

# UTAH APCO BYLAWS

## ARTICLE I MEMBERSHIP

### Section 1. MEMBERSHIP APPLICATION

Application for Membership shall be written upon standard forms as required by and submitted to the International Association.

## ARTICLE II OFFICERS

### Section 1. TERMS OF OFFICE

Terms of Office for elected officers shall commence upon January 1 of the year following their election. The President and Vice-President shall each serve a period of two (2) years. A new Vice-President shall be elected in the even years. The current Vice-President will then assume the office of President. Two Executive Committee Board Members will serve a period of one (1) year. Two Executive Committee Board Members will serve for a period of two (2) years each, being elected on opposite years. Election of the Secretary will take place in the odd years and will serve for a period of two (2) years. Election of the Treasurer will take place in the even years and will serve for a period of (2) years. Appointment of the National Executive Council Representative shall take place on the even year of a U.S. Presidential election, and will serve a period of four (4) years.

### Section 2. ELECTION OF OFFICERS

The nomination of officers shall be held in the following manner:

- A. The sitting past president will convene the Nominating Committee, consisting of at least five (5) Past Presidents to submit nominations for the upcoming vacancies for office.
- B. At the Annual Fall Conference the names selected by the Nominating Committee shall be presented, and nominations from the floor shall be accepted for upcoming vacancies for office.

- C. A member may submit a letter of interest to the chapter's President by November 1<sup>st</sup> of the election year, to have their name added to the ballot for the position they would like to fill. The letter must affirm that the candidate meets the criteria to serve on Utah APCO's Executive Committee as defined in the Bylaws, Article II, Section 2.
- D. The applicants name will be added to the ballot if the criteria for office are met.
- D. The following is the criteria to be met to serve on Utah APCO's Executive Committee:
1. Candidates must be a current APCO Active Member at the time of nomination. A current Active Member is defined as having a member number assigned by APCO International.
  2. Nominees for Vice President must have served for at least one year as a member of the Utah APCO Executive Committee.
  3. Should there not be Active Members nominated for each vacancy, a motion to suspend this rule for the current election may be made and adopted by a two-thirds majority vote of a Conference Quorum. The elected candidate must become an active member before the elected term begins.
- E. Ballots shall be prepared containing the candidates for office. These ballots will be mailed three (3) weeks prior to the due date. All members shall return them filled in, per instructions by the due date.
- F. The ballots shall be counted by the Secretary and verified by the Chapter President. If individuals currently holding these positions are on the ballot another member of the Executive Committee will be assigned these duties. The election results shall be announced by the end of the year by the Chapter President.
- G. The position of Executive Council Representative will be appointed through a majority vote of the Utah APCO Executive Committee. Applications for Utah's Executive Council Representative are to be submitted to the Secretary no later than November 1<sup>st</sup> of the election year. Applicants are requested to submit the application form, identifying the member's qualifications and interest in service (not to exceed 300 words). This information will be posted on the Utah APCO web site for the membership to review. The applicant must meet the following prerequisites:
1. Current APCO voting member.
  2. Two years or more experience in a position on the Utah APCO Executive Board.
  3. Having actively served on, or chaired, a local or National APCO Committee, Task Force or sub-committee.

4. Present a signed letter of support from the candidate's Director, Chief or Board Chairman, acknowledging support to allow the candidate the time and travel commitment in the duties required of the position.

The position of Executive Council Representative will be decided upon by a majority vote of the current Utah APCO Board of Officers.

The Executive Council Representative is eligible to apply for a second term, and will not serve more than two consecutive terms.

- H. All newly elected and appointed officers shall take office on January 1<sup>st</sup> of the year following the election.

### Section 3. VACANCIES IN OFFICE

A vacancy in office, other than a temporary vacancy expected to last less than 90 days, shall be filled in the following manner, based on the time of such vacancy:

#### 3.1 President or Vice-President

- A, If the vacancy occurs in the first year of the two-year term, the following will occur:
  1. For President, the Immediate Past President will fill the remainder of the year, at which time the Vice-President will move to the position of President for the second year of that term, as well as the next full term as would occur in the natural progression of office.
  2. For Vice-President, the longest serving two (2) year Board Member will fill the remainder of the year. A special election will be held to elect a new Vice President to serve for the second year. Thereafter the newly elected Vice President will progress to the office of President.
- B, If the vacancy occurs in the second year of the two-year term, the following will occur:
  1. For President, the Vice-President will fill the remainder of the term, and the next full term as would occur in the natural progression of office.
  2. For Vice-President, the longest serving two (2) year Board Member will fill the remainder of the term. At the next regular election a new Vice-President will be elected. The current President will serve another term in office until the newly elected Vice President's natural progression to the office of President.

3.2 Other Vacancies

- A. A vacancy in the office of Secretary, Treasurer, Executive Council Representative, or an Executive Committee Board Member, other than a temporary vacancy expected to last less than 90 days, shall be filled by an appointment made by the President, to fulfill the remainder of the term. Such appointment shall require ratification by a majority vote of the Executive Committee. Such confirmation shall certify that the appointee satisfies the eligibility requirements contained in these Bylaws.

ARTICLE III  
OFFICERS – DUTIES – POWERS

Section 1. PRESIDENT

1.1 Duties

The President shall preside at all meetings of this Chapter and shall act as Chairman of the Executive Committee. They shall:

- A. Appoint all Committees in accordance with Article V of these Bylaws.  
B. Carry out the purposes of this Chapter as set forth in this Constitution and Bylaws.  
C. Keep the Vice-President informed of all Chapter matters.  
D. Make appointments to fill vacancies in office in addition to such other authority as they may have.

1.2 Authority

The President is empowered to:

- A. Appoint special committees to perform tasks deemed necessary during their term in accordance with Article IV, Section 3 of these Bylaws.  
B. Call any committee into session at any time.  
C. Have the necessary authority to carry out their duties as delegated in this Article.  
Their parliamentary decision upon the Conference floor shall be final, provided it is not in conflict with the Conference Rules of this Chapter or Roberts Rules of Order.

Section 2. VICE-PRESIDENT

2.1 Duties

- A. The Vice-President will perform all the duties of the President in their absence.  
B. The Vice-President will serve as Chair of the Annual Fall Conference.

2.2 Authority

The Vice-President is empowered to:

- A. Have the necessary authority to carry out their duties as delegated in this Article.

Section 3. SECRETARY

3.1 Duties

- A. Keep a complete roll of the membership.
- B. Receive and answer communications from the members as requested.
- C. Performs secondary reviews on accounts receivable, accounts payable and financial statements prepared by the treasurer.
- D. Record and maintain Chapter minutes.
- E. Performs other duties as required by the President.

3.2 Authority

The Secretary shall be empowered to:

- A. Obtain information and other services as necessary to perform their duties.
- B. Incur reasonable and proper expense in accordance with Article VII of the Bylaws.

Section 4. TREASURER

4.1 Duties

- A. Receive general funds due to Utah APCO.
- B. Pay reasonable and proper orders drawn on Utah APCO as approved by the Executive Committee.
- C. Make a full report at the Fall Conference business meeting or at such time as the Executive Committee may direct. The report shall include their activities and a financial statement.
- D. Submit monthly financial statements to the Executive Committee.
- E. Complete the annual audit as outlined in Article IV, section 4 of the chapter bylaws.
- F. Promptly deliver all funds, books and papers to their successor whomsoever the Chapter may designate.
- G. Performs other duties as required by the President.

4.2 Authority

The Treasurer shall be empowered to:

- A. Establish credit

- B. Establish a financial account.
- C. Enlist clerical assistance.
- D. Obtain information and other services as necessary to perform their duties.
- E. Incur reasonable and proper expense in accordance with Article VII of the Bylaws.

Section 5.     EXECUTIVE COUNCIL REPRESENTATIVE

5.1     Duties

- A. The Executive Council Representative will represent the Utah Chapter on the Executive Council. If the appointed Executive Council Representative cannot appear at a scheduled meeting of the International Executive Council, a member will be appointed by the Chapter President, whose name will be forwarded to the International Executive Director.
- B. Serve as a liaison between the International Association and the Utah Chapter.
- C. Keep the chapter current and up-to-date on APCO International issues by formally reporting to the Chapter annually.
- D. Voting on matters presented to the International Association Executive Council.

Section 6.     CHAPTER COMMERCIAL ADVISORY MEMBER (CCAM)

6.1     Duties

- A. Provides industry insight and advice regarding commercial partner products and strategies.
- B. Facilitates strong partnerships between chapter membership and all commercial partners.
- C. Assists chapter officers in the procurement of event sponsors and conference expo registrations.

ARTICLE IV  
FINANCIAL RESPONSIBILITIES

Section 1.     DRAWING ACCOUNT

A reasonable and proper drawing account for approved expenses shall be established. The President, Vice-President and Treasurer will have the ability to make purchases. All receipts for these purchases must be submitted to the Treasurer in a timely manner for proper accounting and reconciliation. Purchases not previously approved through the annual budget must be approved by the Executive Committee.

Additional accounts may be established for special purposes as designated by the Executive Committee. Authorized users and movement of funds between the main account and any special purpose accounts shall be approved by the Executive Committee.

## Section 2. OTHER APPROVED PURCHASES

Gifts, Charity, Donations: A reasonable cost may be submitted to the Executive Committee for approval prior to the purchase, not to exceed \$100 or current market rates.

Committee members may submit for reimbursement for expenses and purchases as directed by the Executive Committee. Receipts for these purchases must be submitted to the Treasurer in a timely manner for proper accounting and reconciliation.

Based on the financial standing of the Chapter, and upon approval of the Executive Committee, the following travel expenses may be considered:

- A. Executive Council Representative's attendance at the International Executive Council meetings.
- B. Chapter President and Executive Council Representative's attendance at the national conference. Additional chapter officers, such as Vice-President, Secretary, and/or Treasurer may be considered.

## Section 3. TRAVEL EXPENSE GUIDELINES

Approved travel will adhere to the following:

- A. A Travel Authorization form will be completed by the Treasurer and submitted to the Executive Committee for approval prior to travel for chapter business.
- B. At the completion of travel, the traveler will submit a Post Travel Expenditure Report along with all required receipts.
- C. The following guidelines will be used in the authorization of travel expenses:
  - 1. Travel dates will begin no sooner than a day before the conference dependent upon location, conference schedule and required pre-meetings. Return travel will be no later than the day following the end of the conference. Approved travel dates will take into consideration the destination and time schedule of events requiring attendance. If the traveler elects to extend travel on either end of the event, it will be at the traveler's own expense.
  - 2. Transportation: Airfare will be based on reasonable coach rates. If a member chooses to drive a personal vehicle they will be compensated the federal mileage rate

- up to and not to exceed the reasonable coach airfare. The Travel Authorization will list the maximum approved airfare cost.
3. Lodging: Lodging at one of the conference hotels or at a hotel of choice, but not to exceed the conference hotel rate(s). The Travel Authorization will list the reasonable local hotel rate as the maximum approved rate and the number of allowable night stays. If the traveler qualifies for government rates, the government rates will be requested.
  4. Per Diem: To be paid at the federal government per diem rates, minus any known conference meals provided. Should there be an excess of funds provided those funds shall be returned to the Chapter. If reasonable expenditures exceed the per diem rate, receipts may be submitted for reimbursement consideration.
  5. Baggage Fees: If traveling with an airline that charges for baggage, the traveler may be reimbursed for the first piece of luggage.
  6. Additional Transportation Costs: Rental cars will not be authorized unless the purpose of business does not provide adequate transportation from the airport, hotel or location of event. Transportation to and from airport and hotel will be via the most cost effective transportation, whether that be shuttle or taxi. The traveler may be reimbursed upon completion of travel.
  7. Other Travel Costs: Any other associated travel costs will be reviewed prior to travel for approval consideration by the Executive Committee.
  8. Approved travelers will adhere to any cost-savings opportunities, including early-bird registration. If the traveler fails to take advantage of known opportunities the traveler will pay the differences.
- D. At the completion of travel the traveler will submit the Post Travel Expenditure Report with a copy of the flight itinerary, and receipts for hotel, baggage fees, shuttle, and any other pre-approved expenses. Food receipts are not required unless the traveler is requesting additional reimbursement due to unforeseen costs. The report will indicate if there are any costs due to the traveler, or if the chapter is due any refund from the traveler. Upon receipt of the report and receipts the Treasurer will prepare a final accounting of expenses for approval by the Executive Committee.

#### Section 4. FINANCIAL AUDIT

After each calendar year has ended, the Treasurer will prepare a financial report containing a summary of chapter revenues and expenditures for the previous year. The current President and Past President will conduct an audit of the chapter finances to include a review of the financial report, accounts, and supporting documentation. The President may designate additional members of the audit review committee as needed.

Upon completion of the audit, the financial report will be presented to the Executive Committee for approval. Approved financial reports will be made available to any chapter member upon request.

## ARTICLE V COMMITTEES

### Section 1. EXECUTIVE COMMITTEE

The Executive Committee shall consist of the elected Chapter Officers, the Immediate Past President, the Executive Council Representative, and the Chapter Commercial Advisory Member (CCAM). Executive Committee members are eligible to succeed themselves. See Constitution Article III, Section 1. Voting privileges are reserved for these members of the Executive Committee.

At any time the Executive Committee shall have the power to appoint or release non-elected individuals to the committee for a specific purpose. (IE; Webmaster, Local Frequency Advisor, etc.) These appointed or non-elected individuals, with the exception of the CCAM and Executive Council Representative, do not have voting privileges for matters brought to the Executive Committee.

#### 2.1 Duties

The duties of the Executive Committee shall be to report at each meeting of this Chapter all measures considered during the current year and to suggest means of advancing and implementing the purpose of this chapter. It shall supervise all accounts and expenses and shall review any accounts of the Treasurer. It shall make definite recommendations to the Quorum on matters that were voted upon and approved by the Executive Committee. It is the governing body of the Chapter, and it shall carry out all of the instructions given to it by the Chapter.

#### 2.2 Authority

The Executive Committee shall have power and authority between conferences of this Chapter to perform all functions and do all acts of the Chapter, except it shall not have the power to amend the Constitution and Bylaws. During said interim period its decision shall be final in matters determined “reasonable and proper.” It has the power to convene or poll itself by majority vote.

#### 2.3 Meetings

An annual meeting schedule of the Executive Committee shall be determined at the January planning meeting.

2.4 Quorum

A majority of the members of the Executive Committee shall constitute a QUORUM.

Section 2. STANDING COMMITTEES

The standing committees of this chapter shall be the Executive, Training and Nominating Committees.

The Chair of each Standing Committee shall determine the matters they consider, subject to such direction of the President shall deem desirable to achieve the purposes of this Chapter. A majority of the members of the Standing Committee shall constitute a Quorum. If a particular action of a standing committee shall be heard, written notice must be given to the Chapter President two weeks prior to any conference or meeting.

Section 3. NOMINATING COMMITTEE

This committee shall include five past presidents of this Chapter and will be appointed by the current President. The committee shall report a slate of nominees for office to the Executive Committee prior to the Annual Fall Conference. Additional nominations may be made by the Quorum from the floor of the Annual Fall Conference.

Section 4. TRAINING COMMITTEE

This committee shall develop and oversee the chapter training as requested.

Section 5. SPECIAL COMMITTEES

Special committees may be appointed by the President. (IE. Conference Committee, Legislative Committee, Grant Writing Committee, Historical Committee, etc.)

Section 6. DUTIES OF COMMITTEES

Where not otherwise specified, duties of committees shall be defined by the President.

ARTICLE VI

DUES

Section 1. DUES RATES

Dues are in accordance to International guidelines. See International Policy Manual and Bylaws.

Section 2. DUES PAYMENT SCHEDULE

Dues payment schedule is in accordance to International guidelines. See International Policy Manual and Bylaws.

ARTICLE VII  
VOTING BETWEEN CONFERENCES

Section 1. PROCEDURE

Should ten percent or more members petition the President in writing requesting action by this Chapter, other than amendment of the Constitution or Bylaws, the President shall poll the Chapter concerning such action as necessary. Should a majority affirm the petition, the President shall have initiated a referendum membership ballot by mail, provide for tallying of ballots, act in accordance with the will of the ballot. In the presence of a mailed ballot, silence on an issue shall cast a vote for the affirmative.

ARTICLE VIII  
PROCEDURE

Section 1. AMENDMENT PROCEDURE

Resolutions proposing an amendment to this Constitution shall be submitted in writing and shall include the exact location of the affected part, contain the exact substitute wording, and shall be presented to the Executive Committee.

Section 2. RULING BODY

The Utah APCO membership is the ruling body of this Association. Its presence shall be represented at the conference by a quorum.

Section 3. IMPEACHMENT

A two-thirds majority vote of the Executive Committee shall be required for the removal of an Officer of the Chapter.

Section 4. PARLIAMENTARY PROCEDURE

Upon any question coming before Utah APCO the presiding officer shall be governed by Roberts Rules of Order.

ARTICLE IX  
DISBURSEMENT OF ASSETS UPON DISSOLUTION

Section 1.     STATEMENT OF INTENT

Should the Utah Chapter of APCO, Inc., be dissolved, all assets will be distributed to a likewise tax-free organization or organizations as selected by the Executive Committee if between conference, or, by a two-thirds majority vote of the Conference Quorum.

ARTICLE X  
CONFERENCES

Section 1.     CONFERENCE QUORUM

A Conference Quorum shall consist of the members attending a business session at a conference. Should a Quorum consist of less than a majority of the members registered at a conference, a two-thirds vote shall be required to determine an issue.

Section 2.     CONFERENCE RULES

The Conference Rules shall be part and parcel of these Bylaws, provided the provisions of Article V of the Constitution are herewith waived with respect to the Conference Rules only, which may be amended by a two-thirds majority vote of the Executive Committee in an interim between conferences.