

**BYLAWS** (Revised 12/11/2014)

**ARTICLE I – NAME**

This Chapter shall be known as the Tampa Bay Area Chapter of the National Institute of Governmental Purchasing, Inc.

**ARTICLE II - PURPOSE**

All persons who desire to become members of this organization shall subscribe to the objectives of the Chapter as outlined in Article II of the Constitution.

**ARTICLE III - MEMBERSHIP**

**1. Membership:** Membership in the Chapter shall be open to employees of the following entities whose time is spent primarily in procurement and materials management: federal, state, county, municipal, township, public school systems, colleges and universities, and other political subdivisions within the following counties: Hillsborough, Pinellas, Polk, Pasco, Hernando, Manatee. Membership categories are Active, Honorary, Retired and Student.

**1.1 Active:** Membership is conferred upon individuals who meet the requirements defined in Article III, Membership, Section 1 and is based on payment of an individual's dues to the local Chapter. Payment may be made by the individual or by the entity, to which the individual belongs, and carries with it the right to vote.

**1.2 Honorary:** Honorary membership may be conferred by unanimous vote of the members present upon individuals who have made distinguished contributions to the procurement profession or this Chapter. Honorary members shall not be entitled to vote or hold office and shall be exempt from payment of fees and dues.

**1.3 Retired:** Membership may be conferred upon members of this Chapter upon their retirement from the pursuit of their livelihood through active employment and whose position at the time of their retirement was primarily in procurement and materials management at a qualifying governmental agency. Retired members shall be entitled to vote and shall be required to pay membership dues at a rate determined by the Board. Retired members cannot hold office beyond 12 months after their official retirement date.

**1.4 Student:** Membership may be conferred upon individuals, who are pursuing an undergraduate or graduate curriculum in public or business administration, political science, public purchasing or materials management, and upon written request for such membership to the Membership Chair and approved by the Board. Student members shall not be entitled to vote or hold office and shall be exempt from payment of dues. Student shall be defined as an individual who is enrolled as a full-time student at an accredited university or college.

**2. Admission:** An applicant becomes an active, honorary, retired or student member upon acceptance of their application, payment of dues as applicable, and/or confirmation by the Membership Committee that he or she meets all eligibility requirements outlined in Article III, Section 1.

**3. Ownership of Membership:** Should the active member leave his or her current entity, transferability of that membership shall be determined by whether the individual or the entity paid the membership for that year. Membership is on an individual basis only; an Entity cannot obtain membership in the Chapter.

**4. Revocation:** The Board may revoke the membership of any person for nonpayment of dues, or for other just cause, including, but not limited to, violations of the NIGP Code of Ethics. A person considered for membership revocation, except for nonpayment of dues, shall be provided written notice of the proposed action by the Board and be given opportunity to show cause as to why the membership should not be revoked.

**5. Pro-rata Dues:** Dues for individuals who become members at any time during the year shall pay the full amount of the annual membership dues for that year.

## ARTICLE IV – EXECUTIVE OFFICERS AND BOARD

1. The Officers of the Chapter are: President - Vice President - Treasurer – Secretary – Immediate Past President

**1.1 President:** The President shall serve as a member of the Board and provide leadership to the Board and Chapter as defined in the Board Operations Manual.

**1.2 Vice President:** The Vice President shall serve as a member of the Board and assist the President in leadership of the Board and Chapter as defined in the Board Operations Manual.

**1.3 Treasurer:** The Treasurer shall serve as a member of the Board and has the fiduciary responsibility of accounting for the Chapter's finances as defined in the Board Operations Manual. The Board, at its discretion, may procure outside professional services to assist in the accounting of Chapter funds.

**1.4 Secretary:** The Secretary shall serve as a member of the Board and shall maintain the Chapters records and distribution of Chapter correspondences as defined in the Board Operations Manual. .

**1.5 Immediate Past President:** The Immediate Past President shall serve as a member of the Board; and shall serve in a functional oversight and advisory role as defined in the Board Operations Manual.

**1.6 Board:** The Chapter shall be governed by a Board presided by the President, consisting of the Immediate Past President, Vice President, Treasurer, Secretary, and Directors (Standing Committee Chairs of Professional Development; Membership; Website/Publication; and Programs). The Executive Board shall be responsible for developing the overall strategies, goals and activities of the Chapter as defined in the Board Operations Manual, for making recommendations for policy issues, determining standards and eligibility for membership, reviewing and approving all expenditures of the Chapter, approving training and revenue offerings, and approving any other items considered by three or more members of the Board as requiring Board approval. All actions of the Board require a majority vote in which more than half of all Board members must cast a vote and more than half of those voting must agree in order to make a decision on that measure.

**2. Authority of the Board:** The Board may hold meetings at such times and places as it deems proper; approve memberships; appoint committees on particular subjects from the members of the Chapter or from members of the Board; audit bills and disburse the funds of the Chapter; print and circulate documents and publish articles; carry on correspondence and communicate with other organizations and public entities interested in the economies of group negotiations for purchase of common items of personal property; employ agents; and devise and carry into execution such other measures as it deems proper and expedient to promote the mission, strategies and objectives of the Chapter and to best protect the interest and welfare of the members.

**3. Fiscal Year:** The fiscal year of the Chapter shall be January 1 through December 31.

## ARTICLE V - ELECTION OF OFFICERS AND DIRECTORS

**1.1 Election of Officers:** The Executive Officers and Directors/Standing Committee Chairs shall be elected annually during the third quarter of the year from a slate of candidates presented by the nominating committee and any other eligible members nominated by the membership during a final call for nominations period prior to the elections. Voting will be by simple majority in which the candidate receiving the highest number of votes from those voting members who vote will be elected.

**1.2:** To be eligible for nomination as an Executive Officer, the candidate must have been a member in good standing of the Chapter for at least twelve months preceding the election. To be eligible for nomination as a Director, the candidate must have been a member in good standing with this or any other NIGP chapter for at least twelve months preceding the election.

**1.3:** No two members from any given agency may serve as Executive Officers at the same time. However, in the event that an Executive Officer accepts employment at an agency where another Executive Officer is employed at any time after they are elected, this restriction will not apply.

**1.4:** No more than three members of the same agency may serve as Board Members at the same time. However, in the event that a Board Member accepts employment at an agency where three other Board Members are employed at any time after they are elected, this restriction will not apply.

**1.5:** Offices vacated by term limit, resignation, or otherwise for 60 days or more shall be filled by progression to the next higher position on the Board by all positions below the vacated position. For example, if the Vice President position is vacated, the Treasurer moves to Vice President, and the Secretary moves to the Treasurer. Nominations will then be received by the Board for the office of Secretary and an election by a majority vote as defined in Article V, Election of Officers and Directors, Section 1.1 will be conducted. In the event this progression occurs during a term of office with less than 6 months remaining in the term, Officers will remain in their newly progressed positions for the successive term. If the progression occurs during the term of office with more than 6 months remaining in the term, Officers will move to the next progression for the successive term.

**In the event an Executive Board position is vacated within 60 days of the end of the term, all Executive Board Members will remain in their current positions until the end of the term at which time the above progressions to the next higher position to fill the vacancy will occur. In this instance the Board, at its discretion, may allow the newly elected Secretary to stay in that position and conduct an election for Treasurer, or allow the newly elected Secretary to move to the Treasurer position and conduct an election for the Secretary position.**

Directors vacated by term limit, resignation, or otherwise vacated for 90 days or more shall be filled by progression whereby the Co-chair will move to Chair. In the event the Co-chair position is vacant, the Chair position will be filled by appointment by the President.

**1.6** Installation of Executive Officers will occur during the last Chapter meeting of the fiscal year.

**1.7.** The term limit of each office for all Executive Officers shall be one year commencing on January 1. Executive Officer positions of Treasurer, Vice President, President and Immediate Past President will be filled by progression to the next higher position on the Board (e.g. Secretary moves to Treasurer, Treasurer moves to Vice president), ending with Immediate Past President. Only the Secretary position will be filled by a vote of the membership during its annual elections.

The term limit of office for Directors shall be for two years commencing on January 1. Director positions will be divided into two groups with alternating term expiration dates as follows: the two-year term for Group 1 consisting of the Chair of Professional Development and Chair of Website/Publications will expire one year and the two-year term for Group 2 consisting of the Chair of Membership and the Chair of Programs will expire the following year.

## **ARTICLE VI - REMOVAL OF OFFICERS**

The Board may, by a majority vote, remove any Executive Officer, Director, or committee chair for just cause upon written notice of any such action of the Board together with a statement of the reason thereof. Removal from office does not, of itself, prohibit the member from serving on the Board at a later time unless the removal is for ethical, legal or criminal misconduct.

## **ARTICLE VII - MEETINGS**

**1. Annual Board Meeting:** The purpose of the annual meeting will be to present the annual report and financial statement, and to transact other Chapter business.

**2. Board Meetings:** Regular scheduled meetings of the Board shall be held.

**3. Special Board Meetings:** Special meetings may be called by the President or Board at its discretion to conduct Chapter business. Members of the Chapter may call for a special meeting upon approval by vote of the membership in which those who vote in favor out-number those who vote opposed.

**4. Regular Chapter Meetings:** Notwithstanding the provisions of any of the foregoing sections, regular meetings of the members of this Chapter shall be held at any time and at any place within or without the Tampa Bay area, and any action may be taken thereat, if notice is given in writing to every member in good standing..

**5. Committee Meetings:** Committees shall meet as often as necessary to accomplish their goals and objectives.

**6. Notice of Meetings:** All meetings of the Board, Chapter and Committees may be attended by the membership. Written notice of the purpose, time, and place of any meeting of the Chapter shall be provided to all members.

**7. Voting:** Each Active or Retired Member in good standing shall be entitled to one vote. Except as otherwise provided by the Constitution or Bylaws of the Chapter, a majority of the votes cast by the membership at a meeting duly called shall be sufficient to take or authorize action upon any matter which may properly be brought before the members in attendance. **8. Authority:** Except where inconsistent with the Bylaws, Roberts Rule of Order shall govern the conduct of the meetings of the Chapter, Board and all of its committees.

## **ARTICLE VIII - STANDING COMMITTEES**

**1. Professional Development Committee:** The primary responsibilities of the Professional Development Committee are to plan, establish, and coordinate education and training programs and encourage member professional certification as defined in the Board Operations Manual.

**2. Membership Committee:** The primary responsibilities of the Membership Committee are to organize an effective recruiting program and to distribute membership materials to potential members as defined in the Board Operations Manual.

**3. Communications Committee:** The primary responsibilities of the Communications Committee are to publish the Chapter's newsletter, advertise the chapter's program activities and events; and maintain the Chapter's web site as defined in the Board Operations Manual.

**4. Program Committee:** The primary responsibilities of the Program Committee are to plan and prepare a schedule of events and programs for the Chapter meetings as defined in the Board Operations Manual.

**5. Special Committees:** The President may appoint Special Committees. The primary responsibilities of the Special Committees are to organize, plan, and coordinate all activities required for the successful execution of the assigned event as defined in the Board Operations Manual.

## **ARTICLE IX - FINANCES**

**1. Membership Dues:** The Chapter shall receive annual dues from the membership as determined by the Board at the annual meeting. New members shall pay, in full as defined in Article III, at the time of acceptance into membership.

**2. Assessment:** The Chapter may, at its option and in accordance with the Constitution and the Bylaws, assess its members for financial support of the Chapter's activities.

**3. Contributions and Gifts:** The Chapter, upon approval by the Board, may accept financial contributions and gifts in support of its mission.

**4. Fund Raising:** The Chapter may conduct fund raising functions to support its activities. No person may, in the name of the Chapter, solicit or accept gifts or contributions of any kind without the approval of the Board.

## **ARTICLE X - FUNDS**

Funds will be held in a federally insured bank account for the Chapter maintained by the Treasurer. Expenditures require approval of the Board, and funds shall be dispersed by check, debit card or other approved means. The authorized signatures shall be the Vice-President and Treasurer whose signatures will be registered with the bank. Executive Officers must obtain the signature of another Executive Officer on checks that are made to them personally.

## **ARTICLE XI - FUND INVESTMENT**

The Board of this Chapter shall have the power to invest Chapter funds in federally insured accounts or other instruments that are guaranteed as to principal by the United States Government or an agency thereof, as approved by the Board.

## **ARTICLE XII - TRAVEL**

Members are in travel status when duly authorized in accordance with Chapter approval to engage in Chapter business away from local bases of operation. The Board shall recommend and approve an amount to be expended for members to attend and participate in meetings, conventions, workshops, and other activities for the benefit of the Chapter.

## **ARTICLE XIII - DISSOLUTION**

**1. Dissolution:** A vote of three-fourths of the general membership is required to dissolve the Chapter. The vote must be certified to the National Institute of Governmental Procurement ("NIGP") Board of Directors with a final report.

**2. Revocation:** Revocation of the Chapter is accomplished by the NIGP Board of Directors by vote of two-thirds vote of the entire NIGP Board of Directors.

**3. Residual Funds:** In the event of dissolution, all residual funds of the Chapter shall be donated to a similar nonprofit educational activity or deposited with the NIGP National Treasurer as determined by the Board.

## **ARTICLE XIV - AMENDMENTS**

At designated meetings of the Chapter, the membership may, by a simple majority vote, alter, amend, or repeal any part of the Bylaws, adopt new Bylaws, or direct the Board to cause any provision of the Bylaws to be altered, amended, repealed, or adopted.