

Model Local Association Bylaws

(effective date: 9/17/2019)

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ARTICLE I Name

The name of this not for profit organization shall be the _____ [name], an association affiliated with the International Association of Insurance Professionals, hereinafter referred to as the Association.

ARTICLE II Purpose

The object and purpose of this association, organized as a not for profit, shall be to serve its members by providing professional education, an environment in which to build business alliances, and the opportunity to make connections with people of differing career paths and levels of experience in the insurance and risk management industry.

ARTICLE III Members

Section 1. Classification.

- A. Active.** Active membership is open to persons as defined in the membership eligibility policy. Active members are entitled to make recommendations and to hold both elective office and appointed office at all levels of the association.
 - 1. Active members who have been a member for at least 5 years, who are no longer employed in the Risk Management or Insurance Industry, and who are at least 65 years of age July 1st of the renewal year, shall be known as "Retired Members."
- B. Student.** Student membership is open to persons who are full time students enrolled in a minimum of twelve (12) credit hours per term in a college or university. Student members who belong to a local association are entitled to make recommendations and to hold both elective and appointive office at all levels of the association.
- C. Recent Graduate membership.** Recent graduate membership is open to persons within 2 years of graduation who are seeking employment within, or supporting the insurance industry. Recent Graduate members are entitled to make recommendations and to hold offices at all levels of the association.

Section 2. Membership.

- A. Application, Resignation, Revocation and Reinstatement of Expired Membership.** Application for and renewal of membership and dues shall be made on the website. Membership is effective upon receipt at IAIP Corporate Centre of these items. Members belonging to a local association may resign from IAIP by notifying their local association and IAIP Corporate Centre in writing. Revocation and Reinstatement of Expired Membership provisions are outlined in International Bylaws Article III, Section 2, sub-points B & C.

Section 3. Dues.

- A. Dues Payment Dates.** Dues shall be due and payable annually, by the member's renewal date in an amount set forth in the standing rules or bylaws plus the

prescribed amount payable to IAIP, and in accordance with Article III. A membership lapse occurs if dues are not paid within 60 calendar days following the member's renewal date. All associations shall use the same dues payment and forfeiture dates as pertain to international dues and membership for association dues and membership.

ARTICLE IV Officers

Section 1. Local Officers. The officers of this association shall be President, President-Elect and/or, Vice President, Secretary and Treasurer.

OPTIONAL: Local associations can tailor officer positions by combining or eliminating certain positions.

Section 2. Term of Office. These officers, with the exception of the President and Immediate Past President (if applicable), shall be elected annually and shall assume office and duties on July 1. They shall serve one (1) year or until their successors are elected and assume office.

Section 3. Duties of Officers.

The officers shall perform the duties prescribed by these bylaws, the standing rules, and the parliamentary authority adopted by the association.

A. The President shall:

1. Preside at all meetings of the association and the Board of Directors.
2. Appoint all standing committee chairmen and other committees as authorized by the association or Board of Directors.
3. Be an ex-officio member of all committees except the Nominating Committee.
4. Perform other duties as pertain to the office of President.

B. The President-Elect shall:

1. Be an active aid to the President.
2. Become acquainted with the affairs of the association and prepare for the coming term as President.
3. In the event of the absence or inability of the President to perform the duties, shall perform the duties of President.
4. Automatically accede to the office of president at the end of the term.
5. Perform other duties as pertain to this office.

C. The Vice President shall:

1. Perform the duties of the President and/or President-Elect in the event of their absence or disability.
2. Perform other duties as pertain to this office.

D. The Secretary shall:

1. Take minutes of the meetings of the association and the Board of Directors.
2. Maintain an accurate list of the membership.
3. Conduct the general correspondence of the association at the direction of the president.
4. OPTIONAL: Keep attendance records of the membership.

E. The Treasurer shall:

1. Be custodian of all association funds.

2. Receive all monies and disburse funds only upon the sanction of the Board of Directors or the membership.
3. Submit written reports at each regular meeting.
4. Submit books and records for audit when required.
5. File any and all tax forms required.
6. Perform other such duties as pertain to the office.

Section 4. Vacancy in Office.

- A. A vacancy in the office of President shall be filled by the President-Elect or Vice President who shall succeed to the office of President for the remainder of the term and then serve the full term for which elected.
- B. If a vacancy should occur in any other office, the vacancy shall be filled by the Board of Directors.
- C. Should an officer fail to perform the duties of the office or be unable to fulfill those duties, the Board of Directors upon a two-thirds (2/3) vote may remove the officer from office.

ARTICLE V Nominations and Elections

Section 1. Nominating Committee.

A. Nominations.

1. **Membership.** A Nominating Committee shall consist of a chairman without a vote who has previously served on a nominating committee, along with three (3) members.
2. **Duties.** The Nominating Committee shall submit at least one name for each position to be filled. The Nominating Committee shall report to the membership at their regular meeting in _____ [month]. Each candidate shall have consented to serve.
3. **Nominations from the Floor.** Nominations from the floor shall be permitted prior to the election. The candidate shall have consented to serve.
4. **Report.** The report of the Nominating Committee at the local association, following any description of the committee or the committee's work, shall be in a form similar to the following:

Nominating Committee Chairman – “Madame/Mr. President, as set forth in Article V, A. of the model local association bylaws, the Nominating Committee recommends the following slate of candidates for office for the 20_-20_ term. Candidates’ qualifications were previously provided and will not be read at this time.

For the office of President Elect: _____

For the office of Vice President _____

For the office of Secretary _____

Madame/Mr. President, this concludes the report of the Nominating Committee.

B. Elections.

1. Officers and directors shall be elected by ballot at the regular meeting in _____ [month].
2. In the event there is only one (1) candidate for any office, the officer may be elected by a voice vote.

ARTICLE VI Meetings

Section 1. Regular Meetings. The regular meetings of this association shall be held _____ [date, time (i.e. second Tuesday of the month)], unless otherwise ordered by the association or Board of Directors. *(Associations are allowed to meet other than monthly if that fits their association best).*

Section 2. Annual Meeting. The regular meeting in shall be known as the annual meeting and shall be for the purpose of installing officers, receiving reports of officers and committees, and for any other business that may arise.

Section 3. Special Meetings. Special meetings may be called by the President or by the Board of Directors and shall be called upon written request of _____ [percent] of members. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least three (3) days' notice shall be given.

Section 4. Quorum. _____ [percent] of the members shall constitute a quorum at any regular or special meeting.

Section 5. Electronic Meetings. The Board of Directors, officers, and committees are authorized to meet by telephone conference or through other electronic communications media as permitted by law.

Section 6. Representation at Meetings. This association shall be entitled to representation at the annual convention, regional conference, and council meetings of IAIP as outlined in Article IV, Section 2.A. and Section 3.A. The representative at the annual convention and the delegate and alternate at the regional conference and council meeting:

1. (Option 1) shall be elected by the membership.
2. (Option 2) shall be elected by the Board of Directors.

Section 7. Proposed Amendments. Members and/or local associations are entitled to propose amendments to the International bylaws as outlined in Article XV, Section 1.A. of the International bylaws. Proposed Amendments for the Council & Regional Bylaws may be made by associations as outlined in the regional and council bylaws.

ARTICLE VII Board of Directors

Section 1. Composition. The members of the Board of Directors shall consist of the officers and _____ [number] director(s).

Section 2. Duties. The Board of Directors shall:

- A. Supervise the affairs and conduct the business of the association between business meetings.
- B. Make recommendations to the membership.
- C. Be subject to the orders of the membership.
- D. Not act in conflict with actions taken by the association.
- E. Meet at a time and place determined by the Board of Directors.
- F. Perform the duties prescribed in these bylaws, the standing rules, and the parliamentary authority adopted by the association.

Section 3. Financial Authority. The Board of Directors shall have authority to:

- A. Expend funds allocated in the approved budget.
- B. Authorize non-budgeted expenditures not to exceed _____ [dollar amount] without prior approval of the membership.

Section 4. Quorum. A majority of the Board members, including at least two members of the Executive Committee, shall constitute a quorum.

Section 5. Vacancy.

- A. Vacancy of a board member other than an officer. If a vacancy should occur on the Board, the vacancy shall be filled by a vote of the remaining Board of Directors.
- B. Should a board member fail to perform the duties of the position or be unable to fulfill those duties, the board of directors upon a two-thirds (2/3) vote, may remove the board member from the board of directors.

OPTIONAL: Section 6. Fidelity Bond. It is recommended the Board of Directors secure a Fidelity Bond to meet the needs of the association.

ARTICLE VIII Committees

Section 1. Standing Committees. There may be the following standing committees: Bylaws, Education, Legislative, Long-Range Planning, Membership, Public Relations, Technology, Safety, and Young Professionals. These committees are no longer mandatory. Associations should have options to combine committee duties as they need; i.e., Legislative can be combined with Education, Safety can become part of Public Relations, and Bylaws and Long-Range Planning can be appointed committees.

Section 2. Duties of Standing Committees.

- A. **Bylaws Committee.** The Bylaws Committee shall consider all written proposed changes of the national, regional and council bylaws and shall present them to the

association with recommendations. It shall also review any local association bylaws changes and submit them for approval.

- B. Education Committee.** The Education Committee shall recommend and supervise educational programs and courses of study in insurance and related subjects. The Education Committee should promote IAIP's programs.
- C. Legislative Committee.** The Legislative Committee shall keep the membership advised of local, council and national legislation affecting the insurance industry, and shall promote a legislative program.
- D. Long-Range Planning Committee.** The Long-Range Planning Committee shall recommend goals to the Board of Directors to further the purpose of the association and IAIP as outlined in Article II of the International bylaws.
- E. Membership Committee.** The Membership Committee shall promote membership in the association. The committee may provide assistance in organizing new associations.
- F. Public Relations Committee.** The Public Relations Committee shall foster public relations and shall submit news items and photos of association activities to local press and insurance industry media.
- G. Technology Committee.** The Technology Committee shall be responsible for developing and monitoring the local association's web site.
- H. Safety Committee.** The Safety Committee shall foster safety programs.
- I. Young/New Professionals.** The Young/New Professionals Committee shall promote membership in IAIP among young professionals and/or new professionals to the industry (less than 5 years), and shall assist in the areas of leadership and career development.

ARTICLE IX Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the proceedings of IAIP in all cases to which they are applicable and in which they are not inconsistent with these bylaws, any special rules of order that IAIP may adopt, and any statutes applicable to this organization that do not authorize the provisions of these bylaws to take precedence.

ARTICLE X Amendment of Bylaws

- A. Amendments.** These bylaws may be amended at any regular meeting by a two-thirds (2/3) vote provided that the amendment has been submitted in writing at the previous regular meeting or has been mailed to the entire membership at least ten (10) days prior to the meeting at which it will be considered.
- B. Approved Amendments.** Approved amendments shall become effective immediately unless otherwise specified in the amendment. If any amendment to these bylaws causes them to conflict with IAIP bylaws & standing rules, regional or council bylaws, this document shall automatically conform to the IAIP bylaws. A copy of the revised bylaws must be sent to IAIP Corporate Centre immediately following adoption.
- C. Corrections.** Automatic changes in grammar and punctuation in these bylaws and

standing rules and/or amendments thereto which in no way alter their intent shall be effected by the board of this local association.

Article XI
Dissolution:

- A. To effect dissolution of this association, these bylaws must be rescinded by a majority vote of the voting membership after ten (10) days notification to each member. In the event of dissolution, the association shall notify the regional vice president, council director and IAIP Executive Director in writing indicating the reasons(s) for the dissolution and shall return the association charter and all IAIP materials to Corporate Centre within 30 days of the final dissolution date.
- B. The Board of Directors then holding office shall distribute the assets of the association remaining after the payment, satisfaction and discharge or adequate provision thereof, of all liabilities and obligations of the association to one or more corporations, societies or organizations operated not for profit which shall be deemed to further the field of insurance.

Standing Rules

Association standing rules should include administrative items such as:

- Budgeted expenses for representative at national meetings and delegate and alternates to council and regional meetings.
- Reservation procedures for dinner meetings.
- Anything specific to your local association.