

International Association of
Administrative Professionals®

NORTH SUBURBAN CHAPTER BYLAWS

ARTICLE I - NAME AND LOCATION

The name of this chapter shall be the North Suburban Chapter of the International Association of Administrative Professionals. It shall be located in the northern suburbs of Minneapolis, Minnesota.

ARTICLE II - DUES AND FEES

- I. Chapter dues payable annually upon receipt of billing:
 - A. Professional member\$25
 - B. Professional merited member\$12
 - C. Student.....\$5
 - D. Associate member...amount set by international board of directors

ARTICLE III - OFFICERS, QUALIFICATIONS, NOMINATION AND ELECTION PROCEDURE, TERM AND DUTIES

- I. **Officers.** The officers of this chapter shall be a president, president-elect, secretary, and treasurer.
- II. **Qualifications.**
 - A. A candidate for any office shall be a member in good standing of the North Suburban Chapter of the International Association of Administrative Professionals.

- B. A candidate for any office shall be employed in accordance with International Association of Administrative Professionals' definition of an administrative professional. Changes in position status during the term of office shall not affect the member's status as an officer.
- C. A candidate for any office shall have been a professional or professional merited member for at least 1 year prior to the time of nomination.
- D. No member shall hold more than one office at a time. No member shall hold a division or International office while serving as a chapter officer, except to allow for normal overlap in difference of installation time.

III. Nomination and Election Procedure.

- A. The Nominating Committee shall contact all North Suburban Chapter members in good standing to canvas membership to obtain candidates for the slate of officers and director(s) to be presented in April.
- B. In April, the Nominating Committee shall submit to the membership a slate of candidates for the offices of president, president-elect, secretary, treasurer and director(s) giving the qualifications of each candidate. All candidates shall have given their consent to serve prior to the presentation of the slate of candidates.
- C. Nominations may also be made from the floor prior to the election during the May meeting and such nominees shall be entered on the slate, provided their qualifications are given at the time of nomination and provided they have consented to the nomination.
- D. Any member who is unable to attend the May meeting may cast an absentee ballot by sending an email, fax or U.S. mail to the chair of the Nominating Committee one week prior to said May meeting.
- E. A majority vote of the members present at the May meeting, or represented by absentee ballot, shall be required for election. Election shall be by ballot, except when there is only one candidate for an office, the ballot may be dispensed with and the secretary may be instructed to cast a unanimous ballot.
- F. In the event that no candidate receives 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 of those involved in the tie shall be decided by lot, with the chair of the Nominating Committee drawing a name.

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

IV. Term.

- A. Following their election, officers shall assume office at the beginning of the Fiscal Year (July 1) and shall serve for a term of one year or until their successors are elected and take office.
- B. Except as provided in Article III of these bylaws, the term for president-elect shall be one year, and at the end of that year, the president-elect will automatically assume the office of president. The term for president shall be one year. Any officer serving six months or more in an office shall be deemed to have served one term.

V. Duties.

- A. The president shall:
 - 1. Preside at all meetings of the chapter and board of directors.
 - 2. Appoint all committee chairs, except the Nominating Committee.
 - 3. Subject to the approval of the board of directors, appoint all special committees unless otherwise specified.
 - 4. Serve as member ex-officio on all committees, except the Auditing and Nominating Committees.
 - 5. Appoint a parliamentary advisor as deemed necessary.
 - 6. Attend division board meetings as a representative of the chapter within the provisions of the division bylaws; if unable to attend, the president-elect shall attend.
 - 7. Keep the division president informed on all matters concerning the chapter.
 - 8. Declare any committee chair vacant in the event of non-performance of duties and shall appoint a replacement.
 - 9. Represent the chapter on the Metro Lakes Council.
 - 10. Call meetings of the board of directors whenever such meetings are necessary.
- B. The president-elect shall:
 - 1. Assist the president in all ways.
 - 2. Assume the duties and powers of the presidency in the absence of the president.
 - 3. Serve as a member of the Bylaws and Standing Rules Committee.
 - 4. Represent the chapter on the Metro Lakes Council.
 - 5. Submit the Avery-Dennison Achievement Award application by the February 1 deadline and/or submit a nomination in the Award for Excellence program by the December 30 deadline

6. Assist the chapter president with the Chapter of Excellence program and keep abreast of the qualifications for the chapter to achieve the Chapter of Excellence.
7. In the event of a vacancy in the office of president, succeed to the office for the unexpired term.
8. Perform such duties as may be assigned by the board of directors.

C. The secretary shall:

1. Keep accurate minutes of all chapter and board of directors meetings.
2. Retain a copy of the Chapter Charter.
3. Have available at all meetings up-to-date copies of the Bylaws and International Procedures, and Division and Chapter Bylaws, Standing Rules and Procedures, and minutes of meetings for the current fiscal year.
4. Be responsible for the correspondence of the chapter and keep appropriate files.
5. Perform such duties as may be assigned by the board of directors.

D. The treasurer shall:

1. Be responsible for all chapter funds and deposit all funds in the name of the North Suburban Chapter, IAAP in a financial institution approved by the board of directors.
2. Promptly pay all signed and approved bills by check.
3. Keep an itemized account of all receipts and disbursements.
4. Present a monthly written financial report to the board of directors and chapter membership.
5. Notify Headquarters and the division treasurer immediately of any suspensions, resignations, or deaths of members. Provide chapter membership list as deemed necessary.
6. Prepare a detailed financial report for presentation at the May meeting and a complete financial report for the period of the term of office, which report shall be ready for audit within fifteen days following the close of the treasurer's term of office.
7. Prepare an annual budget and submit it to the board of directors for approval at their July meeting. After review by the board of directors, shall present the proposed annual budget to the membership at the September meeting for final approval.
8. Perform such duties as may be assigned by the board of directors.
9. Be bonded with premiums paid from chapter funds.
10. Ensure the mailing of monthly "no-show" letters requesting payment.
11. Assist Reservations and Greeting Committee at monthly chapter meetings with collecting payments from members.

VI. **Vacancy.**

- A. In the event of a vacancy in the office of president, the president-elect shall succeed to the office for the unexpired term and shall continue in the office of president for the following year.
- B. In the event of a vacancy in the office of president-elect due to succession to the presidency, the office 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 Nominating Committee shall seek nominations from the membership of the chapter, one or more members, to fill the vacancy for the unexpired term. Additional nominations may be made from the floor provided they have consented to the nomination. A special election shall be held at the next regular meeting.
- C. In the event of vacancies in the office of both president and president-elect, a special election shall be held. The Nominating Committee shall seek nominations from the membership of the chapter, one or more members, to fill the vacancies for the unexpired terms. Additional nominations may be made from the floor provided they have consented to the nomination. An election shall be held at the next regular meeting.
- D. In the event of a vacancy in the office of treasurer, an audit shall be made of the chapter financial records by a qualified person or persons appointed by the board of directors. Such audit shall be completed within fifteen days after receipt of the records, a written report covering the audit submitted to the board of directors and the records transferred as directed by the board of directors.
- E. In the event of a vacancy in any other office, the Nominating Committee shall nominate, from the membership of the chapter, a member to fill the vacancy for the unexpired term. Additional nominations may be made from the floor. An election shall be held at the next regular meeting.
- F. Any officer unable to perform the duties of the office for any reason whatsoever for a period of sixty days shall submit a resignation in writing to the board of directors. If the board of directors determines that any officer has failed to perform the duties of the respective office for a period of sixty days, and after an official vote at that time, 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 thirty 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 this section.

ARTICLE IV - DIRECTORS, QUALIFICATIONS, NOMINATIONS, AND ELECTION PROCEDURE, TERM AND DUTIES

- I. **Directors.** The general membership shall be represented by two elected directors.
- II. **Qualifications.** To be eligible for election as a director, the candidate must be a member in good standing of the North Suburban Chapter of the International Association of Administrative Professionals and must have consented to serve if elected.
- III. **Nomination and Election.**
 - A. No member shall be nominated unless such member has consented to serve, if elected.
 - B. In April, the Nominating Committee shall submit to the membership a slate of candidates for the directorships, giving the qualifications for each candidate.
 - C. Nominations may also be made from the floor prior to the election during the May meeting. Such nominees shall be entered on the slate, provided their qualifications are given at the time of nomination and provided they have consented to the nomination.
 - D. Any member who is unable to attend the May meeting may cast an absentee ballot by delivering it to the Nominating Committee one week prior to said meeting.
 - E. Of the votes cast by members present at the May meeting or represented by absentee ballot, the candidates receiving the highest number shall be elected. In the event that it cannot be determined which candidates have received the highest number of votes because of ties, those having sufficient votes shall be declared elected and balloting shall continue for those candidates involved in the tie votes. Should the results of the second ballot still end in tie votes, the election of those involved in the ties shall be decided by lot, with the chair of the Nominating Committee drawing a name.
- IV. **Term.** Following their election, directors shall assume office at the beginning of the Fiscal Year (July 1) and shall serve for a term of one year.
- V. **Duties.** Directors shall automatically be co-chairs of the Membership Committee with responsibility for membership recruitment and retention and the coordination of the Open House. The Program Committee will assist the Membership Committee with the Open House.

VI. Vacancy.

- A. In the event of a vacancy of a directorship, the president, with the concurrence of the board of directors, shall appoint a qualified individual from membership to fill that directorship until the next annual meeting. Should the vacancy occur after April 1, the directorship shall remain vacant until the regular election.
- B. Any director unable to perform the duties of the directorship for any reason whatsoever for a period of sixty days shall submit a resignation in writing to the board of directors. If the board of directors determines that any director has failed to perform the duties of the respective office for a period of sixty days, and after an official vote at that time, the board of directors shall request the resignation of such director. If such resignation is not received by the board of directors within thirty days after such resignation has been requested, the board of directors is empowered to and shall thereupon declare such directorship vacant and such directorship shall be filled in accordance with the provisions of this Article.

ARTICLE V - BOARD OF DIRECTORS

I. Composition.

The board of directors shall be composed of the officers and elected directors of this chapter. The immediate past president shall serve in an advisory capacity with no vote.

II. Duties.

- A. The board of directors shall carry out the policies and objectives of the International Association of Administrative Professionals and supervise the affairs of this chapter between its business meetings in accordance with the provisions of these bylaws.
- B. The board of directors shall approve a budget prior to the September regular meeting.

III. Meetings.

- A. Meetings of the board of directors shall be held as necessary at a time and place designated by the president. These shall be open meetings and any chapter member may attend.
- B. Special meetings may be called by the president or by a majority of the board of directors.

- C. Special business emails or conference calls may be initiated by the president to the board and/or membership to conduct time sensitive chapter business for resolution and/or vote.
- IV. **Quorum.** A majority of the board of directors shall constitute a quorum. A vote of the majority of those present and voting, a quorum being present, shall constitute effective action.

ARTICLE VI - COMMITTEES

- I. Standing committees shall be composed of at least one member.
- II. All committee chairs shall seek volunteers as committee members for a period of one year. The immediate past chair shall remain on the committee for one additional year in an advisory capacity. A committee manual is available as a guideline for committee activities.
- III. All committees shall be directly responsible to the board of directors.
- IV. All committees shall review plans with the board of directors prior to execution.
- V. The Standing Committees and their duties are as follows:
 - A. Administrative Professionals Week Event Committee. Shall plan and direct the chapter's activities in connection with this program.
 - B. Financial Review Committee. Shall have a financial review or audit of the chapter's financial records at the close of the fiscal year (June 30) and shall submit its report to the board of directors at the August board meeting.
 - C. Bylaws and Standing Rules Committee.
 - 1. Shall maintain conformity in chapter Bylaws and Standing Rules and Procedures with the International Bylaws and Standing Rules and the Minnesota - North Dakota – South Dakota Division Bylaws and Standing Rules.
 - 2. May propose amendments and resolutions.

3. Shall edit/correlate all proposed amendments to the Bylaws and Standing Rules and Procedures 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. Shall submit chapter Bylaws and Standing Rules and Procedures and/or amendments thereto to the division Bylaws and Standing Rules Committee for review, and approval as amended or at least every four years.
 5. 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.
- D. Education & Certification Committee. Shall stimulate and encourage interest and participation in the Certification Program and actively encourage recognition and promotion of the program.
- E. Membership Committee. Shall direct activities of the chapter concerned with the promotion, recruitment and retention of membership and the coordination of the Open House. The directors of the chapter shall serve as co-chairs.
- F. Newsletter Committee. Shall prepare and distribute the official publication of this chapter.
- G. Nominating Committee.
1. The chair of the committee shall be the immediate past president. Should the Immediate past president be unavailable, the chapter board shall appoint a chair.
 2. Shall carry out the duties as prescribed in Article III, Section III.
- H. Program Committee.
1. Shall plan the programs for the chapter's regular monthly meetings and provide speakers as requested.
 2. Shall forward advance program information to the Newsletter and Website Committees.
 3. Shall publicize activities of the chapter in the local media.
 4. Shall assist the Directors with the coordination of the Open House.

- I. Reservations and Greeting Committee.
 - 1. Shall accept reservations and cancellations for regular meetings and shall prepare a regular monthly meeting reservation list for submission to the chapter board.
 - 2. Shall be responsible for the members and guests' identification badges and act as a greeting committee at all chapter meetings.
 - 3. Shall serve as an email and/or calling committee to notify the membership as needed.
 - J. Fundraising Committee. Shall be responsible for developing and implementing fundraising projects.
 - K. Website Committee. Provides global and interactive communications to chapter members and prospective members via the chapter website (www.iaap-nsc.org).
- VI. **Special Committees.** Subject to the approval of the board of directors, special committees may be appointed by the president where deemed necessary.
- VII. **Responsibility.** 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.

ARTICLE VII - MEETINGS.

- I. **Regular Chapter Meetings.** Regular meetings of this chapter shall be held monthly, September through June. Meeting dates for the year will be published in September. The date of a regular meeting may be changed by the board of directors.
- II. **Annual Meeting.** The May meeting shall be the annual meeting.
- III. **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 ten days prior to the date of the special meeting.
- IV. **Quorum.** The quorum shall consist of twenty-five percent of the total chapter membership for any regular or special meeting.

- V. **Parliamentary Advisor.** A Parliamentary Advisor may be appointed by the president to ensure that chapter and board meetings are conducted according to Robert's Rules of Order, Newly Revised, in all matters not otherwise covered by these Bylaws and Standing Rules and Procedures.

ARTICLE VIII - DISSOLUTION.

In the event of dissolution, abandonment, or termination of the chapter, no income, contribution, or other revenues or funds shall inure to the benefit of any individual or to any group not affiliated with International Association of Administrative Professionals, and any and all assets then possessed by the chapter, after current indebtedness has been paid, shall be delivered to the Minnesota-North Dakota-South Dakota Division.

ARTICLE IX - AMENDMENTS.

I. Bylaws.

- A. These bylaws may be amended at any regular meeting of the chapter by an affirmative vote of two-thirds of the members present and voting, a quorum being present, provided the proposed amendment has been presented to the board of directors and the chapter membership at least ten days prior to the meeting date.
- B. These bylaws may be amended by unanimous vote, if not distributed previously as required in A of this section.

- II. **Standing Rules and Procedures.** Standing Rules and Procedures may be adopted without previous notice by a majority vote of the members present and voting, a quorum being present. They may be amended or rescinded by a two-thirds vote of the members present and voting, a quorum being present, without previous notice and by a majority vote if notice was given at a previous meeting.

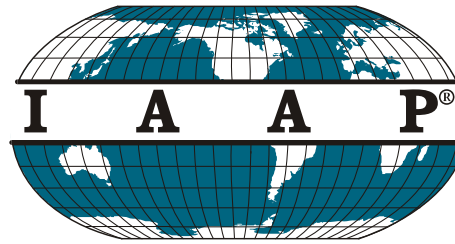
- III. **Corrections.** Automatic grammatical, punctuation, and correlation corrections in these Bylaws, Standing Rules and Procedures, and amendments thereto, which in no way alter the intent of the respective bylaw, standing rule and procedure or amendment shall be effected by the Bylaws and Standing Rules Committee, subject to the approval of the board of directors.

- IV. **Changes.** Editing changes in these Bylaws, Standing Rules and Procedures necessitated by amendments to the Bylaws and International Procedures and/or division Bylaws or Standing Rules and Procedures 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.

V. **Enactment.** These Bylaws, Standing Rules and Procedures, and/or amendments thereto, shall become effective upon adoption, unless otherwise specified, subject to the review and approval by the division Bylaws and Standing Rules Committee.

Bylaws Adopted: June 15, 1992
Bylaws Amended: May 19, 2011
Bylaws Approved: May 27, 2011 (Division Bylaws and Standing Rules Committee)
Bylaws Amended September 2011
Next Four Year Revision: May 2014



**International Association of
Administrative Professionals®**

STANDING RULES AND PROCEDURES

1. Committee Chair.

- A. No committee chair is to open a checking account. All bills are to be paid by the treasurer upon written request of the committee chairs and approval by the board of directors.
- B. No committee chair may make a commitment for an expenditure in excess of the budget for that committee without prior approval of the board of directors. Without a specified budget, committee chair may not make a commitment for expenditures without prior approval of the board of directors.
- C. No committee chair may authorize any printed material unless content has been approved by the board of directors.
- D. Committee chairs are to contact all members who volunteered for the committee to confirm participation.
- E. When a committee chair is unable to attend the board of directors meeting, a representative from that committee will attend on behalf of the committee chair. If no committee member is able to attend, the committee chair may email to the president a report to update the board of directors on their committee's activities.

2. Representation.

- A. The delegate to the International Education Forum and Annual Meeting shall be the chapter president; the alternate shall be the president-elect. If the delegate cannot attend, the alternate shall be the delegate and a new alternate shall be selected by the board of directors. If both the delegate and alternate cannot attend, the delegate and alternate shall be selected by the board of directors.

- B. The delegate to the Division Fall Conference and Annual Division Meeting shall be the chapter president; the alternate shall be the president-elect. If both the delegate and alternate cannot attend, the delegate and alternate shall be selected by the board of directors.
- C. Each delegate shall report the highlights of the meeting at which they were a delegate at the next chapter meeting, and make a written report available to the membership.
- D. The delegate's and/or the alternate's attendance at the International Education Forum and Annual Meeting, the Annual Division Meeting and the Division Fall Conference shall be approved by the board of directors.

3. **Expenses.**

- A. Expenses of the delegate to the International Education Forum and Annual Meeting, Division Annual Meeting and Division Fall Conference shall be reimbursed to the extent of registration, hotel accommodations, most practical and economical transportation, and daily expenses. The specified expenses will be reimbursed if funds are available and if approved by the board of directors.
- B. Expenses of the alternate to the International Education Forum and Annual Meeting, Division Annual Meeting and Division Fall Conference shall be reimbursed to the extent of one-half of the registration, hotel accommodations, most practical and economical transportation, and daily expenses. The specified expenses will be reimbursed if funds are available and if approved by the board of directors.
- C. If an alternate assumes full responsibility in the delegate's stead, the expenses as allowed to the delegate shall be paid for the alternate only if funds are available, and if approved by the board of directors.
- D. The president shall be reimbursed for expenses incurred during the term of office as determined by the board of directors at its budget meetings, such expenses to be other than those incurred as a regular member and shall be in addition to any expenses incurred as a delegate or alternate as authorized in these Standing Rules and Procedures.
- E. Any chapter officer designated by the president to represent the president shall have expenses paid for from the president's expense budget.

4. **Bonding of the Treasurer.** The office of treasurer shall be bonded in an amount, and by a company to be designated by the board of directors, premium to be paid from chapter funds.

5. **Joint Board Meeting.** The June board of directors meeting shall be a joint board meeting of incoming and outgoing officers, directors, and committee chairs. The outgoing officers, directors and committee chairs shall submit their year-end written reports to the president.

6. **Annual Meeting Reports.** At the May meeting of the chapter:
 - A. Officers, directors, and committee chairs shall submit a year-end report to the president prior to the April board of directors meeting in preparation for the May meeting.
 - B. The president shall give a State of the Chapter report to the membership.
 - C. The treasurer shall present the financial status of the chapter to the membership.
7. **Recognition Pins.**
 - A. The Membership Committee will purchase 25-year pins on behalf of the chapter for presentation at the annual meeting to members who have completed twenty-five years of membership.
 - B. The treasurer will purchase a past president's pin for the immediate past president on behalf of the chapter for presentation at the annual meeting.
8. **Member-Care Program.** The Member-Care Program shall be used for remembrances to members who are hospitalized or have a long-term illness, and also to make an expression of sympathy in the event of a death of a member or a death in a member's immediate family. This will be the responsibility of the Membership Committee.
9. **Membership Lists.** North Suburban Chapter membership list, roster, directory, and name/address records are confidential and are not to be released to any individual or organization outside IAAP without the prior approval of the board of directors. Members who prefer that their name and address not be released shall notify the board of directors in writing.
10. **Correspondence.** Correspondence originated by a chapter officer, a committee chair, and/or a member:
 - A. To a division officer, a division committee chair and/or a member shall also send copies to the division president and chapter president.
 - B. To IAAP Headquarters, any international officer, International committee chair and/or member shall also send copies to the international director, northwest district director, division president, and chapter presidents.
11. **Records Transfer.**
 - A. All records pertaining to any office are property of the chapter and must be transferred as directed by the board of directors within thirty days by the person vacating the office for any reason whatsoever.

B. All committee chairs shall transfer their files to their successors within twenty-one days after the conclusion of their appointment or as directed by the board of directors.

12. **Installation.** Officers and directors shall be installed at the May meeting.

Standing Rules and Procedures Adopted:	June 15, 1992
Standing Rules and Procedures Amended:	May 19, 2011
Standing Rules and Procedures Approved:	May 27, 2011 (Division Bylaws and Standing Rules Committee)
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