



Huntsville Chapter Bylaws and Standing Rules

Article I – Name and Location

The name of this chapter shall be Huntsville Chapter of International Association of Administrative Professionals® (IAAP®). It shall be located in Huntsville, Alabama.

Article II – Membership and Dues

Section 1. Membership.

Membership in the Huntsville Chapter is open to all individuals who are employed currently or in the past as office professionals.

Section 2. Dues.

The Board of Directors, by unanimous vote, may waive new member chapter dues for the week of Administrative Professionals Week® and the week immediately following.

Annual dues for this chapter shall be:

Professional Member	\$20.00
Professional-Merited Member	\$20.00
Student Member	\$ 0.00
Associate Member	*

Associate Members shall have all the rights and privileges of Professional Members except they may not hold office at the Chapter level, or represent the Chapter as Delegate or Alternate Delegate at International or Division meetings.

*Associate Member dues are set by International with appropriate portion remitted to the Chapters.

Article III – Officers, Qualifications, Nomination and Election Term and Duties

Section 1. Officers.

The Chapter officers shall be a President, a President-Elect, a Vice President, a Secretary and a Treasurer. Other officers may be added as the Chapter grows and with a majority vote of the membership.

Section 2. Qualifications.

A. A candidate for office shall have been a member for at least one year prior to the time of taking office and shall have attended at least one-half of the meetings.

- B. A candidate for the office of President and President-Elect shall have served as an officer of any IAAP[®] Chapter for at least one full term prior to the time of election.

Section 3. Nomination and Election.

- A. The Nominations Committee shall consist of a chairman and two members. The Board of Directors shall appoint the chairman. The remaining members shall be elected by the membership.
- B. At least 30 days prior to the Chapter Annual Meeting the Nominations Committee shall submit to the membership a slate of one or more candidates for each office.
- C. Nominations may also be made from the floor prior to the election and such nominees shall be entered on the slate provided they have consented to the nomination. Nominations from the floor must receive two seconds.
- D. A majority vote of the members present at the Annual Meeting shall be required for election, which shall be by secret ballot. If there is only one candidate for each office, the ballot may be dispensed with and the officers elected viva voce.
- E. If there are no candidates that meet the qualifications set forth in Section 2 above willing to serve in an office, nomination for a candidate not meeting the qualifications that is willing to serve may be approved by a unanimous vote of the Board of Directors.

Section 4. Term of Office.

- A. The term of office shall be July 1 through June 30.
- B. The President and President-Elect shall serve one term only, except as provided in Section 6. Other officers shall serve no more than two consecutive terms in the same office.
- C. Six months or more in an office shall be considered one full term.

Section 5. Duties.

- A. The President shall:
 - 1. Preside at all meetings of the Chapter and Board of Directors.
 - 2. Perform the duties prescribed by these Bylaws and by the Parliamentary Authority adopted by IAAP®.
 - 3. Subject to the approval of the Chapter Board of Directors, appoint the chairmen of all committees.
 - 4. Be a member ex-officio of all committees except the Nominations Committee.
 - 5. Call meetings of the Board of Directors whenever such meetings are necessary.
 - 6. Keep the Division President and the International Director of the District fully informed on all matters concerning the Chapter.
 - 7. Be bonded with premiums paid from Chapter funds.
 - 8. Conduct other duties as detailed in the Chapter Officer Job Descriptions maintained by the Chapter Secretary.
 - 9. Appoint a Parliamentary Advisor.
 - 10. Keep membership informed as to official IAAP® communications.
- B. The President-Elect shall:
 - 1. In the absence of the President, serve as the presiding officer at Chapter meetings or meetings of the Board of Directors.

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2. In the event of a vacancy in the Office of President, succeed to the Office for the unexpired term.
 3. Maintain contact with committees to determine if chairmen and members are performing duties of the committees.
 4. Be alert to all Chapter, Division, and International activities so as to be adequately prepared to serve as the presiding officer.
 5. Perform such duties as may be assigned by the Board of Directors.
 6. Conduct other duties as detailed in the Chapter Officer Job Descriptions maintained by the Chapter Secretary.
 7. Succeed automatically to the office of President at the conclusion of the term as President-Elect.
- C. The Vice President shall:
1. Assist the President-Elect in all ways.
 2. In the absence of the President and President-Elect, assume the duties of such offices.
 3. Be alert to all Chapter, Division, and International activities so as to be adequately prepared to serve as the presiding officer.
 4. Approve chapter newsletter before distribution.
 5. Perform such duties as may be assigned by the Board of Directors.
 6. Conduct other duties as detailed in the Chapter Officer Job Descriptions maintained by the Chapter Secretary.
- D. The Secretary shall:
1. Be responsible for the minutes of all Chapter and Board of Directors' meetings.
 2. Give written notice of the Annual and Special Meetings as required in Article VI.
 3. Perform such other duties as may be assigned by the Board of Directors.
 4. Conduct other duties as detailed in the Chapter Officer Job Descriptions maintained by the Chapter Secretary.
- E. The Treasurer shall:
1. Be responsible for all funds of the Chapter and for the records of its financial affairs.
 2. Keep a complete and accurate record of Chapter membership.
 3. Be bonded with premiums paid from Chapter funds.
 4. Perform such other duties as may be assigned by the Board of Directors.
 5. Conduct other duties as detailed in the Chapter Officer Job Descriptions maintained by the Chapter Secretary.

Section 6. 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. In this case, the office of President-Elect shall remain vacant until the next regular election.
- B. In the event of a vacancy in the office of President-Elect for any other reason, the office shall remain vacant until the next regular election, at which time both a President and President-Elect shall be elected.
- C. In the event of vacancies in the offices of both President and President-Elect, the Vice President shall succeed to the office of President for the unexpired term. In addition, the individual shall be eligible to seek election to the office of President for the following year.

- D. In the event of a vacancy in any other office, the Board of Directors shall appoint from the membership of the Chapter a member to fill the vacancy for the unexpired term.
- E. Any officer unable to perform the duties of their office for any reason whatsoever for a period of more than sixty (60) 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 their respective office for a period of at least sixty (60) 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 fifteen (15) days after requested, the Board of Directors is empowered to and shall thereupon take an official vote to declare such office vacant and such office shall be filled in accordance with the provisions of this section.
- F. All records pertaining to any office are the property of the Huntsville Chapter. Each officer, with the exception of the Treasurer, shall within thirty (30) days after the end of the term of office, transfer to the successor the files and records of the office. The Treasurer shall, within fifteen (15) days following the close of the fiscal year, deliver the books and records of the office to the person(s) selected to conduct the audit. Any person vacating office at any time except at the regular expiration of the term of office shall transfer the records of office as instructed by the Board of Directors.

Article IV – Board of Directors

Section 1. Composition.

The officers of this Chapter, the Immediate Past President, and the Parliamentary Advisor shall be the Board of Directors. The Parliamentary Advisor shall be a non-voting member of the Board of Directors. The President shall vote only in the event of a tie to break the tie.

Section 2. Duties.

- A. The Board of Directors may transact business in person, by postal mail, courier service, electronic communication, or by conference call. For adoption, any business shall require a majority vote of the Board of Directors.
- B. The Board shall adopt an annual budget and shall arrange for an audit of the financial records of the Chapter.
- C. The Board of Directors shall meet as required to adequately conduct the business of this Chapter. At least four meetings shall be held each year.
- D. The quorum for any meeting of the Board of Directors shall be a majority.

Article V – Committees

Section 1. Standing Committees.

Standing Committees shall be composed of a chairman and any number of members. Appointments shall be for one year from July 1 to June 30.

Section 2. Duties.

A. Bylaws and Standing Rules Committee:

1. Shall maintain conformity in Chapter Bylaws and Standing Rules with the International Bylaws and Standing Rules and the Division Bylaws and Standing Rules.
2. May receive and review amendments and resolutions from the membership.
3. Shall edit/correlate all proposed amendments to the Bylaws and Standing Rules 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/or amendments thereto to the Division Bylaws and Standing Rules Committee for review.
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.

B. Nominations Committee:

The Nominations Committee shall consist of a chairman and two members and shall function in accordance with Article III, Section 3, of these Bylaws.

Section 3. Special Committees.

Special Committees may be appointed when deemed necessary by the Board of Directors.

Section 4. Responsibility.

- A. All committees, except the Nominations Committee, shall be directly responsible to the Board of Directors, and shall submit all plans, prior to execution, to the Board of Directors for approval.
- B. Within thirty (30) days after the conclusion of their appointments, all committees shall transfer their files to their successors or as instructed by the Board of Directors.

Section 5. Vacancy in Committee Chairmanship.

- A. Upon approval of the Board of Directors, the President may declare a committee chairmanship vacant because of nonperformance of duties and appoint a successor from chapter membership.
- B. In the event of vacancy for any other reason, the President shall appoint from the membership of the chapter a Chairman to fill the vacancy, subject to the approval of the Board of Directors.

Article VI – Meetings

Section 1. Regular and Annual Meetings.

- A. Regular meetings of this Chapter shall be held the fourth Tuesday of each month except during the month of July, if this meeting time conflicts with the International Education Forum and Annual Meeting; December, as this month is reserved for the Christmas Social with a date to be determined; and April, if this meeting time falls outside of Administrative

Professionals Week[®]. If there is a conflict, the Board of Directors may vote to reschedule the meeting for a time more convenient.

- B. The May meeting of each year shall be the Annual Business Meeting of this Chapter.
- C. All meetings shall be open to students and prospective members.
- D. Speakers will be provided with a small token of appreciation according to the availability of funds in the Chapter treasury.

Section 2. Special Meetings.

Special meetings may be called by the President, by a majority of the Board of Directors or by two-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. Quorum.

A quorum for any meeting shall be one-third of the professional members of the Chapter membership.

Section 4. Voting.

Voting via e-mail is permitted to conduct Chapter business.

Article VII – Representation

Section 1. The delegate to the International Education Forum and Annual Meeting and the Alabama Division Annual Meeting preferably shall be the President, and the alternate preferably shall be the President-Elect.

Section 2. The delegate shall make a report of the proceedings to the membership at the first Chapter meeting following the relevant convention or meeting.

Article VIII – Audit

Section 1. An audit shall be made of the Chapter's financial records by a qualified person or persons appointed by the Board of Directors. Such audit shall be completed within thirty (30) days of the close of the fiscal year, a written report covering the audit shall be submitted to the Board of Directors, and the records shall be transferred immediately 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's financial records by a qualified person or persons appointed by the Board of Directors. Such audit shall be completed within 15 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 and be delivered forthwith to the *Alabama Division*.

Article X – Liability

No director or member of the Chapter will be personally liable to the extent that debts or liabilities of the Chapter exceed the Chapter's existing assets.

Article XI – Amendments

Section 1. Bylaws.

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

- A. At any meeting of the Chapter by a quorum vote, provided the proposed amendments shall have been communicated to the members at least 10 days prior to the meeting date or have been read at the previous regular meeting.
- B. By unanimous vote, if not distributed previously as required in paragraph A of this section.

Section 2. Standing Rules.

- A. Standing Rules may be adopted without previous notice by a majority vote at any meeting of the Chapter.
- B. Standing Rules may be amended or rescinded:
 - 1. By a majority vote, provided the proposed amendments shall have been communicated to the members at least 10 days prior to the meeting date or have been read at the previous regular meeting.
 - 2. By a two-thirds vote without previous notice.

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 affected by the Bylaws and Standing Rules Committee, subject to the approval of the Board of Directors.

Section 4. Changes.

Changes in the Bylaws and Standing Rules necessitated by amendments to the International and/or Division Bylaws and Standing Rules shall be effected by the Bylaws and Standing Rules Committee, and the membership shall be promptly notified.

Section 5. Enactment.

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

Bylaws Adopted: 06/25/2002
Bylaws Amended: 08/26/2003
Bylaws Amended: 05/24/2005
Bylaws Amended: 05/23/2006
Bylaws Amended: 05/22/2007
Bylaws Amended: 05/27/2008
Bylaws Amended: 05/26/2009

Division Bylaws and Standing Rules Committee Approval: March 6, 2004
Division Bylaws and Standing Rules Committee Approval: June 7, 2005
Division Bylaws and Standing Rules Committee Approval: June 30, 2006
Division Bylaws and Standing Rules Committee Approval: June 23, 2008

STANDING RULES

1. The expenses of the delegate and alternate to the International Education Forum and Annual Meeting and Alabama Division Annual Meeting and the expenses of the Chapter President or their representative to the Alabama Division Professional Education and Student Conference shall be reimbursed for the amounts incurred for registration, actual transportation cost, and hotel, if funds are available. If transportation by private automobile is deemed most feasible, reimbursement shall be made in accordance with IRS current mileage rate. The Board of Directors shall determine the reimbursable amount upon receipt of an itemized account of expenses. Provided no other entity has already paid their expenses, it is their choice whether or not to exercise reimbursement of these expenses.
2. The delegate and alternate to the International Education Forum and Annual Meeting and Alabama Division Annual Meeting shall share hotel accommodations. Should the delegate and alternate agree to have a roommate other than each other when attending these events, expense for the lodging shall be split between the designated representatives. In the circumstance that the delegate and alternate are of the opposite sex, the expense will be paid for each.
3. Regular meetings shall be held at designated places and shall begin at 11:45 a.m., with an optional networking lunch beginning at 11:30 a.m., unless otherwise designated by the membership.

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4. The outgoing Board of Directors shall meet with the incoming Board of Directors at the June Board meeting for orderly transfer of records and information.
5. At the time of installation, each officer shall be presented with a pin emblematic of the office, which shall be passed on to the successor. If the officer loses or significantly damages the pin, the officer shall be responsible for replacing it at no cost to the Chapter.
6. The retiring President shall be presented with an appropriate token of appreciation from the Chapter.
7. The Chapter shall give a Professional Development Award to the member(s) with the highest individual score contributed toward the Chapter's professional development.
8. The Chapter Administrative Professional of the Year (APY) shall represent the chapter at the Division APY Event conducted at the Annual Alabama Division Meeting. Due to this requirement, the registration of the Chapter APY for the Alabama Division Meeting shall be reimbursed.

Standing Rules Adopted: 06/25/2002
Standing Rules Amended: 08/26/2003
Standing Rules Amended: 05/24/2005
Standing Rules Amended: 05/23/2006
Standing Rules Amended: 05/22/2007
Standing Rules Amended: 07/22/2008
Standing Rules Amended: 05/26/2009

Division Bylaws and Standing Rules Committee Approval: March 6, 2004
Division Bylaws and Standing Rules Committee Approval: June 7, 2005
Division Bylaws and Standing Rules Committee Approval: June 30, 2006
Division Bylaws and Standing Rules Committee Approval: July 19, 2007
Division Bylaws and Standing Rules Committee Approval: June 23, 2008
Division Bylaws and Standing Rules Committee Approval: July 28, 2008
Division Bylaws and Standing Rules Committee Approval: May 27, 2009