

BY-LAWS

MISSOURI ASSOCIATION OF PUBLIC PURCHASING, INC. (MAPP)

[Revised & Adopted on October 5, 2016]

ARTICLE I – NAME

I. The name of the association shall be the Missouri Association of Public Purchasing (MAPP), a chapter of NIGP – The Institute for Public Procurement.

ARTICLE II – OBJECTIVES

I. The objectives of this chapter are to establish cooperative relationships among its members for the development of efficient purchasing methods and practices in the field of Education, Governmental and Public Institutional Procurement; to encourage maintenance of ethical standards in buying and selling; to promote uniform Public Purchasing Laws and simplified standards and specifications; to collect and disseminate useful information for its members; to promote the interchange of ideas and experiences within purchasing professions; to encourage research and investigations; to promote ongoing training and certification of those engaged in the profession; to sponsor such other activities as may be useful in providing its members with knowledge for efficient procurement; to strive by all legitimate means to advance the purchasing profession; and to observe the purposes, aims and objectives of the National Institute of Governmental Purchasing, Inc.

ARTICLE III – MEMBERSHIP

I. General Membership: Membership in the chapter shall be open to all Public Institution Procurement and Materials Management personnel; including Federal, State, County, Municipal, and Township activities, School Systems, Colleges, Universities, Hospitals, Commissions, Authorities employed in the field, other Political Subdivision, Elected/Appointed Officials, Department Heads, and Educators (who are in a position having direct influence of the Public Procurement process).

II. Complimentary Membership: By a majority vote of the Executive Board a complimentary annual membership may be granted to individuals who have made contributions to the public purchasing profession or this chapter. Complimentary members shall not be entitled to vote or hold office, receive educational scholarships and shall be exempt from the payment of dues.

III. Honorary Membership: Honorary membership may be conferred by a majority vote of the Executive Board, following receipt of a written request for honorary members' status, upon chapter members who have made contributions to the public profession, have a minimum of five years membership in the chapter, and are no longer employed in the public purchasing profession. Honorary members shall not be entitled to vote, or hold

office, or receive educational scholarships, and shall be exempt from the payment of dues.

IV. Lifetime Membership: Lifetime membership may be conferred by a majority vote of the Executive Board, following receipt of a written request for lifetime member status, upon chapter members who have made distinguished contributions to the public purchasing profession, have demonstrated active involvement in chapter activities (i.e. serving on committees, as a board member or officer of the Association, or as a conference speaker, etc.), have a minimum of ten years membership in the chapter, and have retired from the public procurement profession. Lifetime members shall not be entitled to hold office (except if appointed as Lifetime Members Committee Chair) or receive educational scholarships and are exempt from the payment of dues. At the discretion of the Board, MAPP may pay the registration fee for all Lifetime Members in attendance at MAPP sponsored conferences. Lifetime members are entitled to vote.

V. Higher Education Student Membership: The Higher Education Student (“Student”) Membership is not subject to annual dues while enrolled in college and not qualified for regular membership through current employment. Otherwise, the annual dues rate for a Student is the same as the annual General Membership dues rate. Students are eligible to register and attend MAPP conferences and seminars at the same price as General Membership, but are ineligible for educational scholarships and cannot hold an officer or board position. Higher Education Student members are not entitled to vote.

VI. Admission: An applicant shall become a member upon acceptance of the application for membership and payment of the membership dues.

VII. Revocation/Change of Status: The Executive Board may revoke or change the membership status of any person for just cause (i.e. a violation of the MAPP code of ethics, a change in employment status, etc.). A person considered for membership revocation or change of status, except for nonpayment of dues, shall be provided written notice of the proposed action by the Executive Board and be given an opportunity to show cause as to why the membership should not be revoked or status changed. Board action is required to reinstate the membership of any person who is removed by such action.

ARTICLE IV – MEMBERSHIP FEE

I. Dues will be assessed members on an individual basis with ownership residing with the agency or individual that pays the dues. Amount of dues shall be set by a majority vote of the Executive Board when setting the chapter budget for the following year.

II. Dues for General Members will be for a yearly period commencing on January 1 and ending on December 31 of each year. Dues will be prorated as necessary.

III. Dues shall be payable in advance, upon receipt of an invoice.

IV. Membership in the Association of a person whose payment of dues is 90 days in arrears is removed automatically from the membership list. Membership will be reinstated upon payment of dues except in cases where revocation was due to other reasons.

ARTICLE V – MEETINGS

I. The Chapter shall meet, at a minimum, annually. The date and location is to be determined by the Executive Board. The Executive Board may call a special meeting at any time deemed necessary.

II. Quorum: A quorum of the Executive Board shall consist of a simple majority of the Executive Board. A quorum at any regular business meeting shall consist of a minimum of twenty percent of the voting members of the Association. Only those persons who have paid their dues and Lifetime members are eligible to vote at regular business meetings or by electronic vote.

III. Order of business: The order of business at the meeting shall be as follows:

1. Call to order
2. Reading of minutes of previous meeting
3. Receiving communications
4. Report of officers
5. Report of committees
6. Unfinished business
7. New business
8. Election of officers (when applicable)
9. Adjournment

The order of business may be altered or suspended at any meeting by a majority of members present. The usual parliamentary rules as laid down in “Robert’s Rules of Order” shall govern, when not in conflict with these By-laws.

ARTICLE VI – OFFICERS AND ADMINISTRATION

I. Executive Board: The Executive Board shall have supervision, control and direction of the affairs of the Association, shall execute policies and decisions of the active membership, shall actively pursue the Association’s objectives, and shall have discretion in the disbursement of funds. It may adopt such rules for the conduct of its business as shall be deemed advisable, and may in the execution of powers granted, appoint subcommittees or agents to work on its activities. It shall meet upon the call of the President. It shall also meet upon the demand of the majority of the Executive Board. At the discretion of the Board, MAPP may pay the registration and/or lodging fees for all Executive Board Members in attendance at MAPP sponsored conferences to offset the costs incurred attending Board Meetings throughout the year.

II. President: The President shall exercise general supervision over affairs of the Chapter, preside over all meetings of the Chapter, and perform all duties incidental to the office of the President. The President shall be a member, ex officio, of all committees.

III. Vice-President: The Vice-President shall perform the duties of the President in the President's absence and such other duties as assigned by the President and/or Executive Board. The following are examples of responsibilities, which can be expected to be performed by the President or the Vice-President as so charged by the President.

- A. MAPP Coordinator to NIGP
 - 1. Certification
 - 2. Membership Requirements
 - 3. Newsletter and Technical Bulletins
- B. Corporate Manager for Fiscal Affairs
 - 1. Coordinate the corporations legal reporting and filing responsibilities in conjunction with the Secretary and the Treasurer's responsibilities
 - 2. Coordinate lawful transition of MAPP Board of Directors and Officers
 - 3. Supervise transfer of Bank and Savings Accounts, Signatures, etc.
 - 4. Co-sign checks for expenses paid by the Treasurer
 - 5. Coordinate any other legal matters affecting MAPP's corporate status and responsibilities such as copyrights, d.b.a. certificates, etc.
- C. Create a managerial list of reporting and filing responsibilities and deadlines for the corporation with identification of the responsible corporate officer and the responsible Federal, State and local agency involved.
- D. Serve on Membership Committee
- E. Corporate Purchasing Agent

IV. Secretary: The Secretary shall maintain a written record of the proceedings of all meetings. The Secretary shall also maintain the official membership list and mail all dues notices. The Secretary shall also perform such other duties as may be assigned by the President and/or Executive Board. The following are examples of responsibilities that can be expected to be performed by the Secretary.

- A. Administer oath of office or designate someone to function in this capacity
- B. Serve on the Resolutions, By-Laws and Ethics Committee
- C. Identify and number Board Policy Resolutions for coordination with the Resolutions, By-Laws and Ethics Committees.
- D. Custodian of Standing Resolutions for coordination with the Resolutions, By-Laws and Ethics Committees.
- E. Shall review all applications for membership eligibility.
- F. Reporting and filing of corporate documentation:
 - 1. File Secretary of State documents

V. Treasurer: The Treasurer shall keep account of all monies received and expended for use of the Association, and shall make disbursements authorized by the Executive Board or such other persons as the active Association members may prescribe. All sums

received shall be deposited by the Treasurer in the bank or banks approved by the Executive Board, and shall make a report at the Annual Meeting or when called upon by the President. Funds may be drawn only on the signature of the Treasurer and one other officer. The funds, books, and vouchers in his or her hands shall, with the exception of confidential reports submitted by members, at all times be subject to verification and inspection by the elected officers of the Association when leaving or at the expiration of his or her term of office. The Treasurer shall deliver for audit all books, money and other property to designated persons at the discretion of the Board. The Treasurer shall also receive all dues from the Secretary for deposit. The following are responsibilities that can be expected to be performed by the Treasurer.

- A. New signature authorizations on checking and saving accounts
- B. Attests required for corporate status, etc.
- C. Create and present financial reports, etc.
- D. Operating Budget
 - 1. Recommend an operating budget based upon projected revenue
 - 2. Maintain an expense report for the Board's and membership analysis
 - 3. Communicate with all Committees to ascertain future costs and revenues
- E. Prepare and submit IRS and State Revenue reporting requirements, Department of Labor, etc.

ARTICLE VII – ELECTIONS

I. Elections: Voting by members entitled to vote may be accomplished during any scheduled membership business meeting of the Association or by using electronic voting means. All eligible members present at any scheduled membership business meeting shall be afforded the opportunity to vote. Notification of any electronic voting opportunity shall be emailed to all eligible members so all with a valid email address shall be afforded the opportunity to vote.

II. Officers: The Officers of the Association shall be the President, Vice-President, Secretary, and Treasurer. The election of officers of the Association shall occur in the fourth quarter of the calendar year. No member of this Chapter shall be considered for office unless he or she is a NIGP individual Associate Member, or represents an Agency Membership of NIGP, has been a member in good standing of this Chapter for at least one year preceding the election, and has served at least one year on the Executive Board. No two members from the same entity may serve as officers at the same time. A majority of votes cast shall elect officers. Officers shall serve in their elected positions until their successors are duly elected and take office. In the event that an Officer candidate cannot maintain an NIGP membership due to agency hardship, the Executive Board will consider an application for scholarship for NIGP dues, to be resubmitted annually as needed during that Officer's tenure.

III. Executive Board: The Executive Board shall consist of eight (8) Board Members plus the President, Vice-President, Secretary, Treasurer, and the Past-President. Board

Members shall be elected during the fourth quarter of the calendar year. Any active member who has been a member in good standing of this Association for at least one year preceding the election may be elected as a Board Member. Board Members shall be eligible for reelection. Board Members are expected to serve as chairs or co-chairs on standing committees during their term.

IV. Terms of Office: Officers and Board Members shall take office on January 1. The President and the Vice-President shall serve for a term of one year. The incumbent Vice-President shall automatically become the President without election provided that he or she remains a regular member in good standing. The incumbent Treasurer or Secretary, having completed their two-year term in office, shall automatically become the Vice-President without election provided that he or she remains a regular member in good standing. Should the incumbent not wish to move up automatically, nominations shall be sought with the voting membership. The Secretary and Treasurer shall be elected for two-year terms in alternating years, election being held each year for either office.

A. Board members shall be elected for a period of two years. Board Members are responsible for attendance at all Board Meetings. Two (2) consecutive absences, without approval from President, shall constitute voluntary withdrawal from their Board position.

B. Vacancies in any position may be filled for the balance of the term by the Executive Board. If a Board Member position is vacated, the President shall appoint a replacement and the Executive Board must have majority vote to fulfill the remainder of eligible term.

ARTICLE VIII – COMMITTEES

I. Standing Committees: The Association shall have at least eleven standing committees whose chairs are appointed by the President each year: Program Committee; Membership Committee; Communications Committee; Nominating Committee; Public Affairs Committee, Past-President Committee; Educational and Professional Development Committee; Resolution, By-Laws and Ethics Committee; MAPP Historian; Scholarship Committee and Lifetime Members Committee. Other committees may be established from time to time by a vote of the Board. Vacancies that occur on any committee may be filled by the recommendation of the President or Board approval. Committee chairs may select as many committee members as is necessary to perform the duties assigned.

A. PROGRAM COMMITTEE: This committee shall be responsible for planning the programs of the regular meetings, special meetings and events, dates and locations, arranging the visits of guest speakers and notifying the membership of these activities. The Program Committee shall report on matters of interest at the regular meetings of the Association. All actions by the Program Committee must have approval of the Board.

B. MEMBERSHIP COMMITTEE: This committee shall actively pursue increasing the membership of the association.

C. COMMUNICATION COMMITTEE: The committee shall publish a quarterly newsletter, coordinate maintenance of the chapter's online presence (website, social media, etc.), and distribute such other information to the members, as may be of general interest as directed by the President and/or Board.

D. NOMINATING COMMITTEE: This committee shall receive and evaluate recommendations from the members regarding individuals suggested for candidacy and select at least one candidate for each office for which a term is expiring. This slate of nominees shall be turned over to the President. No changes in nominees on this slate may be made after submission to the President except at the request of the nominee. Election shall take place by regular meeting or via electronic means in the fourth quarter of the year.

E. PUBLIC AFFAIRS COMMITTEE: This committee shall be responsible for reviewing and sharing information with the Association membership on proposed local or state legislation, and regulations or policies impacting the Public Procurement process. Upon approval of the Executive Board, the committee shall develop position statements on proposed legislation and transmit the Association's recommendation to the appropriate local and/or state authorities and provide testimony in support of the Associations position.

F. PAST PRESIDENT COMMITTEE: This committee shall serve as ambassadors for the Missouri Association of Public Purchasing, Inc., by serving as guest speakers to other organizations, civic functions, etc. In addition, the committee shall be responsible for the following:

1. Solicit applications and recommend nominees for the Buyer and Purchasing Manager of the Year to the Board for its approval.
2. Recommend the nominee/nominees for the Distinguished Procurement Award/Awards to the Board for approval.

G. EDUCATION AND PROFESSIONAL DEVELOPMENT COMMITTEE: This committee shall be responsible for educational and professional development of the members of the Association. The committee shall arrange and coordinate national and local education seminars and workshops on public purchasing, procurement law, material handling principles, and other topics as deemed necessary by the Board and membership for the professional growth of members. The committee's work shall be subject to approval by the Board. The committee shall prepare a plan and pursue those activities deemed necessary to promote the formal education in the State of Missouri in matters related to public purchasing at colleges and universities.

H. RESOLUTION, BY-LAWS, & ETHICS COMMITTEE: This committee shall be responsible for identifying, drafting, and recommending formal, standing

resolutions to the membership for its review and approval. Resolutions may describe the philosophy, beliefs, ethics, and principles of the Association in matters affecting this Association. In addition, the committee shall identify, draft, and recommend additions, deletions, or modifications to the by-laws of the Association for the subsequent presentation to the membership for its review and approval. This committee shall also review and recommend action to the Board on all matters dealing with ethics.

I. MAPP HISTORIAN: The MAPP Historian shall have the duty of acquiring all appropriate archival documents, records, photographs, and items of historical value to the organization. They shall be kept at one central location in an appropriate storage cabinet, and in proper atmospheric conditions as to prolong the life of all documents and artifacts. The items should be filed or archived in a logical order to allow proper access. The term of office for the Historian shall remain indefinite, and at the discretion of the President and/or Board. Longevity in this position would be encouraged considering the transportation and storage of the artifacts. The chair of this committee, if not an elected Board member, may attend Board meetings but shall not participate in votes conducted by the Board.

J. SCHOLARSHIP COMMITTEE: This committee shall be responsible for disseminating information to the membership concerning MAPP scholarships, receiving applications for scholarships, and submitting to the Board and Officers applications for scholarships that meet the criteria established for such scholarships. The Board shall set scholarship criteria based upon available funds.

K. LIFETIME MEMBERS COMMITTEE: This committee shall consist of Lifetime Members and shall assist the President and the Board as requested. Possible duties may include; assisting the Program Committee Chair by recruiting Lifetime Members as guest speakers for conferences and meetings; assisting the Education and Professional Development Chair by recruiting Lifetime Members as training instructors; and assisting the Secretary by maintaining up to date contact information of Lifetime Members. The Chair of this committee shall be a Lifetime Member. The Chair may attend Board meetings but shall not be a serving member of the board and shall not participate in votes conducted by the Board.

ARTICLE IX –VOTES AND AMENDMENTS

I. Whenever in the judgment of the Board a matter shall arise which it considers should be put to a vote of the eligible membership, it may submit the matter to the eligible membership in writing by mail or electronic vote or whatever means is convenient. The decision and the question thus presented shall be determined according to a majority of votes cast and received by a date and time established by the Board, but no longer than six weeks after submission to the eligible membership. Action taken in this manner shall be as effective as action taken in any duly called meeting.