

# Capital Area Purchasing Association Constitution and By-laws

## CONSTITUTION

### ARTICLE I – NAME

1. *The name of this association shall be the Capital Area Purchasing Association.*
2. *This association is a chapter of the National Institute of Governmental Purchasing, Incorporated, accepted and approved on March 21, 1978, and subject to all Rules and Regulations promulgated by the Board of Directors of the National Institute of Governmental Purchasing, Incorporated.*

### ARTICLE II – OBJECTIVE

1. *The objectives of this association are to receive, administer and expend funds for the following charitable and educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue code of 1986:*
  - a. *to establish cooperative relationships among its members for the development of efficient purchasing methods and practices in the field of educational, governmental and public institutional procurement;*
  - b. *to encourage maintenance of ethical standards in buying and selling;*
  - c. *to promote uniform public purchasing laws and simplified standards and specifications;*
  - d. *to collect and disseminate useful information for its members;*
  - e. *to promote the interchange of ideas and experiences within the purchasing professions;*
  - f. *to encourage research and investigation and to sponsor such other activities as may be useful in providing its members with knowledge for efficient procurement;*
  - g. *to strive by all legitimate means to advance the purchasing profession;*
  - h. *to promote professionalism in public purchasing through continuing education;*
  - i. *to cooperate with NIGP, other NIGP chapters or other groups interested in public purchasing issues; and*
  - j. *to engage in any and all lawful activities to accomplish the foregoing purposes, except as restricted herein.*
2. *In order to accomplish the foregoing charitable and educational purposes, and for no other purpose or purposes, this association shall also have all of the powers granted to nonprofit association by applicable state law; provided, however, that this association shall not, except to and in any substantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.*

### ARTICLE III – MEMBERSHIP

- ~~1. The membership shall consist of voting, honorary and retired memberships.~~
- ~~2. Voting Membership. Membership in the association shall be open to Federal, State, County, municipal and township activities, public school systems, colleges and universities.~~
- ~~3. Honorary Membership. Honorary membership may be conferred upon individuals who have made distinguished contributions to the purchasing profession or this association by a majority vote of the members present when there is a quorum. Honorary members shall not be entitled to vote or hold office and shall be exempt from payment of fees and dues.~~
- ~~4. Retired Membership. Retired membership may be conferred upon members of the association upon their retirement from the pursuit of their livelihood through active employment, and upon written request for such membership. Retired members shall not be entitled to vote or hold office and shall be exempt from payment of fees and dues.~~
- ~~5. Admission. An applicant becomes a member upon acceptance of the application and payment of dues.~~

1. *Eligibility. The following individuals are eligible for membership:*

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- a. All public agency procurement and materials management personnel including *Federal, State, County, municipal and township activities, public school systems, colleges, universities, hospitals, commissions, authorities, and any other political subdivision of the Commonwealth;*
  - b. Any person with full time employment in a position having a direct influence on the public procurement process including, but not limited to, staff attorneys, CEO, COO, organizational staff with procurement responsibilities, department directors, etc...;
  - c. College students pursuing a career in public procurement; or
  - d. Others who may be approved for membership by a majority of the Board of Directors.
2. Admission. An applicant becomes a member upon acceptance of the application and payment of dues or, when applicable, approval of the Board of Directors.
  3. The membership shall consist of ~~voting, honorary and retired memberships.~~ four classifications:
  4. Regular membership: Voting
    - a. For the privilege of voting for election of Officers, budget approval, changes in By-laws or any other matter, and to hold elective office or serve as a Committee Chair, or on any other matter of Association business, the member must be in good standing.
  5. *Honorary Membership: Non-voting*
    - a. *Honorary membership may be conferred upon individuals who have made distinguished contributions to the purchasing profession or this association by a majority vote of the members present when there is a quorum. Honorary members shall not be entitled hold office and shall be exempt from payment of fees and dues.*
  6. *Retired Membership: Non-voting*
    - a. *Retired membership may be conferred upon members of the association upon their retirement from the pursuit of their livelihood through active employment, and upon written request for such membership. Retired members shall not be entitled to hold office and shall be exempt from payment of fees and dues.*
  7. Student membership: Non-voting
    - a. Student membership may be conferred upon college students with an interest in public procurement or who are pursuing a career in public procurement. Student members shall not be entitled to hold office or serve as committee chairs and shall be exempt from paying dues.

### ARTICLE IV – OFFICERS AND ADMINISTRATION

1. *The governing body of this association will be an executive board consisting of the immediate past president, the president, vice president, secretary, and treasurer, and shall be known as the board of directors. ~~The members of the board shall act in an advisory position and shall attend all board of director's meetings.~~*
  - a. The Board of Directors shall render advice, carry on needed activities, make any emergency or assigned decisions required, manage the affairs of the Chapter, and shall have authority to take such actions as will best serve the interests of the Chapter and its members.
2. Officers shall be required to remain a member of the Chapter in good standing throughout the term of their office.

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~~The Board shall render advice, carry on needed activities, and make any emergency or assigned decisions required between the regular meetings of the Association.~~

- ~~3.~~ *The President shall exercise general supervision over the affairs of the association, preside over all meetings of the association, and perform all duties incident to the office of the president.*
4. *The Vice President shall perform such duties as are assigned by the president and shall serve in the absence of the president.*
5. *The Secretary shall maintain a written record of the proceedings of all meetings of the association; shall keep an accurate list of the members of the association, which is to be distributed to all members prior to the October meeting, and perform the usual duties of Secretary.*
6. *The Treasurer shall be responsible for the funds of the association, shall maintain a complete record of receipts and disbursements, and shall render a true and complete report at each meeting relative to the financial affairs of the association.*
7. *The Immediate Past President shall render advice shall perform such duties as are assigned by the president.*

### **BY LAWS**

#### ARTICLE I – ELECTION OF OFFICERS

1. *Officers shall be elected annually at the November meeting from a slate of candidates presented by a nominating committee and any eligible members nominated from the floor.*
2. *A majority of those voting will be required for a candidate to win election.*
3. *No member of this association shall be considered for President, Vice President or Secretary unless he or she holds an agency or individual associate membership with NIGP and has been a member in good standing for at least one year immediately preceding the election.*
  - a. *A member in good standing shall be one who continues to meet membership criteria and whose dues are current.*
4. *The president shall appoint a nominating committee consisting of not less than three members, one of whom is to be designated to chair the committee.*
  - a. *The committee shall receive and evaluate recommendations from the membership regarding individuals suggested for candidacy.*
  - b. *The committee shall select at least one candidate for each office for which a term is expiring. The slate of nominees will be submitted turned over to the president no later than three (3) weeks prior to the October meeting.*
5. *The slate of nominees will be distributed to the membership not less than 7 days prior to the October meeting.*
6. *No changes in nominees on this slate may be made after submission to the president except at the request of the nominee, however, additional nominations may be made from the floor at the October meeting, but only if the nominee has given permission that his name be placed in nomination.*
7. *No more than two (2) members from the same organization may be elected to hold office at the same time and no two members of the same organization may serve as President and Vice President simultaneously*
  - a. *This rule will be waived only in cases where However members may serve if such action occurs due to a subsequent change in employment.*

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## ARTICLE II – TERM OF OFFICE

1. *The term of office of all officers and directors shall be based on the calendar year and commence on the January 1 following the November election.*
2. *The term of office of all officers shall be for a period of one year.*

## ARTICLE III – VACANCIES

1. *If a vacancy occurs in the office of president, the vice president shall become president.*
2. *All other vacancies shall be filled by election at the earliest possible regular monthly meeting following the occurrence of the vacancy.*
3. *Election to be in accordance with Article I of the By Laws.*

## ARTICLE IV – DUES

1. *Dues will be assessed members on an individual and organization basis.*
2. *The amount of dues shall be established to be set by majority vote of members present by recommendation of board of directors at a regular meeting.*
3. *Dues become due the first of April of each year*
4. *~~or in the case of~~ Dues for new members are payable on a prorated basis immediately upon their enrollment as a member of the Association.*
5. *The Treasurer shall send out statements of dues to each member by the fifteenth of February of each year, or in the case of a new member, immediately following enrollment.*
6. *A member shall be considered delinquent if dues have not been paid for the current fiscal year by the association's monthly meeting in April and will be notified by the Ssecretary of the delinquency.*
7. *If dues are not paid by the first of June, the member shall forfeit all rights to membership and shall be removed from the list of members maintained by the secretary.*

## ARTICLE V – FUNDS

*A bank account for the association shall be maintained with three (3) signatures registered, to include the president, treasurer, and secretary.*  
*Check disbursements may be made by any of the three.*  
*The president will insure that an annual operating budget is presented to the general membership during January for approval at the January meeting.*  
*Approved budget categories cannot be exceeded without prior approval of the board of directors.*

## ARTICLE VI – MEETINGS

1. *The Association shall meet, at its discretion, approximately once monthly, except during the months of July and August.*
2. *The dates and locations are to be determined by the membership.*

## ARTICLE VII - COMMITTEES

1. *Committees may be appointed by the president as deemed appropriate. All members must be in good standing.*

## ARTICLE VIII – PROCEDURES

2. *A quorum at a board meeting shall consist of a majority of the board members.*

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3. *A quorum at any regular meeting shall consist of a minimum of 10% of the members of the association.*
  - a. *At no time shall the lack of a Quorum at a meeting prevent those present from proceeding with the program of the day, with the exception of electing Officers or amending these Bylaws.*
4. *Robert's Rules of Order shall govern all meetings of this association.*

### AMENDMENTS

1. *The Constitution and By Laws may be amended ~~in the following way~~ as follows:*
  - a. *Amendments to these Bylaws may be proposed by the Board of Directors or by petition to the Board of Directors by at least ten percent (10%) of the Regular membership.*
  - b. *Amendments may be adopted at any regular meeting by a two-thirds majority of the members present where such meeting constitutes a quorum.*
  - c. *Any proposed amendment must be submitted in writing to the membership at a regular meeting and shall be voted on at the next regular meeting.*

REVISED & APPROVED: ~~November, 2004~~  
February 2010