BY-LAWS
GRAND CANYON CHAPTER OF NIGP

ARTICLE I – GRAND CANYON CHAPTER

The name of the association shall be Grand Canyon Chapter of NIGP (The Institute for Public Procurement).

ARTICLE II – PURPOSE

All persons who desire to become members of this organization shall subscribe to the purpose of the Chapter as outlined in Article II of the Constitution.

ARTICLE III – MEMBERSHIP

1. The membership shall consist of Regular, Student, Honorary, and Retired, memberships as defined below:

   a. Regular Membership: Membership in the Chapter shall be open to all public procurement and materials management personnel including federal, state, county, municipality, township, public school system, college, university, hospital, commission, authority, and any other political subdivisions of Arizona; full time employees of NIGP member agencies provided they spend the majority of their time involved in procurement functions; persons with full time employment in positions having a direct influence on the public procurement process, such as elected officials, department heads, and educators.

   b. Honorary Membership: Honorary membership may be conferred by unanimous vote of the members upon individuals who have made distinguished contributions to the procurement profession or this Chapter. Honorary Members shall not be entitled to vote or hold office and shall be exempt from payment of dues. Individuals may only hold Honorary Membership for a term of one year.

   c. Retired Membership: Retired membership may be conferred upon a member of this Chapter upon his/her retirement from public procurement, although actively employed, and upon written request for such membership. Retired Members shall be entitled to vote and hold office.

   d. Student Membership: Student membership may be conferred upon persons enrolled full-time in an accredited college or university and actively pursuing an undergraduate or postgraduate degree in business, public administration, public procurement, materials management, or related field. “Full-time” enrollment shall be defined as a minimum of twelve (12) credit hours for undergraduate students or a minimum of six (6) credit hours for graduate students. Student members shall not be entitled to vote or to hold office and shall be exempt from payment of dues.

2. Voting: Each regular or retired member shall have one vote on any question presented to the membership.

3. Admission: An applicant becomes a regular member upon acceptance of an application, payment of dues, and confirmation by the Board of Directors that the applicant meets all eligibility requirements outlined in paragraph 1.
4. **Revocation:** The Board of Directors may revoke the membership of any person for nonpayment of dues, or for other just cause, including violations of the NIGP Code of Ethics. A person considered for membership revocation, except for nonpayment of dues, shall be provided written notice of the proposed action by the Board of Directors and shall be given opportunity to show cause as to why the membership should not be revoked.

**ARTICLE IV – OFFICERS AND ADMINISTRATION**

The officers of the Chapter shall be the President, Vice President, Treasurer, and Secretary. There is established an Administration consisting of standing committee chairpersons, who combined with the officers shall be known as the Board of Directors.

1. **President:** The President shall exercise general supervision over the affairs of the Chapter, preside over all meetings of the Chapter, chair the Board of Directors, appoint Chairpersons for Standing Committees, be a member ex-officio of all committees and perform all duties incident to the office of the President. The President shall be responsible for authorizing expenditure or commitment of Chapter funds in an amount not to exceed that as approved by the Board of Directors, shall review and approve of monthly financial reconciliation and reporting, and shall be an authorized signer or counter-signer for checks issued on behalf of the Chapter.

2. **Vice President:** The Vice President shall develop and administer the annual awards and scholarships programs, shall oversee the annual audit of financial records, and shall perform such duties as are assigned by the President. The Vice President is authorized to sign or counter-sign Chapter checks and presides over meetings in the temporary absence of the President or Treasurer. The Vice President is authorized to appoint committees in performance of the Vice President’s responsibilities.

3. **Secretary:** The Secretary shall maintain a written record of the proceedings of all meetings of the Board of Directors and of the Chapter, provide notice of meetings and affairs of the Chapter to the members of the Chapter and to NIGP, and perform such other duties as may be assigned by the President or Board of Directors. The Secretary and Treasurer positions may be held by one person, but only allowed one vote.

4. **Treasurer:** The Treasurer shall be responsible for the accounting of the funds of the Chapter, shall maintain a complete record of receipts and disbursements, and shall render a true and complete report relative to the financial affairs of the office at each meeting. The Treasurer shall prepare and sign all Chapter checks and deliver to the President or Vice President for counter-signature.

The Treasurer shall prepare, and submit to the membership, an annual membership list of paid members in good standing. This list should identify the members who are NIGP National members, and those who are Chapter members only. This list shall be accurate and effective as of January 1st and shall also be submitted to NIGP according to its requirements. The Treasurer shall be responsible for collecting the membership dues, depositing dues, and notifying the President of any delinquencies in payment where necessary.

The Treasurer’s shall plan, establish, and execute the Chapter’s financial program; prepare and present the Chapter’s annual report, financial analysis and statements; supervise, coordinate and review the budget proposals for the year. The Treasurer shall make periodic reports to the President.
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on the status of activities. The Secretary and Treasurer positions may be held by one person, but only allowed one vote

5. **Board of Directors**: The governing body of this Chapter will be an executive board called the Board of Directors, chaired by the President, consisting of the immediate Past President, Vice President, Secretary, Treasurer, and standing Committee Chairpersons. It shall be the duty of each member of the Board of Directors to attend each meeting of the Board of Directors. The Board of Directors shall control and manage the affairs and finances of the Chapter and shall have authority to take actions that will serve the best interests of the Chapter and its members.

6. **Annual Budget**: The Chapter membership shall approve an annual Chapter Budget. The Board of Directors shall have authority to expend or commit funds within the limits of the Chapter Budget. Any expenditure or commitment of indebtedness that is not within the limits of the Chapter Budget, shall have approval in advance by two-thirds (2/3) majority vote of the membership in attendance at a regular meeting.

7. **Fiscal Year**: The fiscal year of the Chapter shall be July 1 through June 30.

8. **Attendance requirements**: Elected or appointed Officers, Directors, and Committee Chairpersons shall be required to attend at least two-thirds (2/3) of the scheduled Chapter meetings annually. Attendances may be either in person or telephonically.

**ARTICLE V – NOMINATIONS AND ELECTIONS**

1. **Open Officer positions** shall be announced at the March Chapter meeting from a slate of candidates presented by the Nominating Committee and/or any eligible and consenting members nominated from the floor. Nominations from the Nominating Committee and from the floor will be accepted at the last regular Chapter meeting, prior to the issuing of election ballots. Floor nominations are accepted only upon confirmation from the nominee to have his/her name added to the slate of candidates.

2. The attending members will appoint an Election Officer at the March Chapter Meeting. The Election Officer shall create an election schedule, and electronic ballots. The Election Officer shall be responsible for transmitting ballots, receiving completed ballots, and preparing election results. Elections shall be held electronically at least one week prior to the May Chapter Meeting Results will be announced at the May Chapter meeting, or no later than the end of the fiscal year, June 30.

3. A majority of received votes will be sufficient for a candidate to be elected to office. If a candidate receives no majority vote, a run-off election shall be held with the top two candidates receiving the most votes.

4. Incumbents may run for consecutive terms; however running for office for more than three (3) consecutive terms shall be contingent upon the following:

   a. Current incumbent wishes to hold current office for an additional term.

   b. No other Chapter Members have requested or received nominations for the office.

   c. Objections have not been received from any active member.
5. In the event of a vacancy in an officer’s position, a Special Election must be held within ninety (90) days of the position vacancy as follows:

   a. Nomination period shall be for thirty (30) days

   b. Special Election ballots shall be due within thirty (30) days of the end of the nomination period on a regular scheduled business day

ARTICLE VI – TERM OF OFFICE

The term of office of all officers and directors shall be for a period of one (1) year.

ARTICLE VII – VACANCIES

1. Vacancies in offices other than the President shall be filled temporarily by a regular or retired member selected by the President until such time that the Nominating Committee can convene to make a nomination to fill the vacancy. Nominations of vacancies shall be submitted at a general meeting for a vote by the membership to fill the vacancy from the nominations. If President and Vice President Offices should both become vacant, the Immediate Past President shall fill the vacancy of President until nominations and election can be held.

2. The Board of Directors may, by a majority vote, vacate any office for cause. For this purpose, “cause” shall include misconduct detrimental to the Chapter, incapacity, or willful neglect of duty as an officer. The officer shall be given written notice of any such proposed action of the Board of Directors, together with a detailed statement of the reasons thereof, at least thirty (30) days before formal action to vacate is taken by the Board of Directors. The officer affected shall have the right to respond to such notice within twenty (20) days after receipt of such notice.

ARTICLE VIII – MEETINGS

1. Regular Chapter Meeting: The member shall meet regularly at the discretion of the Board of Directors.

2. Annual Board of Directors Meeting: The Board of Directors shall meet no less than once annually. The purpose of the Meeting shall be to present an Annual Report and Financial Statement, and other transactions of business as shall be brought before it.

3. Special Meetings: The President, on his/her own motion, may call Special Meetings of the Chapter. Any other officer, upon approval by the Board of Directors, may call Special Meetings. Regular members of the Chapter may, upon approval of the Board of Directors or upon presenting written approval of two-thirds (2/3) of the regular membership, call for a Special Meeting of the Chapter.

4. Committee Meetings: Committees shall meet as often as necessary to accomplish their goals.

5. Notice of Meetings: Written notice of the purpose, time and place of all Regular, Annual Board, or Special Meetings of the Chapter shall be given by the Secretary, to all members. Such notice shall be sent to members no less than seven (7) days and no more than sixty (60) days prior to the meeting.
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6. **Quorum**: For any regular chapter meeting, a quorum shall consist of the majority of the elected chapter officers, and at least two active regular members, all being present or participating via teleconference.

For any Board of Directors Meeting, a quorum shall consist of at least two-thirds of the active board members present.

7. **Voting**: Each regular or retired member in good standing shall be entitled to one (1) vote. Except as otherwise provided by the Constitution and By-Laws of the Chapter, a majority of the votes cast by the membership at a meeting duly called shall be sufficient to take or authorize action upon any matter which may properly be brought before the meeting. The President shall not vote except in the event of a tie.

8. **Authority**: Except where inconsistent with these By-laws, Robert's Rules of Order shall govern the conduct of the meetings of the Chapter.

**ARTICLE IX – COMMITTEES**

1. **Standing Committees**: The following Standing Committees and a Chairperson for each may be appointed by the President, with the approval of a majority of the officers, not later than sixty (60) days after assuming office. The Standing Committee chairpersons shall be voting members of the Board of Directors. Standing Committees may include subcommittees to support the goals and objectives of the Standing Committee. The Standing Committees of the Chapter shall be as follows:
   
   a. **Education and Certifications Committee**: The President shall appoint the Chairperson of the Education and Certifications Committee. The Education and Certifications Committee’s primary responsibilities are to plan, establish, and coordinate educational programs, subject to approval by the Board, which further the knowledge, expertise, and professionalism of the membership, such as organizing workshops and NIGP Seminars; and towards professional certification (CPPB and CPPO) of the Chapter members. The Committee Chairperson shall make periodic progress reports to the President on the status of the Committee’s activities.

   b. **Outreach Committee**: The President shall appoint the Chairperson of the Outreach Committee. The Outreach Committee’s primary responsibilities are to organize an effective recruiting program; to prepare materials for distribution to potential members or to help familiarize them with the Chapter; work with outside chapters to promote participation in activities; and to work with the President on membership issues as requested.

   The Outreach Committee is also responsible to inform the membership of Chapter cultural and educational activities, NIGP information notices, as well as social events. The Committee Chairperson shall make periodic reports to the President on the status of the Committee’s activities.

   c. **Communications Committee**: The President shall appoint the Chairperson of the Communications Committee. The Communications Committee’s primary responsibilities are to source, prepare, and post chapter news articles and maintain the
Chapter website. The Committee Chairperson shall make periodic progress reports to the President on the status of the Committee’s Activities.

d. Nominating Committee: The President shall appoint the Chairperson and members of the Nominating Committee. The Nominating Committee’s primary responsibilities are to recruit and recommend a slate of candidates for officer positions to the membership by the March Chapter meeting each year. The Committee Chairperson shall make periodic reports to the President on the Status of the Committee’s activities.

2. Special Committees: From time to time, the President may appoint Special Committees. The Chairperson of such a committee shall keep the President advised at all times on the activities of the Committee and shall render such progress reports as required by the President.

3. The President may appoint any such other committee(s) for such term as deemed appropriate.

ARTICLE X – FINANCES

1. Dues will be assessed to members on an individual basis. Amount of dues will be set by the recommendation of the Treasurer and the approval of a majority vote of the Board of Directors at a regular Board meeting.

2. Dues for regular members will be for a yearly period commencing on July 1. Dues for new members shall not be pro-rated for less than one-half the annual amount. Dues will not be pro-rated for current or past members. Membership dues are non-transferable.

3. Dues shall be payable annually in advance and shall be in arrears on September 1.

4. Membership in the Chapter of any person whose payment of dues is ninety (90) days in arrears may be revoked by the Board of Directors upon written notice effective on the date of the notice. Membership will be reinstated upon payment of any delinquent dues.

5. Funds will be held in a bank account maintained by the Treasurer. Expenditures in excess of $500 require the approval of the Board of Directors. Disbursements will be by check bearing signature by two of the following officers: President, Vice-President or Treasurer. These signatures will be registered with the Bank and will be updated as new officers are elected. The account shall be balanced with each bank statement.

6. An annual budget for the fiscal year (July 1 through June 30) shall be developed and approved as follows:

   a. The Treasurer shall develop the annual budget no later than May of the previous fiscal year.

   b. The annual budget shall be presented to the membership for approval by majority vote of the attending members at the regular Chapter meeting in July.

7. The Board of Directors may authorize any officer or officers, agent, or agents of the Chapter, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Chapter. Such authority may be general or confined to specific instances.
8. All funds of the Chapter shall be deposited in a timely manner, not to exceed ninety (90) days to the credit of the Chapter in such bank, trust companies, or other depositories as the Board of Directors may select.

9. The Board of Directors may accept on behalf of the Chapter any contribution, gift, or bequest for the general purpose or for any special purpose of the Chapter.

10. The Board of Directors shall establish policies and procedures for reimbursement of expenses incurred on its behalf of the Chapter.

11. An annual financial review shall be conducted on the bank account and findings presented to the Chapter membership at the September meeting. The Board of Directors shall name the reviewer. Said reviewer shall be from the general Chapter membership, a member of an affiliate NIGP Chapter, or a professional auditor/accountant. The reviewer shall not be a member of the Board of Directors or a committee chairperson.

ARTICLE XI – AMENDMENTS

1. NIGP Approval Required: All Amendments or changes to the Constitution or Bylaws are subject to approval by NIGP prior to adoption.

2. Time for Filing Proposals for Amendments: All proposals to amend, alter, or repeal any part of the Constitution or Bylaws must be submitted to the Membership thirty (30) days prior to the meeting that would consider the changing of same.

3. Amendments: At any regular scheduled meeting of the Chapter, the Membership may, by two-thirds (2/3) majority vote of members in attendance, alter, amend, repeal or replace any part of the Constitution or Bylaws, or adopt a new Constitution or Bylaws. However, no provision of the Constitution or Bylaws to be amended shall be inconsistent with the Chapter’s status as a non-profit corporation under the laws of the State of Arizona or be in conflict with NIGP, nor infringe on the rights of a third party.

ARTICLE XII – SEVERABILITY

1. If any section of the Constitution and/or By-Laws is found to be unjust or unconstitutional, it shall not affect any other portion except as amended under Article XI, Section 1.

2. Any section of the Constitution and/or By-Laws found to be unjust or unconstitutional shall be documented in writing and amended as noted in Article XI.

ARTICLE XIII – DISSOLUTION

1. Dissolution of a Chapter is accomplished by three-fourths (3/4) majority vote of the Chapter members eligible to vote and certification thereof to the National Board of Directors.
2. In the event the organization is dissolved, the organization shall, after satisfaction of all debts to NIGP and other debtors, transfer its remaining assets, including money, securities, documents, files, and other property, in whatever form, to the National Headquarters of the Institute for Public Procurement. All such assets will be held by NIGP in the event of reactivation of the Chapter.