

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

ARTICLE I – NAME AND LOCATION

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

ARTICLE II – OBJECTIVE

The objective of IAAP shall be to elevate the standards of all administrative professionals and to promote their working relationship with management through continuing education, authorized programs, and publications.

ARTICLE III – MEMBERSHIP AND DUES

Section 1 Membership. There shall be four classifications of membership as provided in the International Bylaws Article VI.

Section 2. Dues. Annual dues for this Chapter shall be:

Professional Member \$25.00

A professional member shall, at the time of admission to membership, be:

- (1) A person who is, or within the last two years has been, employed as an administrative professional or who has attained the Certified professional Secretary® (CPS®) and/or the Certified Administrative Professional® (CAP®) rating or
- (2) A teacher who is employed in the teaching of business education.

Except as provided in International's Bylaws and Standing Rules in Article VIII, Section 2., a Professional member shall have the right and privileges of full participation at all levels of IAAP for which applicable dues and fees have been paid.

Professional-Merited Member \$ 5.00

A professional-merited member shall be a member who:

- (1) Has been a professional member for five years at the time of retirement and
- (2) Has either attained the age of fifty-five years or received forced work retirement because of physical disability; or
- (3) Is an applicant to the Sandia Retirement Chapter, who is a resident of Vista Grande and has been employed as an administrative professional, attained the CPS and/or CAP rating, or has been a teacher of business education, and also meets the requirement of Item 2 of this section.

Except as provided in International's bylaws and Standing Rules in Article VIII, Section 2, a Professional Merited Member shall have the rights and privileges of Professional membership.

Student Member \$ 5.00

A student member shall, at the time of admission to membership, be enrolled as a student of business education. Membership in the Student classification shall not extend beyond four years. A student member shall not serve as a delegate or alternate at the International level.

Associate Member

An associate member shall be an individual, firm or educational institution, which sustains the objectives of IAAP. An associate member shall not serve as a delegate or alternate at the International level. Dues are set by the International Board of Directors.

Section 3. Boise chapter's fiscal year shall be July 1 through June 30 to coincide with International's fiscal year.

ARTICLE IV – OFFICERS, QUALIFICATIONS, NOMINATION AND ELECTION, TERM AND DUTIES

Section 1. Officers. The Chapter officers shall be a President, President-Elect, Secretary, and Treasurer.

Section 2. Qualifications.

- A. A candidate for office other than President or President-Elect shall have been a Professional or Professional-Merited member of the Chapter for at least six months prior to nomination.
- B. A candidate for the office of President or President-Elect shall have been a Professional or Professional-Merited member for at least one year prior to election and preferably shall have served as a member of the board of Directors.
- C. No Professional or Professional-Merited member shall hold more than one office at a time. No member shall hold a Division office while serving as a Chapter officer, except to allow for normal overlap in difference of installation time.

Section 3. Nomination and Election.

- A. At least four weeks prior to the Election Meeting, the committee on Nominations shall submit to the Board of Directors for review and to the membership a slate of one or more candidates for each office, together with a resume of each candidate's qualifications. Nominees for office must have indicated approval for such nominations.
- B. Nominations may be made from the floor prior to the election. Floor nominations require two seconds and the consent of the nominees. The names of such properly nominated candidates shall then be added to the slate.

C. A quorum must be present for an Election Meeting (Article VII, Section 3.). Only members with legal voting privileges may vote. Voting shall be by ballot; however, if there is only one candidate for an office, the ballot may be dispensed with and the nominees elected viva voce. There shall be no voting by proxy.

D. A member may vote an absentee ballot by the following procedure:

During the two-week period prior to the Election Meeting, a member may obtain a regular ballot from the chairman of the Committee on Nominations and return the voted ballot to the chairman in a sealed envelope on which the voter's name is written.

Absentee ballots shall be counted as cast at the Election Meeting even though additional nominations for candidates have been made from the floor.

E. To be elected to an office, a candidate must receive a majority of the votes cast for that office. Should no candidate receive a majority vote on the first ballot, all but the two highest for such office shall be eliminated and balloting continued. If the vote is tied after the second ballot, the election shall be decided by lot.

F. At an Election Meeting, a Tellers Committee of three shall be appointed by the Presiding Officer. The committee shall be responsible for distributing, collecting and tallying the ballots. After the vote is tallied and before the meeting is adjourned, the chairman of the Committee shall report the results of the election to the membership. The Presiding Officer shall then declare the officers of the Chapter duly elected. The chairman of the committee shall be responsible for the destruction of the ballots immediately following the Election Meeting.

G. In the event a vacancy occurs among the officers-elect in the interim between the time of their election and prior to the time they take office, it shall be filled by a special election, to take place at the first membership meeting following creation of such vacancy. Nominations requiring two seconds shall be made from the floor, and a majority vote of the eligible members present shall be required for election, which shall be by ballot. All provisions previously outlined in this section shall prevail.

Section 4. Term of Office

A. The term of office for all officers shall coincide with the fiscal year of IAAP, July 1 through June 30.

B. No officer of the Chapter shall serve more than two consecutive terms in the same office. Any officer serving six months or more in an office shall be deemed to have served one term.

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) Appoint a Parliamentary Advisor and the chairmen of all committees, with the exception of the Committee on Nominations, subject to the approval of the board of Directors.
- (3) Preside at Chapter and Board of Directors meetings
- (4) Countersign all checks drawn on the chapter's funds.
- (5) Be a member ex officio of all committees, except the Committee on Nominations and the tellers Committee
- (6) Keep the membership informed as to official communications concerning the Association, Division and/or Chapter
- (7) Submit to the Division Secretary and International headquarters no later than July 15 of each year a complete current year listing of Chapter officers and committee chairmen.
- (8) Keep the President-Elect fully informed on all matters concerning the Chapter.
- (9) Keep the Division President fully informed on all matters concerning the Chapter.
- (10) Be bonded, with the premium to be paid from Chapter funds.

B. The President-Elect shall:

- (1) In the absence of the President, serve as presiding officer of meetings of the Chapter or of the Board of Directors.
- (2) In the event of a vacancy in the office of President, succeed to the office for the unexpired term.
- (3) Succeed automatically to the office of President at the conclusion of the term as President-Elect.
- (4) Coordinate and facilitate the strategic planning meeting.
- (5) Serve as chairman of the Education/program Committee.
- (6) Serve as a member of the Bylaws and Standing Rules Committee and the Membership Committee.

- (7) Retain one post office box key.
- (8) Assist the president and perform other duties as may be assigned by the President, the Board of Directors, or the Chapter.

C. The Secretary shall:

- (1) Be responsible for keeping an accurate record of all Chapter and Board of Directors meetings. In the absence of the Secretary, the President shall appoint a board member to take minutes of these meetings.
- (2) Chair the Communications Committee
- (3) Serve as a member of the Bylaws and Standing Rules Committee.
- (4) Have custody of the Chapter charter and other official documents.
- (5) Following installation of officers, file the names and addresses of the President, Secretary and Membership Committee Chairman with the local Chamber of Commerce, Better Business Bureau, and Post Office, and keep such information up to date throughout the term of office.
- (6) Retain one post office box key.
- (7) Conduct the correspondence of the chapter as directed by the President or Board of Directors.
- (8) Perform such other duties as may be assigned by the President, the Board of Directors, or the Chapter.

D The Treasurer shall:

- (1) Have custody of all Chapter funds and make disbursements only as authorized by the Chapter's current budget or by specific action of the Chapter or Board of directors. Disbursements shall be made by check and countersigned by the President.
- (2) Keep complete and accurate financial records and submit a monthly report to the Board of Directors and Chapter.
- (3) Register the names and signatures of the President and treasurer with the appropriate financial institutions to take effect at the beginning of the term of office.
- (4) Prepare, maintain and submit within the specified time period all necessary forms for changes in membership status, including resignation, transfer, suspension, or death.
- (5) Serve as a member of the Bylaws and Standing Rules Committee.
- (6) Deposit all Chapter funds, including dues received from International headquarters, in the appropriate Chapter checking accounts.

- (7) Prepare and file quarterly sales tax reports and file Form 990 Tax Return when due.
- (8) Prepare a financial report for the term of office, to be ready for audit within 15 days following the close of term.
- (9) Within 15 days following the close of the current term, deliver the books and records of the treasurer to the person or persons appointed to make the audit.
- (10) Assume responsibility for renewing and forward Chapter position bonds to the Secretary.
- (11) Be responsible for collecting and billing for dinner reservations at all membership meetings.
- (12) Be bonded, with the premium to be paid from Chapter funds.
- (13) Perform such other duties as may be assigned by the President, the Board of Directors, or the Chapter.

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. The office of president-Elect shall remain vacant until the next regular election.

In the event of vacancies in both the offices of President and President-Elect, a special election shall be called to elect a new President and/or President-Elect for the unexpired term. In addition, the individual shall be eligible to seek reelection to the office of President and/or President-elect for the following year.

- B. Any officer unable to perform the duties of the office held for a period of more than 60 days shall submit written resignation to the Board of Directors. If the resignation is not received within 10 days following that 60-day period, the board of Directors may declare the office vacant and take action in accordance with the provisions of Article IV, Section 6, A.
- C. If any officer shall, in the opinion of the Board of Directors, fail to satisfactorily perform the duties of the office held, the Board of Directors shall have the authority to request resignation. Such action shall require ratification by two-thirds of the membership, the vote to be taken by mail. If the resignation is not received within 10 days of such ratification, the Board of Directors may declare the office vacant and take action in accordance with the provisions of Article IV, Section 6, A.
- D. Each outgoing officer, with the exception of the Treasurer, shall, within 15 days after the close of term of office, transfer to the incoming officer the files and records of the respective office.

- E. Any officer vacating a position before the expiration of term shall, within five days, transfer all records as instructed by the Board of Directors.

ARTICLE V – BOARD OF DIRECTORS

Section 1. Composition. The elected officers of this Chapter shall be the Board of Directors. Liaisons to the Board of Directors shall be the Immediate Past President; the Parliamentary Advisor; and the chairmen of the Certification, Financial Resource and Membership Committees.

Section 2. Meetings. Regular meetings of the board of Directors shall be at a time and place approved by the Board. Special meetings may be called by the President or by a majority of the Board.

Section 3. Quorum. A majority of the Board of Directors shall constitute a quorum. A majority vote on any issue, either in person, by conference call or by electronic communications, shall constitute effective action.

Section 4. Responsibilities.

- A. The Board of directors shall:
 - (1) Carry out the policies and objectives of the Association and supervise the affairs of the Chapter between its business meetings in accordance with the provisions of these Bylaws and Standing Rules.
 - (2) Approve the President's committee appointments and removals.
 - (3) Have authority to disburse Chapter funds in an amount not greater than \$200 per project, over and above the approved budget, without prior membership approval.
 - (4) Approve or disapprove release of the Chapter's membership records to any individual or organization outside IAAP. Members who do not wish to have their names released shall notify the Treasurer.
- B. The Board of Directors and all Committee Chairmen shall prepare an annual budget to be presented at the May meeting and shall arrange for an annual audit of the financial records of the Chapter.

ARTICLE VI – COMMITTEES

Section 1. Standing Committees

- A. Standing Committees shall consist of a chairman and two or more members, except as otherwise specified.

- B. Appointments shall become effective July 1 for a term of one year, or as otherwise specified.

Section 2. Duties. Standing Committees and their duties are as follows: Audit, Bylaws and Standing Rules, Committee on Nominations, Communications, Certification, Education/Program, Financial Resources, Membership and Tellers Committee.

- A. The Audit Committee shall:

- (1) Perform a financial review of all financial records if no outside third party financial review is performed
- (2) Consist of a chairman and two members, to be appointed by the President and approved by the Board of Directors. None of the elected officers should serve on this committee, but should be available to the committee to answer questions.
- (3) Receive books and records of the Treasurer within 15 days following close of the current term or vacancy in the office of Treasurer.

- B. The Bylaws and Standing Rules Committee shall:

- (1) Include, but not be limited to, the Parliamentary Advisor as chairman, President-Elect, Secretary and Treasurer.
- (2) Receive and/or propose amendments to the International, Division and Chapter Bylaws and Standing Rules; prepare them in proper form and submit them for action by the membership; and provide for conformity review by the Division Bylaws and Standing Rules Committee in accordance with the Division Bylaws.
- (3) Review all amendments to the International and Division Bylaws and Standing Rules proposed by other units of IAAP and make recommendations to the Board of Directors and Chapter membership at the first appropriate membership meeting.

- C. The Committee on Nominations shall:

- (1) Consist of a chairman and four members. A chairman shall be appointed by the Board of Directors no later than its January meeting. Up to four additional members shall be selected by the membership at the next regular meeting.
- (2) Be responsible for preparing and submitting a slate of officer candidates to the chapter through publication of a sample ballot in March and April through the Communications Committee and for providing ballots for voting at the April meeting. (Refer to Article IV., Section3.).

- D. The Communications Committee shall:

- (1) Prepare and distribute the official publication and communications to the general public and membership.

(2) Be responsible for contacting the membership by telephone or by electronic communication as directed by the President or committee chairman.

(3) Be chaired by the Secretary.

E. The Certification Committee shall:

(1) Coordinate the Chapter's Certified Professional Secretary® (CPS®) and Certified Administrative Professional® (CAP®) program activities with comparable goals established at the International level and strategic planning meeting.

(2) Counsel individuals on qualifications and requirements and encourage members and nonmembers to certify and recertify.

(3) Provide study support to fill recertification needs as well as the needs of CPS and CAP candidates, and provide information on such activities available in the community.

(4) Promote the CPS and CAP program with management and educational institutions.

(5) Be represented on the Board of Directors with the chairman serving as a liaison to the Board.

F. The Education/Program Committee shall:

(1) Bring before the Chapter the latest methods of administrative professional procedures and plan educational programs for the benefit of the membership.

(2) Inform the membership of, and promote interest in, the Retirement Trust Foundation.

(3) Be responsible for administration and execution of scholarships for Boise Chapter.

(a) The Chapter may award a scholarship(s) to an outstanding student(s) for the purpose of undertaking or continuing education in the administrative profession. Selection of recipient(s) shall be based upon quality of grades, financial need, and career motivation.

(b) Other scholarship(s) may be awarded by the Chapter upon approval of the membership.

(4) Be responsible for all membership dinner meetings.

(5) Be chaired by the President-Elect.

G. The Financial Resources Committee shall:

(1) Devise and promote projects to raise funds for the operation of the Chapter.

- (2) Be represented on the Board of Directors with the chairman serving as a liaison to the Board.

H. The Membership Committee shall:

- (1) Direct all activities of the Chapter regarding the procurement, continuity and retention of members.
- (2) Have responsibility for processing each application for membership.
- (3) Follow through on new member orientation, installation, and introduction to the general membership.
- (4) Be represented on the Board of Directors with the chairman serving as a liaison to the Board.
- (5) Compile and distribute to the membership a listing of Boise Chapter members and keep such information up to date throughout the term of office.

Section 3. Special Committees. Special committees may be appointed when deemed necessary by the President, subject to the approval of the Board of Directors.

Section 4. Responsibility.

- A. All committees except the Audit Committee, the Committee on Nominations, and the Tellers Committee shall be directly responsible to the Board of Directors. Each committee shall communicate all plans to the Board of Directors prior to execution.
- B. All committee chairmen must, within 15 days after the conclusion of their appointments, submit a copy of final reports to both the outgoing and incoming Presidents and transfer their files as directed by the Board of Directors.
- C. The President, with the approval of the Board of Directors, may declare a committee chairmanship vacant because of nonperformance of duties and appoint a successor.

ARTICLE VII – MEETINGS

Section 1. Regular and Annual Meetings.

- A. Regular meetings of the Chapter shall be held on the third Monday of each month, unless otherwise designated by the majority of the Chapter.
- B. The location and time of the meetings shall be approved by the membership as necessary.
- C. All regular meetings shall be open meetings, except when proposed to be closed by the presiding officer and so voted by a majority of the members present.

- D. The regular April meeting each year shall be the Election Meeting of the Chapter and officers shall be elected.
- E. The regular June meeting each year shall be the Annual Meeting of the Chapter and officers shall be installed.
- F. A token of appreciation for service rendered to the chapter shall be presented to the retiring President at the Annual Meeting.

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 regular membership, provided due notice specifying the principal business of the meeting is given to all Chapter members at least 15 days prior to the date of the Special Meeting.

Section 3. Quorum. One-third of the Chapter membership eligible to vote shall constitute a quorum for any regular or special meeting of the Chapter, except as otherwise specified.

ARTICLE VIII – PARLIAMENTARY ADVISOR

Section 1. Appointment and Duties

A. The Parliamentary Advisor shall:

- (1) Be appointed by the President and approved by the Board of Directors.
- (2) Have available at all meetings an up-to-date copy of the International, Division and Chapter Bylaws and Standing Rules.
- (3) Chair the Bylaws and Standing Rules Committee.
- (4) Promote understanding of Parliamentary procedures
- (5) Assist the President, the board of Directors, and Chapter members with Parliamentary procedures.

Section 2. The current Roberts Rules of Order shall be the Parliamentary authority.

ARTICLE IX – REPRESENTATION

- A. The Chapter may have one delegate and, if desired, one alternate to represent the Chapter at the International Convention and Division meetings. The President shall be named the delegate and the President-Elect shall be named the alternate.
- B. The delegate shall be sent fully informed, but uninstructed, as to how to vote on all matters brought to the Chapter's attention prior to all meetings.

- C. If the President cannot attend, the alternate shall be the delegate and a new alternate may be selected. If neither can attend, this selection shall be made from the Board. In the event there is no Board member available to attend, selection shall then be made from the membership with Board approval.
- D. A delegate and alternate representing the Chapter at International and Division meetings shall attend all meetings and represent the chapter in all matters coming before the assembly. The delegate and alternate shall report the proceedings to the Chapter following such convention, conference or meeting.

ARTICLE XI – 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 International Association of Administrative Professionals to be distributed equally between the Retirement Trust Foundation and the Research and Education Foundation.

ARTICLE XII – AMENDMENTS

Section 1. Bylaws. These Bylaws may be amended by any of the following:

- A. At any meeting of the Chapter by a two-thirds vote of the members present and voting, a quorum being present, provided the proposed amendments shall have been distributed to the members at least ten 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 A of this section.

Section 2. Standing Rules.

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

Section 3. Corrections. Automatic grammatical, punctuation, and correlation corrections in the Bylaws and Standing Rules, which in no way alter the intent of the respective Bylaw or Standing Rule, shall be effected by the Bylaws and Standing Rules Committee, subject to the approval of the Board of Directors.

Section 4. Enactment. These Bylaws and Standing Rules and/or amendments thereto shall become effective upon adjournment of the meeting at which adopted, unless otherwise specified.

Bylaws Adopted: June 1955

Amended: August 1998
April 2000
April 2001
May 2003
April 2006
April 2008

Approved by Division Bylaws and Standing Rules Committee:

Date