**ROSE CITY UNIT**

**a division of the**

**NATIONAL ASSOCIATION OF PARLIAMENTARIANS**

**BYLAWS**

**ARTICLE I: NAME**

The name of this organization shall be Rose City Unit, a division of the National Association of Parliamentarians and of the Oregon Association of Parliamentarians, herein after Rose City Unit shall be referred to as the Unit, the National Association of Parliamentarians as NAP, and the Oregon Association of Parliamentarians as OAP.

**ARTICLE II: OBJECT**

The object of the Unit shall be the study of parliamentary law and to promote the purposes and education program of NAP at the local level; to provide a course of study to prepare student members for the examination for NAP membership; and to assist unit members in attaining registered and/or professional registered status.

**ARTICLE III: MEMBERS**

Section 1. **Classification.** There shall be the following classes of members.

1. **Regular Member** is one who has passed the NAP membership examination and who pays dues to the Unit, to NAP and to OAP. Regular members shall have all the rights of membership, including the right to hold office, make motions and to vote.
2. **Affiliate Member** is one whose primary membership is counted in another unit for OAP and NAP delegate representation. Affiliated members shall not be counted in the Unit’s membership for determining delegate and alternate representation to OAP and NAP Conventions. In addition, affiliate members shall have all the other rights of regular members.
3. **Retired Member** is one who has requested reclassification to retired member status, to the executive board through the president. A member requesting retired status shall have been active in the unit for at least ten (10) years. Such a member shall have all the rights of regular members, including the right to hold the office of secretary or treasurer, to make motions and to vote. A retired member shall not be counted in determining representation to OAP and NAP conventions and cannot be a delegate or alternate to said conventions. A retired member shall pay annual dues to the Unit only.
4. A **Full-Time Student Member** is one so defined by an educational institution, including a full-time home-schooled student qualified under the applicable state regulations.
5. **Provisional members** are individuals who are not yet members of NAP or OAP, but who are preparing for NAP membership, and shall:

1. have all the rights of membership, except to hold office.

2. pay annual dues to the Unit only.

3. not be counted in determining representation to OAP and NAP meetings, or be a delegate or alternate to said meetings.

4. not hold provisional status beyond two years.

Section 2. **Dues**

1. Dues shall be as determined by the budget each year and payable to the Unit by January 1. Membership shall be delinquent if dues are not paid by February 1 and forfeited if dues are not paid by March 1.
2. Reinstatement of membership shall be granted after receiving payment of full, current annual dues.
3. The fiscal year shall be December 1 through November 30.

**ARTICLE IV: OFFICERS**

Section 1. The **Elective Officers** shall be a president, a vice-president, and a secretary/treasurer.

Section 2. The **Appointed Officer** shall be the parliamentarian.

Section 3. **Qualifications.** To qualify for any office, an individual shall have been a member of the Rose City Unit for at least one year.

Section 4. **Term of Office.** An officer shall serve for a term of two years or until his successor is elected, and shall serve no more than two consecutive terms in the same office. No member shall hold more than one office at a time.

Section 5. **Nomination and Election of Officers.** In even numbered years, the nominating committee of three members shall be elected at the March meeting. The committee shall choose its own chairman. The committee shall nominate one candidate for each office to be filled, and shall report at the April meeting. No name may be placed in nomination without the consent of the nominee.

Section 6. **Elections.** In even numbered years, elections shall be held at the Annual Meeting in May. In the event there is but one nominee for any office, the chair may declare the nominee elected.

Section 7. **Vacancies.**

* 1. A vacancy in the office of president shall be filled by the vice-president.
  2. A vacancy in any other office shall be filled by the membership for the unexpired term.

Section 8. **Duties of Officers.** Officers shall perform the duties provided in this section and in the adopted parliamentary authority.

1. The **President** shall:
   1. appoint the parliamentarian.
   2. preside at meetings of the unit.
   3. prepare, with vice-president and secretary/treasurer, the program for the year.
   4. appoint the chairmen of standing committees.
   5. be an authorized signee on the unit’s checking account.
   6. sign checks in the absence of the secretary/treasurer.
   7. call special meetings of the unit.
   8. be ex-officio a member of all committees except the nominating committee.
   9. be the official representative of the unit on the state and national levels.
2. The **Vice-President** shall:
   1. act in the absence of, or at the request of, the president.
   2. be chairman of the Program/Education Committee.
3. The **Secretary/Treasurer** shall:
   1. record the minutes of all regular and special meetings.
   2. conduct correspondence as directed by the president.
   3. send notices of all unit meetings to the membership.
   4. keep an up-to-date copy of the bylaws, and standing rules.
   5. preserve in a permanent file all minutes, bylaws and standing rules and correspondence of value.
   6. be custodian of the unit’s funds.
   7. collect unit dues and fees, keeping accurate records of funds received and disbursed.
   8. deposit funds in a financial institution as stated in the standing rules.
   9. issue checks for bills ordered paid.
   10. submit a treasurer’s report, if there has been financial activity since the last written report.
   11. send notice of dues to each member in December as necessary.
   12. maintain the non-profit status of the unit with all banks holding unit funds as necessary.
   13. prepare a proposed budget for the next fiscal year to be presented at the regular meeting immediately prior to the month at which the fiscal year begins. [Proviso: To become effective in the 2016-2017 fiscal year.]
   14. at the time of transfer of duties the incoming and outgoing treasurers will review all financial records.
4. The **Parliamentarian** shall:
   1. be advisor to the president, and standing committee chairmen.
   2. be a member of the Bylaws/Procedure Manual Committee.
   3. attend meetings of the unit.
   4. have full rights and privileges relating to making motions, debating and voting.

**Article V: Electronic Communications**

Section 1. **Meetings.** Any meeting of the unit, executive board or committee may be conducted using electronic methods which enable remote attendance and full participation.

Section 2. **Communications**, including notice of meetings and transmittal of minutes or other documents, may be conducted using electronic methods, unless a member provides written notice to the secretary to opt out of electronic communications.

**ARTICLE VI: MEETINGS**

Section 1. **Regular Meetings** shall be held between September and May, except that a specific future meeting may be changed or cancelled by a majority vote of the members at a regular meeting as long as there is no business, as required by these bylaws, which must be conducted in the month under consideration.

Section 2. **Annual Meeting**. The regular meeting in May shall be known as the Annual Meeting. Business at the Annual Meeting shall include reports of officers and standing committee chairmen, and the installation of the newly elected officers.

Section 3. **Special Meetings** may be called by the president. Ten (10) days prior notice shall be given.

Section 4. **Quorum.** A quorum for regular and special meetings shall consist of the number of members in attendance.

**ARTICLE VII: EXECUTIVE BOARD**

Section 1. The **Executive Board** shall:

1. be composed of the elected officers and the appointed officer.
2. have general supervision of the affairs of the unit between meetings.

Section 2. **Duties:**

1. conduct business that may be referred to it by vote of a regular meeting of the unit.
2. approve standing committee chairmen appointment of the president.

Section 3. **Meetings** shall be:

1. at the call of the president or by three (3) members.
2. by phone when necessary.
3. action taken by phone shall be ratified and made a part of the minutes of the next regular meeting of the unit.

Section 4. A **Quorum** shall be a majority of the members.

**ARTICLE VIII: COMMITTEES**

Section 1. The standing committees shall be:

1. **Bylaws/Procedure Manual Committee**
2. **Historian**
3. **Program/Education Committee**

Section 2. **Composition.** Each committee shall be composed of a chairman, appointed by the president, with the exception of the program committee chairman, and additional members as needed.

Section 3. **Term of Office.** The term of office for standing committee chairmen and committee shall be consistent with that of the elected officers.

Section 4. **Duties** of standing committees:

1. The **Bylaws/Procedure Manual Committee** shall:
   1. review the bylaws, standing rules and procedure manual and propose amendments as necessary.
   2. review amendments to the bylaws, standing rules and procedure manual proposed by individual members.
   3. present proposed amendments to the members at any regular meeting for consideration. This shall serve as prior notice. The amendments shall be voted on at the next regular meeting.
2. The **Historian** shall:
   1. reconstruct, as nearly as possible, the important past events of the unit.
   2. write a brief biography of members, beginning with past members and working toward current members.
   3. act as records archivist.
   4. maintain a history book of current activities.
   5. write a narrative of the year’s activities to be presented as an annual report at the annual meeting in May. The report shall be filed in the History Book.
3. The **Program/Education Committee** shall:
   1. promote the education program of NAP in the Rose City Unit.
   2. provide a course of study to prepare students for the NAP membership examination.
   3. assist unit members in attaining registered or professional registered status.

**ARTICLE IX: DELEGATES**

Section 1. **Delegates** and alternates to NAP biennial convention shall be NAP regular members of the unit and shall be nominated and elected, by majority vote, at the meeting in May, in the odd numbered years.

Section 2. **Delegates** to OAP annual meeting shall be NAP regular members of the unit.

**ARTICLE X: DISSOLUTION**

In the event of dissolution of the Unit, the assets shall be liquidated and distributed to OAP, a 501(c)(3) organization within Internal Revenue Service regulations. None of the funds shall inure to the benefit of individuals. The Unit Charter shall be returned to NAP Headquarters.

**ARTICLE XI: PARLIAMENTARY AUTHORITY**

The current edition of *Robert’s Rules of Order Newly Revised* (RONR) shall be the parliamentary authority for all matters or procedures not specifically covered by these bylaws, those of the NAP, and those of the OAP.

**ARTICLE XII: AMENDMENT**

These bylaws may be amended by a two-thirds (2/3) vote, or revised by a majority vote, of the members present at any regular meeting of the Unit, provided that verbal notice has been given at the previous meeting and a copy of the proposed amendment(s) is enclosed with the notice of the next regular meeting at which they will be considered.

Any amendments necessitated by amendment to NAP or OAP bylaws shall be affected by the bylaws/procedural committee and reported to the membership at the next regular meeting following the adoption of such amendments by NAP or OAP.

Amended November 2017

**ROSE CITY UNIT, NAP**

**STANDING RULES**

1. Regular meetings of the Unit shall be held on the third (3rd) Friday of each month, September through May, at 7:00 PM, except in March when the meeting may be held on the second (2nd) Friday. A single meeting date may be changed or cancelled by a majority vote, or in the event of severe weather, as determined by the president and/or vice president.
2. All official correspondence concerning the IRS shall include the Rose City Unit TIN (Taxpayer Identification Number 91-1920460. The Oregon Association of Parliamentarians TIN number is 23-7031669.

4. The Unit Treasurer shall complete a 990N e-Postcard on line and submit it by April 15 to the IRS each year to insure the continuation of Rose City Unit’s non-profit status. Filing instructions are to be kept by the Unit Treasurer and passed to future Unit Treasurers.

5. A standing rule may be adopted by a majority vote, or amended by a two-thirds (2/3) vote at any regular meeting without notice.

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Amended November 2017