

BYLAWS OF  
NIGP, CANADA WEST CHAPTER

**1.0 Bylaws**

These Bylaws will serve as a guide to all NIGP, Canada West Chapter members.

**2.0 Election of Officers**

- 2.1 Elections are held every two years.
- 2.2 In the event that there is a vacancy prior to the two years and it has not been filled by appointment, formal elections shall take place at the next Chapter General Meeting.
- 2.3 Should a position become available prior to the two-year term, the Executive has the authority to decide to appoint a person that is willing to assume the position *or* if multiple people put their name forward, it would go to a vote at the next Chapter General Meeting or via electronic voting.
- 2.4 Elections typically will take place at the final Chapter General Meeting of the year.
- 2.5 During an election there shall be call for nominations. A member may nominate others or themselves for a position. If nominated, the candidates shall be asked if they will accept the nomination for the named position. Upon acceptance, a vote will take place for more than one candidate nominated for the same position. The person wishing to fill the position will have an opportunity to speak as to why they wish to fill the position and how their skills would benefit the Chapter. This shall be no more than 5 minutes per candidate.
- 2.6 At the discretion of the Programs, Nominations and Awards Chairperson, the vote may be a show of hands or a silent ballot that is counted by 2 members of the Executive that are not part of the ballot.
- 2.7 Each paid member is allowed one vote. The nominated person for the position being voted on shall not vote.
- 2.8 A proxy vote is valid if given to the Programs, Nominations and Awards Chairperson prior to the votes being cast either by paper or electronically.
- 2.9 A 'majority' of votes will be required for a candidate to win an election.
- 2.10 At the end of the vote, all ballots are to be destroyed.

**3.0 Term of Office**

- 3.1 Each position is held for two years. A position may be reelected for more than one term however it's encouraged to allow for as much membership involvement as possible.
- 3.2 The position of President is recommended to not extend beyond two (2) terms, which equals four (4) years.
- 3.3 The new term of office will commence January 1<sup>st</sup> of the year following the election.
- 3.4 If appointed in the middle of a term, the position shall commence immediately.

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**4.0 Dues**

4.1 The Executive shall set the membership dues through a majority vote.

**5.0 Funds**

5.1 A bank account for the Chapter shall be maintained with a minimum of three signatures and maximum of four signatures registered. Signatories to include the President, Recording Secretary and Treasurer. If a fourth signature is deemed necessary, the Executive will appoint which current Board of Directors incumbent will be given that authority.

5.2 The Executive or any member shall not borrow funds from any bank or lending institution on behalf of the Chapter.

**6.0 Auditing**

6.1 An internal audit shall be conducted of the Treasurer's books and accounting documents on a yearly basis.

6.2 The audit shall be conducted by two members in good standing, and with the skill to do so.

6.3 The Treasurer may not be part of the auditing team however may provide clarification when requested.

**7.0 Meetings**

7.1 It is recommended that Executive Board Meetings be held once per month (excluding July and August). This meeting shall be called and arranged by the Recording Secretary.

7.2 General Meetings of the membership shall be held four times per year. The purpose of these meetings is for networking and education. The final meeting of the year shall include elections for those positions unfilled or if the incumbent's term is over.

7.3 General Meetings of the membership are called and arranged by the Programs, Nominations and Awards Chairperson. This position has the responsibility to ensure a communication is released to all the paid members, at least two weeks prior to the meeting.

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**8.0 Executive Board**

**8.1** The Executive shall be made up the Board of Directors and Committee Chairpersons as follows:

**8.1.1** Board of Directors

**8.1.1.1** President

**8.1.1.2** Vice President

**8.1.1.3** Recording Secretary

**8.1.1.4** Treasurer

**8.1.1.5** Past President

**8.1.2** Committee Chairpersons

**8.1.2.1** Professional Development

**8.1.2.2** Membership

**8.1.2.3** Programs, Nominations and Awards

**8.1.2.4** Communications

**8.1.3** All members of the Executive shall each have one vote.

**8.1.4** If a member holds two positions, this member shall only have one vote.

**8.1.5** If a member holds two positions, one on the Board of Directors and one as a Committee Chairperson, the Board position shall have one vote; the Committee Chairperson shall have no vote.

**8.1.6** It is strongly recommended that one person not hold two positions on the Board of Directors.

**8.1.7** It is strongly encouraged that a member only holds one position on the Executive.

**9.0 Committees**

**9.1** Committees shall consist of a sufficient number of members.

**9.2** Committee members may volunteer or are selected by the Chairperson of each committee.

**9.3** The Executive may appoint Ad-Hoc committees as required and for a designated period of time. Each Ad-Hoc committee shall consist of a sufficient and reasonable number of members led by a Chairperson appointed by the Executive.

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**9.3.1** Ad-Hoc committees shall provide a monthly update submitted to the Secretary to be read at the Board meetings.

**9.3.2** The creation and dissolution of Ad-Hoc committees shall be formally recorded in the Secretaries' Minutes.

**10.0 Procedures**

**10.1 Quorum**

**10.1.1** Quorum at an Executive Board Meeting shall consist of a majority of the Executive.

**10.1.2** Quorum at a General Meeting of the membership shall consist of a minimum of ten percent of the paid membership.

**10.1.3** Retired members shall not make up quorum.

**10.2 Voting:** A majority vote is a minimum of fifty percent plus one unless otherwise stated within the Bylaw.

**10.3** The meetings shall employ Roberts Rules of Order.

**10.3.1** A guideline of Roberts Rule of Order shall be given to each member of the Executive upon appointment.

**11.0 Remuneration**

**11.1** Members of the Executive shall receive no remuneration for acting as members of the Executive.

**11.2** Individuals who are not members may receive an Honorarium for services provided, if successfully voted on by the Executive.

**11.3** The Executive has the authority to hire individuals or companies to provide professional services as deemed necessary.

**12.0 Indemnification of Officers**

**12.1** All members of the Executive, their heirs, executors and administrators, and estate and effects, respectively, shall at all times, be indemnified out of the funds of the Chapter, from:

**12.1.1** All costs whatsoever that person incurs in any proceedings that is brought against the person for anything whatsoever, made, done or permitted by the person in the execution of the duties of the office; and

**12.1.2** All other costs that the person incurs in or in relation to the affairs of the Chapter, except the costs occasioned by the person's own willful neglect.

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**13.0 Amendments**

- 13.1** The Bylaws or a portion thereof, may be amended, repealed, reenacted at any General Meeting of the membership by a  $\frac{3}{4}$  majority vote of the members present, providing the meeting has quorum as detailed in 10.2. Voting may also take place electronically.
- 13.2** The President or appointee shall ensure the newly amended Bylaws are formally filed, with any registered body the previous Bylaws were registered with, if required.

**14.0 Mission, Vision and Values**

- 14.1** The Executive, and any other members they choose to involve, should develop an NIGP - Canada West Chapter Mission, Vision and Values Statement.
- 14.2** Once developed this should become part of the Bylaws.
- 14.3** In the absence of an NIGP - Canada West Chapter created Mission, Vision and Values, and as a Charter created by the NIGP, Centre for Public Procurement, the NIGP Nationals' Mission, Vision and Value is to be adopted until such time as the Chapter creates their own. The NIGP National Mission, Vision and Values may be found on [www.nigp.org](http://www.nigp.org).
- 14.4** Mission, Vision and Values must be supported through a vote of the Executive.
- 14.5** Mission, Vision and Values should be reviewed by the current Executive a minimum of every four (4) years to ensure they still reflect true Mission, Vision and Values of the Chapter and in support of NIGP.

**15.0 Strategic Plan, Goals and Objectives**

- 15.1** Goals and Objectives should be created and used to meet the Mission Statement and move towards the Vision of the NIGP - Canada West Chapter.
- Goals are issue oriented statements that reflect the priorities and identify what the organization is intending to accomplish.
- Objectives are highly defined targets that break down the goal into manageable and assignable parts. Each objective requires specific action and usually has shorter timelines than the Goal itself.
- 15.2** Each Goal would be assigned to a person or committee with a timeline to accomplishment it.
- 15.3** Goals and objectives do not become part of the Bylaws due to them being a living document with a beginning and end date. Creation and progress of Goals and objectives are to be part of the minutes of the Executive Board Meetings and held by the Recording Secretary.
- 15.4** Informal goals will be those identified in the Executive Board Meeting minutes.