

BYLAWS
of the
WEST SOUND CHAPTER
of the
NATIONAL CONTRACT MANAGEMENT ASSOCIATION

FEBRUARY 1990

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BYLAWS
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WEST SOUND CHAPTER
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NATIONAL CONTRACT MANAGEMENT ASSOCIATION

ARTICLE 1. NAME AND ORIGIN

SECTION A Name

The name of this Chapter of the National Contract Management "Association" shall be The West Sound "Chapter".

SECTION B Origin

The Chapter was established by a chapter granted by the National Board of Directors of the National Contract Management Association on February 15, 1989.

ARTICLE 2. PURPOSES

SECTION A Purpose

The basic purpose of the Association is to foster professional growth and the educational advancement of members primarily, and of the other individuals in the private sector (including industry and professional firms), the public sector (including federal, state and local government) and education who are engaged in or associated with any aspect of the field of management of contracts, which, for the purposes of the Association, shall include all types of instruments involving expenditure of public or private funds, whether by contract, subcontract, grant, assistance agreement, lease or other form.

Additional purposes of the Association are to provide for interchange of information among its members, to conduct research in the

field of management of contracts, to provide and maintain standards of proficiency and ethics, to encourage an increasing professional attitude toward contract management and procurement, and to unite all persons interested in the profession toward the fulfillment of these purposes.

SECTION B Fiscal Year

The fiscal year of the Chapter shall be from July 1 of each year through June 30 of the next year.

ARTICLE 3. MEMBERSHIP

SECTION A Chapter Membership

The Chapter membership shall consist of those members of the Association who are or become members of the Chapter. Chapter membership is open to any member of the Association.

SECTION B Association Membership

The Association membership shall consist of those persons who are or become members of the Association. Association membership is open to any person who meets the eligibility and other membership requirements of the Association.

SECTION C Classes of Membership

(1) Member - Individuals in industry, government, and education who are engaged in, contributing to, associated with, or have an interest in any aspect of the field of contract management and meet the eligibility requirements established by the National Board of Directors.

(2) Associate Member in accordance with regulations of the National Association.

(3) All classes of members may vote; however only full members may hold office.

SECTION D Applications for Membership

Applications for membership in the Chapter and the Association shall be submitted to the Chapter Membership Committee Chairman on the prescribed form with the prescribed fees and dues.

ARTICLE 4. MEMBERSHIP MEETINGS

SECTION A Place

All meetings of the Chapter membership shall be held in Kitsap County unless another place is approved by the majority vote of the members present at the preceding meeting of the members. Subject to the foregoing, the specific location of each membership meeting shall be as determined by the Chapter Executive Committee.

SECTION B Regular Meetings

A regular meeting of the Chapter membership shall be held at least once every calendar quarter. Subject to the foregoing, the schedule and specific dates and times for the regular meetings shall be as determined by the Chapter Executive Committee.

SECTION C Special Meetings

Special meetings of the Chapter membership may be called for any purpose at any time by the Chapter President or by petition of the members. To be valid, any such petition must be signed by at least twenty percent (20%) of the Chapter membership, must specify the

purpose, date, time, and place of the meeting, and must be filed with the Chapter Secretary at least three (3) weeks prior to the date of the meeting.

SECTION D Annual Meeting

The annual meeting of the Chapter membership shall be held during the month of May of each year. Subject to the foregoing, the date and time of the annual meeting shall be as determined by the Chapter Executive Committee.

SECTION E Notice of Meetings

The Chapter Secretary shall cause to be mailed to each member of the Chapter, at least two (2) weeks prior to the date of the meeting, a notice of each regular, special and annual meeting of the Chapter membership. The notice, which may be incorporated in a Chapter newsletter, shall include the date, time and place of the meeting and, in the case of a special meeting, the purpose of the meeting.

SECTION F Voting Limitations

Only Chapter members personally present shall be entitled to vote at membership meetings. No suspended member or challenged member whose membership status cannot be verified by the Chapter Secretary shall be entitled to vote.

SECTION G Quorum

One-fourth (1/4) of the members of the Chapter entitled to vote shall constitute a quorum at any meeting of the Chapter membership. In the absence of a quorum present in person, no business may be

conducted other than the fixing of the date, time and place for the next meeting of the Chapter membership.

ARTICLE 5. CHAPTER OFFICERS

SECTION A Officers

The officers of the Chapter shall be:

President

Vice President - Operations

Vice President - Education

Secretary

Treasurer

Chapter Director

SECTION B Election and Term of Office

The officers of the Chapter shall be elected annually pursuant to the procedures set forth in Section C. Each officer shall hold office for a term of one year commencing July 1 following his or her election and ending the following June 30, unless he or she sooner dies, resigns, is suspended, or ceases to be a member of the Chapter. Each officer must be a regular (not an associate) member of the Chapter when elected and remain a regular member during his or her term of office.

SECTION C Election Procedures

- 1) Prior to 5 January the President shall appoint a nominating committee composed of a chair person and a minimum of two (2) members.
- 2) The composition of the nominating committee shall be announced at the January general meeting and the newsletter

following. Members will be notified to contact the nominating committee with names and written or verbal acceptances of nominees.

3) The nominating committee shall present the slate of candidates to the Chapter President not later than 28 February.

4) The candidates shall be announced to the membership at the March general meeting and in the newsletter following that meeting. The newsletter shall also inform the membership that candidates may be nominated from the floor at the April general meeting provided the nominee is present and accepts verbally or, if absent, has accepted in writing.

5) Election of officers shall occur at the April general meeting and candidates shall consist of those put forward by the nominating committee and those nominated from the floor at the April meeting. Vote shall be by secret ballot with at least one fourth (1/4) of the membership voting in order to make the election valid. Ballots shall be counted by the President, Chair Person of the Nominating Committee and Chapter Secretary, with result announced before the conclusion of the meeting.

6) Results shall be announced to the membership in the newsletter following the April general meeting.

7) Installation of new officers for the following fiscal year shall occur at the May general meeting.

SECTION D Vacancies

Upon the suspension, removal, resignation, inability to serve or death of any Chapter officer, the vacant office shall be filled for its unexpired term as follows: If the vacant office is that of the President, it shall be filled by the Vice President - Operations; if

the vacant office is any other, it shall be filled by the Chapter member appointed by the President with the prior approval of a majority of the then remaining members of the Chapter Executive Committee.

SECTION E Principal Duties

The principal duties of the Chapter officers are:

President

1. Acts as chief executive officer of the Chapter, presides at Chapter meetings, and promotes the purposes of the Association.
2. Appoints Standing Committee Chairmen, the members of the Nominating Committee, and ad hoc committees.
3. Appoints members to fill Chapter officer vacancies.
4. Exercises general supervisory authority over the other elected officers and the committee chairmen.
5. Maintains the continuity of Chapter activities by assuring the election of qualified successors to Chapter officers.

Vice President - Operations

1. Acts as the President's assistant in connection with the operations of the Chapter.
2. Acts for the President in the temporary absence or incapacity of the President.
3. Becomes the President upon the suspension, removal, resignation, inability to serve or death of the President.
4. Acts as Chapter Parliamentarian.
5. Other duties as assigned by the President.

Vice President - Education

1. Acts as the President's assistant in connection with the educational activities of the Chapter.
2. Acts as Chairman of the Education Committee.
3. Other duties as assigned by the President.

Secretary

1. Maintains all Chapter files and records, other than those maintained by the Treasurer.
2. Prepares and maintains minutes of each meeting of the Chapter membership and the Chapter Executive Committee.
3. Prepares Chapter correspondence.
4. Receives all documents required to be filed with the Secretary and causes all required notices to be given.
5. Maintains, in close cooperation with the Association, and with the assistance of the Chapter Membership Committee Chairman, an up-to-date roster of the members of the Chapter. This roster shall, among other things, reflect any suspensions that may be in effect for nonpayment of dues.
6. Other duties as assigned by the President.

Treasurer

1. Initiates preparation of an annual budget for the Chapter.
2. Receives all Chapter funds and prepares monthly and annual treasurer's reports for the Chapter and such other treasurer's reports as may be required by the Association.
3. Maintains the Chapter financial records and bank accounts, and draws checks for approved Chapter expenditures.
4. Forwards funds due the Association to the Treasurer of the Association.

5. If circumstances warrant the offices of the secretary and treasurer may be combined into one office.
6. Other duties as assigned by the President.

Chapter Director

1. Represents the Chapter as a member of the National Board of Directors of the Association.
2. Other duties as assigned by the President.

SECTION F Removal

Chapter officers and chairmen of the Chapter Standing Committees may be removed from office for cause by an affirmative vote of two thirds (2/3rds) of the current Chapter membership cast by written ballot opened and counted by the Chapter Secretary (or, if the office involved is the Secretary, by the Chapter President).

CHAPTER 6. CHAPTER COMMITTEES

SECTION A General

The Standing Committees of the Chapter shall be those listed in this Article. The Chapter President shall appoint the Chairman of each Standing Committee, except the Education Committee, which shall be chaired by the Vice President - Education. The Chairman of each Standing Committee, except the Nominating Committee, shall consist of the Chairman and as many other members, if any, as the Chairman decides are necessary.

The Nominating Committee shall consist of the Chairman and at least two (2) but not more than four (4) members, all of whom, including the Chairman, shall be appointed by the Chapter President.

The President may appoint such ad hoc committees as he or she deems necessary.

SECTION B The Standing Committees and Duties of Each are as follows:

Nominating Committee

Duties are as stated in Article 5 C.

Membership Committee

Duties are to recruit new members, to receive and forward to the Association applications for membership with the prescribed fees and dues, and to assist the Chapter Secretary in maintaining an up-to-date roster of the members of the Chapter.

Speakers Committee

Shall obtain and introduce guest speaker; recommend appropriate Chapter entertainment activities.

Arrangement Committee

Shall select and arrange meeting locations.

Reservations Committee

Shall maintain reservation list for each meeting.

Newsletter/Public Relations Committee

Shall publish Chapter newsletters and carry out Chapter public relations and publicity activities.

Historian Committee

Maintains album of Chapter activities (includes photos).

ARTICLE 7. EXECUTIVE COMMITTEE

SECTION A Membership

The Chapter Executive Committee shall consist of the elected officers of the Chapter and the Chairman of the Standing Committees of the Chapter.

SECTION B Meetings

The Executive Committee shall meet in accordance with such schedule as may be established by the President with the concurrence of the majority of the committee. The President shall preside over the meetings of the committee. A majority of the members of the committee shall constitute a quorum.

SECTION C Duties

The principal duty of the Executive Committee is to plan and schedule all meetings of the Chapter membership, all Chapter workshops, and all other major Chapter activities, working always in close cooperation with the Standing Committees and especially the Program Committee. The Executive Committee shall also establish an annual budget for the Chapter.

CHAPTER 8. FEES AND DUES

SECTION A Establishment of Fees and Dues

The initiation fees and annual dues for each class of membership shall be as established from time to time by the Association.

SECTION B Nonpayment of Annual Dues

A member of any class who does not pay his or her annual dues by the date owed will be notified in writing by the Association. He or she shall no longer have the right to vote or hold elective or appointive office at either national or chapter levels until such dues are paid. The member shall be considered reinstated as of the date of such payment of dues and recover all rights applicable to his or her class of membership.

ARTICLE 9. CHAPTER ASSETS, ACTIVITIES AND STATEMENTS

SECTION A Chapter Assets

Chapter assets shall be conserved and protected in accordance with applicable laws, regulations and prudent practices. They shall be used for purposes consistent with those set forth in Article 2. In the event of Chapter charter revocation or dissolution, all residual Chapter funds shall be forwarded to the principal office of the Association.

SECTION B Chapter Activities

Chapter activities desired to be designated "Regional" must be approved in advance by the Executive Council of the Association as to both schedule and charges. The schedule of and the charges for any other program, event or curriculum proposed to be conducted by the Chapter, other than regular, special or annual Chapter meetings, must be approved in advance by the appropriate Regional Vice President of the Association. The Association shall not be liable for any loss or expense which may occur in connection with any Chapter activities, except to the extent that the Executive Council of the Association itself specifically and in writing consented to such liability.

SECTION C Certain Chapter Statements

This Chapter shall issue no statements or take official action on matters of regional or national importance to the Association without the prior consent of the Executive Council of the Association.

ARTICLE 10. PARLIAMENTARY AUTHORITY AND INTERPRETATION

The rules of order for all meetings of the Chapter membership and the Chapter Executive Committee shall be Robert's Rules of Order. The rules may be temporarily suspended by a majority vote of those present at such meetings. All questions of interpretation of these Bylaws shall be decided by the Chapter membership by majority vote of those present at a meeting of the Chapter membership at which a quorum is present.

ARTICLE 11. NATIONAL CONSTITUTION AND BYLAWS

These Bylaws are subject to all applicable provisions of the Constitution and Bylaws of the Association and, in case of inconsistency, the Constitution and Bylaws of the Association shall govern.

ARTICLE 12. AMENDMENTS

Any member may propose an amendment to these Chapter Bylaws by submitting it in writing to the Chapter President. The Executive Committee shall consider the proposed amendment, and if approved, submit, the proposed amendment to the membership in writing, at least 30 days prior to an announced meeting to act on the proposed change.

Upon approval of the proposed amendment at a general meeting by two thirds (2/3rds) of those present and voting (provided a quorum is present), the National Board of Directors will be requested to approve the amendment to the Chapter Bylaws.

Whenever an amendment or new Chapter Bylaw is adopted, it shall be evidenced by a copy filed in the Chapter Book of bylaws with the original Bylaws, in the appropriate place. The amendment or repeal of the Chapter Bylaws shall be identified by the Chapter Secretary with the effective date established by approval action of the National Board of Directors.

These Bylaws have been approved by the requisite action of the National Board of Directors and have been duly adopted at the regular meeting of the West Sound Chapter.

Approved by a vote of the membership <date>.