

**AMARILLO CHAPTER
INTERNATIONAL ASSOCIATION OF ADMINISTRATIVE PROFESSIONALS®
BYLAWS**

ARTICLE I—NAME AND LOCATION

The name of this Chapter shall be Amarillo Chapter, IAAP. It shall be located in Amarillo, Texas.

ARTICLE II—DUES AND FEES

Annual Dues for Chapter Members on anniversary date:

Professional members	\$27.00
Professional-Merited members	\$ 4.00
Student members	\$ 8.00

ARTICLE III—OFFICERS, QUALIFICATIONS, NOMINATION AND ELECTION, TERM OF OFFICE, AND DUTIES

Section 1. Officers

Chapter officers shall be a President, a Vice President, a Secretary, a Treasurer, and a Director. International Bylaws require a President and Treasurer to maintain active chapter status.

Section 2. Qualifications

- A. A candidate for office shall have been a Professional member or Professional-Merited member of an active Chapter for at least one year prior to the time of nomination. However, membership transfer must have been completed by the time of nomination.
- B. A candidate for the office of President or Vice President shall have preferably served as an officer of this Chapter at least one full year prior to nomination.
- C. A candidate for the office of Director shall preferably be the immediate past president; however, if this person is unable to serve, the candidate shall have preferably served as an officer of this Chapter at least one full year prior to nomination.
- D. No member shall hold more than one Chapter office at a time, with the exception of the offices of Secretary and Treasurer, which may be combined if necessary.
- E. No member shall hold a Division office while serving as a Chapter officer, except to complete the current fiscal year.
- F. Membership dues must be current.

Section 3. Nomination and Election

- A. At least three weeks prior to the Annual Meeting, the Nominating Committee shall submit to the membership a slate of one or more candidates for each office, giving the qualifications of each candidate.
- B. Nominations may also be made from the floor prior to the election 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. Nominations from the floor must receive two seconds.

- C. A majority vote of the members present and voting at the Annual Meeting shall be required for 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).
- D. 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 shall be decided by lot.

Section 4. Term of Office

- A. Officers shall assume office the first day of July following their election and shall serve for a term of one year, or until their successors are elected and take office. Six months or more in an office shall be considered one term.
- B. In the event that the Nominating Committee is unable to fill a slate of at least two Officers, in accordance with Article III, Section 1, current Officers may serve for an additional term(s), not to exceed three consecutive terms.

Section 5. Duties

Chapter officers shall be obligated to uphold and represent the interests of IAAP and the profession as a whole.

A. The President shall:

- (1) Perform the duties prescribed by these Bylaws and by the Parliamentary Authority adopted by IAAP.
- (2) Preside at all meetings of the Chapter and the Board of Directors.
- (3) Solicit the chairmen for all committees, unless otherwise specified.
- (4) Be a member ex-officio of all committees except the Nominating Committee and Audit Committee.
- (5) Call meetings of the Board of Directors whenever such meetings are necessary.
- (6) Keep the Division President and Division Board Contact fully informed on all matters concerning the Chapter.
- (7) Be familiar with the International, Division and Chapter Bylaws and Standing Rules.
- (8) Keep the membership informed as to IAAP official communications.
- (9) Endeavor to serve the entire chapter in a strictly impartial manner.
- (10) Upon completion of term of office, submit an annual report of activities, accomplishments and events of historical nature occurring during the year, to the Division Board contact. A copy of the report shall be forwarded to the successor for permanent file.
- (11) Perform other duties as required of the office of President.
- (12) Be bonded, with premium for bond paid from Chapter funds.

B. The Vice President shall:

- (1) Act as assistant to the President.
- (2) In the absence of the President, be presiding officer of all Chapter meetings or meetings of the Board of Directors.
- (3) In the event of a vacancy in the office of President, succeed to that office for the unexpired term.
- (4) The Vice President shall be Membership Chairman.
- (5) Perform such other duties as may be assigned by the Board of Directors or the Chapter.

C. **The Secretary shall:**

- (1) Keep an accurate record of all Chapter and Board of Directors meetings.
- (2) Have available at all meetings up-to-date copies of the International, Division and Chapter Bylaws and Standing Rules.
- (3) Conduct the correspondence of the Chapter in accordance with the direction of the President and/or the Board of Directors.
- (4) Following the installation of officers, file the names and addresses of the President and Secretary with the local Chamber of Commerce, Better Business Bureau, and the Post Office, and keep such information up to date throughout the year.
- (5) Maintain records of meetings as part of the permanent records of the Chapter.

D. **The Treasurer shall:**

- (1) Prepare the annual budget for review by the Chapter Board of Directors at the July Board Meeting. The annual budget should be presented to the Chapter for review and comment at the August Chapter meeting.
- (2) Have custody of all Chapter funds which shall be deposited timely in an accredited financial institution, 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, or by a voucher signed by two board members.
- (3) Pay all approved bills promptly by check or debit card.
- (4) Keep the books on a current basis and provide a monthly financial statement to the Board and Chapter.
- (5) Prepare a complete and detailed financial report for the period of the term of office for presentation at the July Chapter meeting.
- (6) Keep complete and accurate records of chapter membership and submit all new member names and monies to International Headquarters and to the Division Treasurer promptly.
- (7) Make the records of the Treasurer open to inspection at all times by the Board of Directors or by the membership and available for audit in accordance with the provisions of Article VIII of these Bylaws.
- (8) Be bonded, with premium for bond paid from Chapter funds.
- (9) Bring the Chapter's guest register to all Chapter meetings.
- (10) Bring the Chapter's checkbook to all Chapter meetings.
- (11) Have custody of the Chapter Charter and other official documents.
- (12) Bring the Chapter's IAAP banner to all Chapter meetings.

E. **The Director shall** act in an advisory capacity and perform all duties as may be assigned by the Board of Directors or the Chapter.

Section 6. Vacancy

A. 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 Article III, Section 3 shall prevail.

B. In the event of a vacancy after installation in the office of:

- (1) President. The Vice President shall succeed to the office of President for the unexpired term.
- (2) Any Other Office. The Board of Directors shall appoint a member to fill that office for the unexpired term.

ARTICLE IV—BOARD OF DIRECTORS

The Board of Directors shall be the governing body of the Chapter from July 1 through June 30 and have the authority to act on any and all matters between Chapter meetings.

Section 1. Composition.

The Board of Directors shall be composed of the officers of this Chapter.

Section 2. Duties

- A. The Board of Directors shall supervise the affairs of the Chapter in accordance with the provisions of these Bylaws and the wishes of the membership.
- B. A majority of the Board of Directors shall constitute a quorum for any Board meeting and a vote of the majority of those present and voting, a quorum being present, shall constitute effective action.
- C. The Board of Directors may, by a two-thirds vote of its membership, remove any officer for misconduct or neglect of duties, if the duties of the office have been neglected for a period of at least 30 days. 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 ten 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 Article III, Section 6, Paragraph B.
- D. The President, with the approval of the Board of Directors, may declare a committee chairmanship or committee membership vacant because of nonperformance of duties for any reason whatsoever for a period of 30 days, or because of misconduct, and may appoint a successor.

Section 3. Meetings

Regular meetings of the Board of Directors shall be called by the President and shall preferably be held at least once a month. All committee chairmen and members should be invited to attend these meetings.

ARTICLE V—CHAPTER MEETINGS

Section 1. Meetings

Meetings of this Chapter shall be held on the second Thursday of each month. If deemed advisable, the date of a regular meeting may be changed at any preceding meeting upon majority vote, a quorum being present.

Section 2. 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 15 days prior to the date of the special meeting.

Section 3. Regular Meetings

The May meeting in each year shall be the Annual Meeting of this Chapter.

Section 4. Installation of Officers

Officers shall be installed at the June meeting.

Section 5. Quorum.

One-third of the chapter membership must be present at a meeting to constitute a quorum.

ARTICLE VI—REPRESENTATION

Section 1. The delegate and alternate to the International Annual Meeting, and the Division Meeting shall be selected by the Board of Directors in the following order: President, Vice President, Secretary, Treasurer, Director or a past chapter officer. If a board member or past chapter officer is unable to attend, a chapter member in attendance may serve as the delegate, being duly appointed by the Board of Directors. The Delegate shall be fully authorized to cast the Chapter vote in the best interest of the Chapter on all matters voted on at International Annual Meeting or Division Meeting.

Section 2. A report of the proceedings shall be made to the membership at the first Chapter meeting following the relevant Convention, Conference, or Meeting.

ARTICLE VII—COMMITTEES

Section 1. Standing Committees shall be composed of a Chairman and additional members.

Section 2. Standing Committees and their duties are as follows:

- A. The Newsletter Committee shall prepare and distribute the official publication of this Chapter. The Committee shall publish at least ten newsletters each year.
- B. The Education and Program Committee shall bring before the Chapter the latest information and methods on administrative procedures and shall plan educational study sessions and programs for the benefit of the members. The Committee shall plan the programs for meetings.
- C. The Membership Committee shall direct all activities of the Chapter concerned with the recruitment and maintenance of membership, and shall keep the members informed of any new career opportunities in the community.
- D. The Nominating Committee shall consist of a Chairman and two members who shall be elected by the membership at least six weeks prior to the Annual Meeting. The member receiving the highest number of votes shall serve as Chairman of the Committee. This Committee shall carry out the duties prescribed in Article III, Section 3 of these Bylaws.
- E. The Bylaws and Standing Rules Committee shall:
 - (1) Assist the Board of Directors and the membership in preparing and submitting amendments to the International Bylaws and Standing Rules and Division Bylaws and Standing Rules on behalf of the Chapter.
 - (2) Maintain conformity in Chapter Bylaws and Standing Rules with the International Bylaws and Standing Rules and Division Bylaws and Standing Rules.
 - (3) Propose amendments.
 - (4) Edit and/or correlate all proposed amendments to these Bylaws and Standing Rules and submit them to the membership either in writing at least 10 days prior to the meeting date or by reading at the previous regular meeting.
 - (5) Submit Chapter Bylaws and Standing Rules and/or amendments thereto to the Division Bylaws and Standing Rules Committee for review and approval.
 - (6) Review all amendments to International Bylaws and Standing Rules and/or Division Bylaws and Standing Rules proposed by other units of IAAP and make recommendations to the Board of Directors and membership.

- F. The Celebration Committee shall formulate a program to enable the Chapter and its members to derive the greatest possible benefit from Administrative Professionals Week. The Committee shall be responsible for facilitating the selection of the outstanding Amarillo Chapter Member of the Year (CMOTY). The most previous three CMOTY recipients shall choose the current year CMOTY from submitted forms. The Committee shall plan the Boss' Day event where the Company of the Year award is presented. The most previous three COTY company members shall choose the current year COTY from submitted narrative. The Committee shall plan the Christmas party in December.
- G. The Ways and Means Committee shall organize and promote projects to raise funds for the operation of the Chapter, and maintain the chapter inventory of logo items..
- H. The Certification Committee shall have as its primary function the promotion of the Certified Professional Secretary and Certified Administrative Professional examinations and development of interest in the programs. The membership of the Committee is all Chapter CPS and/or CAP holders. The Committee members shall facilitate a CPS and/or CAP study course. A Committee member shall proctor the bi-annual CPS and/or CAP exams.
- I. The Scholarship Committee shall select an outstanding administrative or business major as a recipient of a scholarship to be awarded by the Chapter.
- J. The Publicity Committee shall promote chapter activities through all forms of the media. The Committee shall prepare news releases and distribute to the media.
- K. The Historian Committee shall maintain the permanent record of Chapter history.
- L. The Seminar Committee shall plan the annual educational seminar.
- M. The New Chapter Formation Committee shall look for opportunities to facilitate the formation of a new chapter (professional and/or student).
- N. The Webmaster Committee shall be responsible for accurately and timely maintaining the Chapter website. The Webmaster should be aware of the domain name renewal date. The Webmaster should forward renewal invoice to Treasurer for payment.

Section 3. Special Committees

Special committees may be appointed by the President with Board approval.

Section 4. Responsibility

All committees shall be directly responsible to the Board of Directors with the exception of the Nominating Committee and Audit Committee, and prior to execution shall submit all plans to the Board of Directors for approval.

Section 5. Within 15 days after the conclusion of their appointment, all committees shall transfer their files to their successors or as directed by the Board of Directors.

ARTICLE VIII—AUDIT

Section 1. 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 30 days of the close of the fiscal year, a written report covering the audit submitted to the Board of Directors, and the records transferred to the incumbent Treasurer.

Section 2. 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 14 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.

ARTICLE IX—DISSOLUTION

In the event of dissolution, abandonment, or termination of the 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 to and be delivered forthwith to the Texas-Louisiana Division Treasury.

ARTICLE X—AMENDMENTS

Section 1. Bylaws Amendments

These Bylaws may be amended by any of the following methods:

- A. 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 amendment has been submitted to the membership either in writing at least 10 days prior to the meeting date or by reading at the previous regular meeting.
- B. 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.
- C. By a referendum. A referendum may be ordered by a two-thirds vote of the Board of Directors or by a majority of the members. An affirmative vote by a majority of the members shall be necessary for adoption.

Section 2. Standing Rules Amendments

Standing Rules may be adopted, amended, rescinded, or suspended at any meeting by any of the following methods:

- A. By a majority vote of the members present and voting, a quorum being present, provided the text of the proposed amendment has been submitted to the membership.
- B. Standing Rules may be adopted without previous notice by a majority vote of the members present and voting, a quorum being present. They may be amended, rescinded, or suspended 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.

Section 3. Corrections

Automatic grammatical, punctuation, and correlation corrections in these Bylaws and Standing Rules which in no way alter the intent of the respective Bylaws or Standing Rules shall be effected by the Bylaws and Standing Rules Committee, subject to the approval of the Board of Directors.

Section 4. Editing Changes

Editing changes in these Bylaws and Standing Rules necessitated by amendments to the International Bylaws and Standing Rules and/or 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 5. Revisions

When a revision is authorized, no other amendments to the existing Bylaws and Standing Rules shall be proposed concomitantly.

Section 6. Enactment

These Bylaws and Standing Rules, and/or amendments thereto, shall become effective upon adjournment of the meeting or any special meeting at which adopted, unless otherwise specified.

Bylaws Adopted:	October 21, 1976	Approved:	December 15, 1978
Amended:	May 9, 1978	Approved:	January 20, 1985
Amended:	June 15, 1984	Approved:	January 26, 1991
Amended:	May 10, 1990	Approved:	March 3, 1993
Amended:	July 11, 1991	Approved:	April 20, 1993
Amended:	April 8, 1993	Approved:	April 15, 1995
Reviewed (no changes):	January 26, 1995	Approved:	April 1996
Amended:	January 11, 1996	Approved:	August 31, 1999
Amended:	May 25, 1999	Approved:	March 13, 2003
Amended:	March 13, 2003	TL Approved:	March 1, 2008
Amended:	January 10, 2008	Approved:	August 13, 2009
Amended:	July 9, 2009		
Four year review due:	March 2013		

**AMARILLO CHAPTER
INTERNATIONAL ASSOCIATION OF ADMINISTRATIVE PROFESSIONALS®
STANDING RULES**

EXPENSE:

1. If funds are available, the expenses of the Delegate to the International Annual Meeting, and Division Meeting shall be reimbursed to the extent of registration and hotel accommodations. Said amount shall be determined by the Board of Directors at the Board Meeting immediately preceding the respective meeting.
2. If funds are available, the expenses of the Alternate to the International Annual Meeting, and Division Meeting shall be reimbursed to the extent of registration and hotel accommodations. Said amount shall be determined by the Board of Directors at the Board Meeting immediately preceding the respective meeting.
3. Any Delegate or Alternate who is to receive any reimbursement for expenses to any International Annual Meeting, or Division Meeting shall present an itemized account of expenses to the Board of Directors within thirty days after returning
4. The Chapter may award a scholarship(s) to one or more outstanding students for the purpose of undertaking or continuing administrative/business training.
5. A pin and/or guard emblematic of the respective office may be presented to each Chapter officer at the time of installation.
6. Each outgoing officer may be presented with a past officer's pin or other appropriate token of appreciation for service to the Chapter.
7. The Chapter shall pay Third Party Liability insurance premiums each year, based on August 1, member counts.
8. The Chapter shall pay a Position Schedule Bond covering the President and Treasurer every three years.
9. The Chapter shall pay annual rental on a Post Office Box.
10. The Chapter shall pay expenses for maintaining a website.
11. The Chapter shall provide a plaque to be awarded to the Chapter Member of the Year.
12. The Chapter shall provide a plaque to be awarded to the Company of the Year.
13. The Chapter shall pay the expense for a climate controlled storage unit.

FILES:

14. No later than July, all outgoing officers, with the exception of the Treasurer, shall transfer to the incoming officers all books and records in their custody. The Treasurer shall transfer financial records to the Audit Committee within the time frame specified in Article VIII, Section 1 of the Bylaws.
15. All committee files and records shall be transferred to the incoming chairman or board contact for that committee as specified in Article VII, Section 5 of the Bylaws.
16. Any officer, with the exception of the Treasurer, vacating an office before the expiration of that term shall, within two weeks, transfer all records in accordance with instructions of the Board of Directors. In the event of a vacancy in the office of Treasurer, all records of that office and any funds not deposited shall be transferred to the Board of Directors as specified in Article VIII, Section 2 of the Bylaws.

COMMITTEES:

- 17. All chairmen and committee members shall be Professional or Professional-Merited members.
- 18. Each outgoing committee chairman shall submit a complete written report concerning the work of that committee for the prior year to be distributed to the membership at the July Chapter meeting.
- 19. As to correspondence by any Chapter officer, committee chairman, and/or member to any Division officer, committee chairman and/or member, or to International Headquarters, any International Officer, International committee chairman and/or member, a copy of the correspondence shall be sent to the Division President and the Chapter President.
- 20. The Scholarship Committee should be formed by the February meeting, and scholarship applications should be mailed by March 1, with an April 1 deadline.

OFFICERS:

- 21. Board meetings shall be held at a time and place to be designated by the President or a majority of the Board of Directors.
- 22. A quorum of the Board of Directors shall be a majority and a majority vote shall constitute effective action.
- 23. Each member of the Board of Directors shall serve as board contact for committees as assigned by the President and approved by the Board of Directors. The board contact will serve as liaison between committees and the Board of Directors.

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