directors, the President may declare a committee chairmanship vacant because of non-performance of duties and appoint a successor.

#### SECTION VIII – FINANCIAL REPORT

1. A financial report shall be made of the Chapter financial records by a qualified person or persons appointed by the Board of Directors President. Such financial report shall be completed within 45 days of the close of the fiscal year, a written report covering the financial report shall be submitted to the Board of Directors and the records transferred to the incumbent Treasurer.
2. In the event of a vacancy in the office of Treasurer, an financial report shall be made of the Chapter financial records by a qualified person or persons appointed by the Board of Directors. Such financial report shall be completed within 15 days after receipt of the records, a written report covering the financial report submitted to the Board of Directors, and the records transferred as directed by the Board of Directors.

#### SECTION IX – DISSOLUTION

In the event of dissolution, abandonment, or termination of the charter of this 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 International Association of Administrative Professionals Retirement Trust Foundation.

#### SECTION X – AMENDMENTS

1. These Bylaws may be amended by a two-thirds vote of the members present and voting at any regular meeting of the Chapter, a quorum being present, provided the text of the proposed amendments has been submitted to the membership either in writing at least ten (10) days prior to the meeting date or by reading at the previous regular meeting. An amendment not previously submitted to the membership may be adopted by a unanimous vote of the members present and voting, a quorum being present.
2. Standing Rules may be adopted without previous notice by a majority vote of the members present and voting. They may be amended or rescinded by a two-thirds vote of the members present and voting without previous notice, and by a majority vote if notice was given at a previous regular meeting.
3. Automatic grammatical, punctuation and correlation corrections in these Bylaws and Standing Rules or amendments thereto which in no way alter the intent of the respective Bylaw or Standing Rule or amendment shall be effected by the Bylaws and Standing Rules Committee, subject to the approval of the Board of Directors.
4. Editing changes in the Bylaws and Standing Rules necessitated by amendments to the International Bylaws and Standing Rules and Division Bylaws and Standing Rules shall be effected by the Bylaws and Standing Rules Committee, subject to:
  - a. Approval of the Board of Directors
  - b. Approval of the Division Bylaws and Standing Rules Committee
  - c. Notification to the membership

SECTION XI – ENACTMENT

These Bylaws and Standing Rules and/or amendment(s) thereto shall become effective upon adoption, upon adjournment of the meeting at which adopted, unless otherwise specified, subject to review and approval by the Division Bylaws and Standing Rules Committee.

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| Bylaws and Standing Rules Adopted:                                   | <u>June 18, 1980</u>     |
| Original Approved by Division Bylaws and Standing Rules Committee:   | <u>February 16, 1981</u> |
| Bylaws and Standing Rules Amended:                                   | <u>January 11, 1993</u>  |
| Bylaws and Standing Rules Amended:                                   | <u>July 21, 1998</u>     |
| Amendments Approved by Division Bylaws and Standing Rules Committee: | <u>January 25, 1999</u>  |
| Bylaws and Standing Rules Amended:                                   | <u>June 18, 2002</u>     |
| Bylaws and Standing Rules Amended:                                   | <u>November 17, 2009</u> |
| Bylaws and Standing Rules Amended:                                   | <u>March 1, 2011</u>     |
| Amendments Reviewed by Division Bylaws and Standing Rules Committee: | <u>May 10, 2011</u>      |

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NORTH DALLAS CHAPTER

CHAPTER STANDING RULES

1. The expense of the Delegate to the International Education Forum & Annual Meeting, and Division Annual Meeting shall be reimbursed to the extent of registration, transportation by the most practical and economical means, and such other actual, reasonable and necessary expenses, only if funds are available. Said amount to be determined by the Board of Directors at the Board Meeting immediately preceding the respective meeting.
2. The expense of the Alternate to the International Education Forum & Annual Meeting, and Division Annual Meeting shall be reimbursed to the extent of registration and transportation.
3. Any delegate or alternate who is to receive any reimbursement for expenses to any International Education Forum & Annual Meeting or Division Annual Meeting shall present an itemized account of expenses to the Board of Directors within thirty days after returning.
4. Regular dinner meetings shall be held at a designated location in the North Dallas metropolitan area beginning at 6:00 PM unless otherwise designated by the membership.
5. Fees for members and non-members attending monthly meetings will be determined on an annual basis by the chapter board of directors, based on contract negotiations with the venue.
6. Regular meetings of the Board of Directors shall be held on the first Tuesday of each month, unless changed due to inclement weather or a holiday, at a designated time and location.
7. The Chapter may award a scholarship, not to exceed \$50, to an outstanding student for the purpose of undertaking or continuing administrative professional training.
8. At the time of installation, each officer shall be presented with a pin emblematic of the office. The outgoing officer may keep their pin.
9. The retiring President shall be presented with a Past President's Pin a plaque and a name badge as a token of appreciation from the Chapter.
10. The North East Texas Area Council (NETAC) Committee will consist of the President and/or Vice President, or any interested Chapter member, representing the North Dallas Chapter.

Bylaws and Standing Rules Adopted:

June 18, 1980

Original Approved by Division Bylaws and Standing Rules Committee:

February 16, 1981

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