



BYLAWS

ARTICLE 1 – NAME

The name of this organization shall be the Georgia Chapter of NIGP, Inc. (GA NIGP) (National Institute of Governmental Purchasing, Inc.)

ARTICLE II – OBJECTIVE

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

ARTICLE III – MEMBERSHIP

1. The membership shall be consistent with the categories established by National Institute of Governmental Purchasing.
2. Admission: An applicant becomes a regular Member upon acceptance of the application, payment of dues, and confirmation that they meet all eligibility requirements.
3. Revocation: The Board of Directors may revoke the membership of any person for non-payment of dues, or for other just cause, including violations of the NIGP Code of Ethics. A person considered for membership revocation, except for non-payment of dues, shall be provided written notice of the proposed action by the Board of Directors and be given opportunity to show cause as to why the membership should not be revoked.

ARTICLE IV – OFFICERS AND ADMINISTRATION

1. The following shall constitute the officers of the Chapter: President, Vice President, Secretary, and Treasurer.
 - 1.1. President: The President shall exercise a general supervision over the affairs of the Chapter, preside over all meetings of the Chapter, be a member ex-officio of all committees and perform all duties incident to the office of the President.
 - 1.2. Vice President: The Vice President shall see that an audit of financial records is performed, and perform other duties as assigned by the President.
 - 1.3. Secretary: The Secretary shall maintain a written record of the proceedings, in the form of Meeting Minutes, of all meetings of the Board of Directors, Executive Committee, and the Chapter, mail notices covering meetings and the affairs of the Chapter, maintain an ongoing file of Meeting Minutes, other secretarial files, and perform such other duties as may be assigned by the President or Board of Directors.



BYLAWS

- 1.4. Treasurer: The Treasurer shall have charge of the funds of the Chapter and shall pay bills against the Chapter. The Treasurer shall be responsible for reviewing the annual Chapter budget and making appropriate recommendation(s) concerning same to the Board, for the accounting of funds of the Chapter, maintaining a complete record of the receipts and disbursements, and rendering a true and complete report relative to the 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.

2. Board of Directors: The Board of Directors is the governing body of this Chapter and shall consist of the Executive Committee and standing Committee Chairpersons and shall be chaired by the President. It shall be the duty of each Member, or their designated representative, of the Board of Directors to attend each meeting and to fulfill their responsibilities as defined in Article IX -Committees of these Bylaws. 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 interest of the Chapter and its Members. The Board of Directors shall not have the authority to expend or commit funds, or otherwise cause indebtedness of the Chapter to an amount in excess of the cash resources of the Chapter unless such expenditures, commitment, or indebtedness is approved in advance by two-thirds (2/3) majority vote of the membership at a regular meeting. The Board of Directors shall review and unanimously approve special announcements before distribution to the membership or to prospective members.

3. Past Presidents Council to the Board of Directors: Past Presidents of the Chapter, who are current Chapter Members, may serve as non-voting members of the Past Presidents Council to the Board. The Past Presidents Council shall be honorary in nature and shall provide advice and council to the Board of Directors as requested. A Chairman shall be appointed by the President, who shall have one vote at all chapter meetings.

4. The fiscal year of the Chapter shall be January 1 through December 31.

ARTICLE V – ELECTIONS

1. The Election Committee shall consist of members appointed from Past Presidents and/or sitting President as designated by the President. The Committee shall serve notice to the membership of applications for officers a minimum of fifteen (15) days prior to the third quarter Chapter meeting. Applications for officers must be presented and verified by the Election committee no later than the adjournment of the third quarter chapter meeting. The Committee will recommend a slate of officers consisting of candidates for each office for membership vote as the December chapter meeting. The slate of candidates will be announced by mail to the membership thirty (30) days prior to the December meeting. Officers shall be elected at the December meeting from the slate of candidates presented by the Election Committee and any eligible and consenting write-in candidates. A simple majority vote of those regular members in attendance and by advanced voting will be



BYLAWS

required for a candidate to win election. Votes by advanced voting will be counted only if submitted and received on the chapter's official ballot prior to the published deadline.

The following officers shall be elected:

- a. President
- b. Vice President
- c. Secretary
- d. Treasurer

In the event of a vacancy in an officer's position, it shall be filled by by a special election process in accordance with Article V, Section 1, of the Bylaws.

2. No Member of this Chapter shall be eligible for any office or directorship unless he/she has been a Member in good standing for at least one (1) year immediately preceding the election. Chapter officers must hold a current membership in NIGP.
3. No two (2) Members of the same entity may serve as officers at the same time.

ARTICLE VI – TERM OF OFFICE

The term of office of all officers and directors shall commence on January 1 of each year and shall serve a term for two (2) consecutive years for each office.

ARTICLE VII VACANCIES

1. A vacancy may exist in any office for the following reasons:
 - a. Death;
 - b. Resignation in writing;
 - c. Inability to perform the duties of the office;
 - d. Removal from the office for cause

The Board of Directors may, by a majority vote, vacate any office for cause or whenever the Board of Directors shall determine that the incumbent is unable to perform the duties of such office. Cause is defined as failure to perform the duties of the office as outlined in the operations guide of the Chapter or failure to perform the duties or provide leadership required of such office. The officer shall be given, by registered mail, 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 removal action by the Board. The officer affected shall have the right to respond to such notice within twenty (20) days after receipt of such notice.

2. Special Elections Process: In case of a vacancy the President and/or Executive Board shall reassign duties to remaining officers until such time as a Special Election held.



BYLAWS

ARTICLE VIII – MEETINGS

The Chapter shall meet a minimum of four (4) times per year. The Conference, Program, and Education Committee Chairperson shall make recommendations to the Board of Directors and collectively determine the dates and locations of Chapter meetings. The President may call a special meeting at any time deemed necessary. Regular, annual, and special meetings shall be announced in writing to the membership fifteen (15) days in advance.

1. Annual Meeting: The purpose of the annual meeting shall be to elect officers (bi-annual), present the annual report and financial statement, and other transactions of business as shall be brought before it. The time of the annual meeting shall be at the end of the Chapter year, usually in December.
2. Special Meetings: Special meetings of the Chapter may be called by the President on his/her own motion. Special meetings of the Chapter may be called by any other officer upon approval of the Board of Directors. 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.
3. Committee Meetings: Committees shall meet as often as necessary to accomplish their goals.
4. Notice of Meetings: Written notice of the purpose, time, and place of all regular, annual, or special meetings of the Chapter shall be distributed to all Members. Such notice shall be served to Members no less than fifteen (15) days and no more than sixty (60) days prior to the meeting.
5. Quorum: For any meeting, a quorum shall consist of the majority of the membership present.
6. Voting: Each regular or retired Member in good standing shall be entitled to one (1) vote. Except as otherwise provided by the Constitution or Bylaws 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.
7. Authority: Except where inconsistent with these Bylaws, Roberts Rule of Order shall govern the conduct of the meetings of the Chapter.
8. Board of Directors' Meetings: The Board of Directors shall meet regularly. The President may call special Board of Directors meetings at any time deemed necessary.



BYLAWS

ARTICLE IX – COMMITTEES

1. Standing Committees: The standing committees of the Chapter shall be as follows:
 - a. Executive Committee
 - b. Conference, Program and Education Committee
 - c. Membership Committee
 - d. Public Relations Committee
 - e. Awards, Scholarship & Grants & Scholarship Committee
 - f. Expo Committee
 - g. Past Presidents Council Committee
 - h. Historian Committee
- 1.1 Executive Committee: The Executive Committee shall consist of the President, Vice-President, Secretary, Treasurer, and immediate Past President of the Chapter. The President, or in the President's absence, the Vice-President shall be Chairperson of the Committee. During intervals between meetings of the Directors, the Executive Committee may transact such business of the Chapter as the Board may authorize. A discretionary fund shall be established and disbursement shall be controlled by the Executive Committee who shall make reports of accountability to the Board of Directors. A quorum of the Committee shall consist of three (3) members.
- 1.2 Conference, Program & Education Committee: The Conference, Program & Education Committee's primary responsibilities are to plan, establish, and coordinate educational and informational programs for the membership subject to approval by the Board, which further the knowledge, expertise and professionalism of the membership.
- 1.3 Membership Committee: The 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; and to work with the President on membership problems.
- 1.4 Public Relations Committee: The Public Relations Committee's primary responsibilities are to inform the membership of the Chapter's cultural, educational, and social activities.
- 1.5 Awards, Scholarships & Grants & Scholarships Committee: The Awards & Scholarship Committee shall consist of the following members:
 - a. Chairperson, to be appointed by the President;
 - b. Chairperson of Conference, Program & Education Committee
 - c. Chairperson of Membership Committee;
 - d. Member-at-Large from Chapter membership, nominated by the President and approved by the Board of Directors



BYLAWS

A. This Committee shall be responsible for the development and administration of procedures, criteria, and final selection of recipients for the following awards:

- i. Professional Purchasing Manager of the Year Award
- ii. Professional Buyer of the Year Award
- iii. Outstanding Service Award
- iv. Scholarships Award

Each year the Awards, Scholarship & Grants Committee shall review procedures and criteria used in selecting recipients of the Chapter's Award..

B. Grants

Eligibility procedures and criteria shall be submitted to the membership in writing, along with Chapter award application.

- 1.6 Grants: Individuals may receive a grant for an established dollar amount per 12 month calendar year.
- 1.7. Expo Committee: The Expo Committee shall consist of the number of regular Members deemed necessary by the Chairperson. The Committee's primary responsibilities are to plan, organize, and conduct the Georgia Governmental Purchasing Conference & Products Expo (GGPCPE). The GGPCPE may be held in conjunction with other recognized chapters as approved by the Board of Directors.
- 1.8 Past Presidents Council: This committee shall be comprised of all Past Presidents of the Georgia Chapter that hold current membership in the Chapter. The Council's primary responsibility shall be to offer advice and recommendations to the Board of Directors. A Chairman shall be appointed by the President who will have one vote which should be the consensus of the entire Council.
- 1.9 Historian: The Historian shall be responsible for conducting research concerning the history of the Chapter and collecting all data and materials for the Chapter Library. The records should include as a minimum, minutes of the meetings, membership listings, events held by the Chapter and any other information as deemed important to the history of the Chapter.
2. Special Committees: The President may from time to time appoint special committees. The Chairperson of the 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.



BYLAWS

ARTICLE X FINANCING

1. Membership Dues: The Chapter shall receive annual dues from the membership. New Members shall pay, in full dues at the time of acceptance into membership.
2. Assessment: The Chapter may at its option and in accordance with the Constitution and Bylaws of this Chapter assess its Members for financial support of the Chapter's activities.
3. Contributions and Gifts: The Chapter may receive gifts and financial contributions in support of its activities. The financial receipts of the Chapter derived from sources other than membership dues may be retained for the support of the Chapter's activities unless other arrangements approved by the Board of Directors are established.
4. Fund Raising: The Chapter may conduct fund raising functions to support its activities. No person, officer, or Member, may in the name of the Chapter, solicit or receive gifts or contributions of any kind without the approval of the Board of Directors or from the President.
5. Georgia Governmental Purchasing Conference & Products Exposition: The Chapter shall receive one half of all revenues realized from the annual Purchasing Conference & Products Exposition (EXPO) held in conjunction with the Governmental Purchasing Association of Georgia (GPAG). The Chapter will also be responsible for one half of all expenses and the Board of Directors shall approve Chapter's participation in the EXPO on an annual basis.

ARTICLE XI – AMENDMENTS

1. Time for Filing Proposals for Amendments: All proposals to amend, alter, or repeal any part of the Constitution and/or Bylaws must be mailed to the membership thirty (30) days prior to the meeting that would consider the changing of the Constitution and/or Bylaws.
2. Amendments: At designated meetings of the Chapter, the membership may alter, amend, or repeal any part of the Constitution and Bylaws, adopt a new Constitution and Bylaws, or direct the Board of Directors to cause any provision of the Constitution and Bylaws to be altered, amended, repealed, or adopted, provided however, that no provision of the Constitution and Bylaws to be amended would be inconsistent with the Chapter status as a non-profit corporation under the laws of the State of Georgia, nor would infringe on the rights of a third party unless approved by a majority vote of the membership in attendance or received via absentee ballot. Votes by absentee ballot will be counted only if submitted and received by the President prior to the first official vote.



BYLAWS

ARTICLE XII – SEPARABILITY

If any section of the Constitution and Bylaws are found to be unjust or unconstitutional, it shall not affect other portions except as amended under Article XI, Section 1.

ARTICLE XIII – DISSOLUTION

In the event of the dissolution of this Chapter, all properties owned, acquired, managed, and operated by the Chapter are to be dedicated to charitable purposes, unless dissolution is for the purpose of merger with another Chapter of the National Institute of Governmental Purchasing within the State of Georgia. Upon the dissolution of this Chapter, such properties shall not benefit any private person except as relating to a nonprofit fund(s), foundation, or corporation whose purpose as specified in the Internal Revenue Code and the Laws of the State of Georgia would aid or benefit the general welfare of the citizens of Georgia.