

# **BYLAWS - NYAPPA**

## **Article I - Membership**

### **Section A - Classification of Membership**

*Regular Member* - An employee of a Member institution's staff routinely engaged in the administration and/or supervision of that institution's physical plant, subject to Article III of the Constitution, shall be termed a Regular Member.

*Authorized Voting Member* - A Regular Member, as defined in Article I of the By-Laws, who is designated as the Member institution's sole voting member at a meeting.

*Member Emeritus* - A person who has retired after having been a Regular Member. Status as a Member Emeritus shall be automatic upon a Regular Member's retirement.

*Honorary Member* - Honorary Member status may be extended to any non-member who has rendered meritorious service, subject to the recommendation of the Board of Directors and a majority vote of the Authorized Voting Members present and voting at the Annual Meeting.

*Corporate/Affiliate Member* - Membership may be offered on an annually renewable basis, subject to Board approval, to vendors or other organizations intent on promoting Facilities issues.

### **Section B - Rights and Privileges**

*Regular Member* - Regular Members shall be entitled to all rights and privileges including, but not limited to: holding office; receiving minutes, reports and publications; attending functions; sponsoring guests at functions; making and seconding motions; and extending membership invitations to non-members.

*Authorized Voting Member* - Authorized Voting Members shall be entitled to all the rights and privileges of Regular Members and to make and second nominations, and to vote on issues.

*Honorary Member* - Honorary members shall be entitled to attend all functions, engage in discussions, and receive minutes, reports, and publications.

*Member Emeritus* - Members Emeriti shall be entitled to attend all functions, engage in discussions, and receive minutes, reports and publications.

## **Article II - Finance**

Income - All income for the Association shall be derived from dues, registration fees, publication and advertising charges, exhibitor's fees, foundations, interest, public or private agencies, donations and special assessments.

All income shall be collected by the Treasurer or his/her designee and deposited in the bank account(s).

Special assessments shall be proposed by the Board of Directors and approved by a majority vote of the Authorized Voting Members present at the Annual Meeting.

The rates for all other income sources, except donations and interest, shall be established by the Board of Directors.

Disbursements - All disbursements of monies shall be made by the Treasurer or, in his/her absence, the Vice President.

All officers having signatory authority for the bank accounts(s) shall be bonded. The cost of such bonding shall be paid for by NYAPPA.

Routine disbursements shall be made by the Treasurer as a matter of course in conducting business.

Non-routine disbursements shall be made by the Treasurer at the direction of the Board of Directors.

If, in the opinion of the Board of Directors, the treasury should contain excess funds, the Board may make recommendations for the use of such funds. Recommendations for the use of excess funds require the approval of three-quarters (3/4) of the Board of Directors, present and voting, prior to being presented to the membership for approval. Final approval requires a majority vote of the Authorized Voting Members present and voting at the Annual Meeting.

## **Section B - Accounting**

The Treasurer shall be responsible for all funds and for the accounting of all income and disbursements.

The Treasurer shall present a financial report for income and disbursements at each meeting of the Board of Directors and at the Annual Meeting.

The Board of Directors shall make provisions for audits by a Certified Public Accounting firm as may be required or deemed necessary by the Board.

The audit report shall be presented to the Board of Directors by the Treasurer at the meeting following the completion of the audit and a review of the audit by the Treasurer, and to the Regular Members at the Annual Meeting following the presentation to the Board.

## **Section C - Fiscal Year**

The fiscal year shall be June 1 through May 31.

# **Article III - Officers of the Association**

## **Section A - The President**

The President is the executive officer and the President of the Board of Directors. He/she shall preside over all meetings, of the Board of Directors and of the Executive Committee.

He/she shall be responsible for the general supervision and direction of the affairs. If an event occurs between Board meetings that is not covered by the Constitution or the By-Laws, the President shall have authority to act, following consultation with all officers. The event and the action taken shall be reported at the next Board meeting. The Board shall determine whether to place the matter before the membership at the next Annual Meeting.

He/she shall keep the Regional Sub-Chapter officers informed of activities by letter. These duties may be performed by the Secretary at the President's direction.

He/she shall personally represent or appoint a representative of the conferences, meetings and ceremonies which require representation.

The Board of Directors, upon the recommendation of the President, shall authorize such attendance.

The Followings are the outlined term, duties and requirements for this position:

**Term:** Elected to hold office for a one term, period of two years.

**Duties:**

- Presides over all meetings of the Chapter, the Board of Directors and the Executive Committee.
- Ensures that the Board meets a minimum of four times annually, and as required.
- Sets the agenda for chapter related business.
- Selects the members of Standing Committees and appoints the Chairperson.
- Appoints the Director and the Alternate Director to fill board vacancies in consultation with the Board members.

**General Requirements:**

- Participates in the NYAPPA & SUNY/PPAA biannual conferences, which occur in the winter and summer of each year.
- Participates in the Chapter Board meetings four times a year (minimum) – two occurs in conjunction with each NYAPPA & SUNY/PPAA conferences.
- Participates in the SUNY/PPAA board meetings of the Summer and Winter Conferences.
- Participates in the ERAPPA Annual conference – which occurs in the fall of each year.
- Participates in the ERAPPA Mid-Year Meeting in March at the location of the upcoming ERAPPA Conference.
- Prepares the Annual Report and Newsletter (electronic) article for ERAPPA.
- Serves as a member of the ERAPPA Chapter Affairs Committee, attending ERAPPA meetings, and participating in monthly conference call.
- Serves as a member of ERAPPA Nominating Committee.
- Acts as a liaison Between NYAPPA and SUNY/PPAA.
- Appoints members to the various ERAPPA Committees.
- Authorizes to disburse funds for normal operating expenses as required.

## **Section B - The 1st Vice President**

The Followings are the outlined term, duties and requirements for this position:

**Term:** Elected to hold office for a one term, period of two years

**Duties:**

- Assists the President in his/her duties.
- Assumes the duties of President when President is absent.
- Serves on the Executive Committee.

**General Requirements:**

- Participates in the NYAPPA & SUNY/PPAA biannual conferences, which occur in the winter and summer of each year.
- Participates in the Chapter Board meetings four times a year (minimum) – two occurs in conjunction with each NYAPPA & SUNY/PPAA conferences
- Reviews the Bylaws and Constitution of the Chapter and recommend changes.
- Oversees the website meeting report update.

## **Section C - The 2nd Vice President**

The Followings are the outlined term, duties and requirements for this position:

**Term:** Elected to hold office for a one term, period of two years.

**Duties:**

- Assumes the duties of President when President and 1st Vice President are absent.
- Serves on the Executive Committee.
- Administrates the Chapter Recognition/ Award program as needed.
- Serves as co-chair with the Professional Development ERAPPA liaison to provide educational programs.

**General Requirements:**

- Participates in the NYAPPA & SUNY/PPAA biannual conferences, which occur in the winter and summer of each year.
- Participates in the Chapter Board meetings four times a year (minimum) – two occurs in conjunction with each NYAPPA & SUNY/PPAA conferences.

### **Section D - The Treasurer**

The Followings are the outlined term, duties and requirements for this position:

**Term:** Elected to hold office for up to three terms, period of two years.

**Duties:**

- Provides and maintains all NYAPPA payables and receivables, checkbook reconciliation, funds disbursements, tax-related filings
- Serves as a member of the Board of Directors and is a member of the Executive Committee.
- Provides report at each board meeting.
- Provide and distribute annual treasurer's report to membership at fall Chapter Business Meetings.
- Performs annual audit with the immediate past president and filing with IRS and State of New York as required.
- Maintains all required insurances.
- Acts as treasurer for ERAPPA Annual Meeting every nine year.

**General Requirements:**

- Participates in the NYAPPA & SUNY/PPAA biannual conferences, which occur in the winter and summer of each year.
- Participates in the Chapter Board meetings four times a year (minimum) – two occurs in conjunction with each NYAPPA & SUNY/PPAA conferences

### **Section E - The Secretary**

The Followings are the outlined term, duties and requirements for this position:

**Term:** Elected to hold office for up to three terms, period of two years.

**Duties:**

- Takes minutes of board meetings and conference calls and distributes them prior to the next meeting.
- Serves as a member of the Board of Directors and is a member of the Executive Committee.
- Provides all correspondence for scholarship acceptance/non-acceptance, completion, reimbursement forms and travel policy information.
- Maintains an up-to-date roster of members and member institutions and maintains an up-to-date mailing list.
- Informs membership about the nominations process for board members. Forward nominations received through this process to the nominating committee.
- Performs as the chapter historian for records of the members files, emeritus, awards and related information.
- Provides data for annual meeting attendees, etc. to President for preparing the annual report.

**General Requirements:**

- Participates in the NYAPPA & SUNY/PPAA biannual conferences, which occur in the winter and summer of each year.
- Participates in the Chapter Board meetings four times a year (minimum) – two occurs in conjunction with each NYAPPA & SUNY/PPAA conferences.

**Section F - Past Presidents**

The Followings are the outlined term, duties and requirements for this position:

**Term:** Holds office for a one term, period of two years, following serving in the position of Chapter President.

**Duties:**

- Serves as an Officer, a member of the Executive Committee.
- Serves as a voting member of the Board.
- Performs duties as assigned by the President.
- Oversee the audit along with the treasurer.
- Chairs the President and Emeritus Members Committee.

- Oversees the election process which are every other year at the summer Annual Meeting. At the time of elections, when nominations are closed, the vote shall be taken. The Past President shall record the vote which shall be cast by the spokesperson for each institution. The nominee with the majority of votes cast for each office shall be considered to be elected, and will be announced by the Past President. The Past President informs ERAPPA of the new officers immediately after election.

**General Requirements:**

- Participates in the NYAPPA & SUNY/PPAA biannual conferences, which occur in the winter and summer of each year.
- Participates in the Chapter Board meetings four times a year (minimum) – two occurs in conjunction with each NYAPPA & SUNY/PPAA conferences.

**Section G - President SUNY/PPAA**

The SUNY/PPAA President will be invited to sit on the Board as a non-voting member.

**Article IV - Board of Directors**

The Board of Directors shall meet at least four (4) times each fiscal year. They shall meet at the Annual Meeting and at such other times as the President may require.

The Board of Directors shall conduct all business, including but not limited to: selecting meeting sites; approving programs and carrying out directives required by the membership.

The actions of the Board of Directors shall be final on all business and procedural matters, non-routine expenditures and program matters. All questions affecting membership, non-routine expenditures, and Constitutional matters shall be drawn-up as recommendations by the Board to be placed before the membership for discussion and approval at the next Annual Meeting.

The Board of Directors shall rule on questions of policy which arise between Annual Meetings.

The Board may authorize the Treasurer to make non-routine expenditures from the treasury



between Annual Meetings. Such non-routine expenditures must be reported by the Treasurer to the membership at the Annual Meeting following the expenditure.

The Board of Directors may authorize the printing and the distribution of any material that will be of value to the members.

Eight (8) members of the Board of Directors and eight (8) Alternate Directors are appointed.

### **Section A - Director**

The Followings are the outlined term, duties and requirements for this position:

**Term:** Appointed by President to hold office for a period of two years. Directors shall be eligible for re-appointment for additional term.

#### **Duties:**

- Serves as chapter liaison to the membership from associated regions.
- Assists the chapter officers with the governance of the chapter through meetings and conference calls.
- Maintains and solicit updates for membership.
- Serves on the committees as designated.
- Assists in contacting schools from state regarding future chapter meeting hosting opportunities.
- Contributes to the continued success of the chapter.
- One Director, as appointed by the President, acts as liaison for ERAPPA Technology Committee.
- One Director, as appointed by the President, acts as liaison for ERAPPA Professional Development Committee.
- One Director, as appointed by the President, acts as liaison for ERAPPA Membership Committee.

#### **General Requirements:**

- Participates in the NYAPPA & SUNY/PPAA biannual conferences, which occur in the winter and summer of each year.
- Participates in the Chapter Board meetings four times a year (minimum) – two occurs in conjunction with each NYAPPA & SUNY/PPAA conferences.

## **Section B - Alternate Director**

The Followings are the outlined term, duties and requirements for this position:

**Term:** Appointed by President to hold office for a period of two years. Alternate Directors shall be eligible for re-appointment for additional term or as Director.

### **Duties:**

- Assumes the same duties as the Director
- Serves as chapter liaison to the membership from associated regions.
- Assists the chapter officers with the governance of the chapter through meetings and conference calls.
- Maintains and solicit updates for membership.
- Serves on the committees as designated.
- Assists in contacting schools from state regarding future chapter meeting hosting opportunities.
- Contributes to the continued success of the chapter.

### **General Requirements:**

- Participates in the NYAPPA & SUNY/PPAA biannual conferences, which occur in the winter and summer of each year.
- Participates in the Chapter Board meetings four times a year (minimum) – two occurs in conjunction with each NYAPPA & SUNY/PPAA conferences.

## **Article V - Executive Staff**

The Board of Directors may appoint an Executive Director to serve at their pleasure. The Board may also hire consultants if deemed in the best interest.

## **Article VI - Meetings**

The Association's Annual Meeting shall be designated as the "Business Meeting". The first order of new business at the Annual Meeting shall be the election of officers. The last order of business shall be the induction of the newly elected officers. The Annual Meeting shall be conducted by

the outgoing President until the completion of the program. Newly elected slate of officers will assume their new positions at the close of the Chapter Meeting at the annual ERAPPA meeting. The outgoing President shall induct the newly elected officers and the newly appointed directors into office and present them.

## **Article VII - Elections**

### **Section A - Term of Office (In Succession)**

The Office of President shall be a two (2) year term, and shall be automatically succeeded by the 1st Vice-President.

The Office of the Vice-President shall be a two (2) year term, and shall be automatically succeeded by the 2nd Vice President.

The 2nd Vice President shall be a two (2) year term and maybe succeeded by the Treasurer.

The Office of Treasurer shall be a two (2) year term. Maximum three terms

The Office of Secretary shall be a two (2) year term. Maximum three terms

### **Section B - Nominations**

The Board of Directors, at their meeting prior to the Annual Meeting in odd-numbered years, shall constitute itself as a nominating committee. They shall select a slate of officers to fill expired terms as in Article VII, Section A, of the By-Laws.

Prior to the first of May, the Secretary shall post on the Web Site the slate of officers recommended by the nominating committee and that additional nominations for officers are in order. Additional nominations shall be forwarded to the Secretary by the first of June. The slate of officers recommended by the nominating committee plus nominations forwarded to the secretary shall be presented to the membership at the Annual Meeting and voted upon.

Nominations may be made from the floor only by an Authorized Voting Member. A nominee's name may be placed on the ballot ONLY with the nominee's consent.

### **Section C - Voting**

When nominations are closed the vote shall be taken. The Secretary shall record the vote which shall only be cast by Authorized Voting Members. The nominee with the majority of votes cast for each office shall be elected.

If no candidate has a majority, or the vote is a tie, a new vote shall be taken considering only the top two candidates for that office.

If a tie vote cannot be resolved after two additional ballots, the Board of Directors, less the unresolved office, shall meet immediately following the Annual Meeting and, by secret ballot, elect a nominee to fill that office.

### **Section D - Eligibility**

The officers, except for the Treasurer and Secretary, may not be nominated or elected to a third term in the same office held. They may, however, be considered for a different office and hold that office. After two (2) years in which elected office is held, an individual may be considered for any office.

It is preferred that no two office holders or members of the Board of Directors may be from the same institution, except for the Past President. If the above situation should arise, it must be approved by a majority vote of the Board of Directors present at the Annual Meeting each year it occurs.

When a vacancy occurs in any office, in the Board of Directors, or in any committee, the President may, subject to the concurrence of the Board, appoint a successor for the remainder of the term.

The appointee may be from the same institution as the previous office holder or another present member of the Board of Directors.

Any member appointed to complete a term of an office holder may be elected to a regular term of that office as though he/she had not served.

## **Article VIII - Committees**

Standing committees are established by the Board of Directors. The Board of Directors shall select the members of Standing Committees. The membership of each standing Committee expires when the term of office of the President under which they were appointed ends.

The Board of Directors shall designate such temporary committees as may be required. Upon presenting a final report to the Board of Directors such committees shall be automatically dissolved.

The committee life extends from one President to the next, or until the presentation of a final report.

The President appoints the members of such committees and designates the Chairperson.

The President may, with the consent of the Board, add members to Standing Committees. He/she shall fill vacancies as they occur prior to the next Board meeting. He/she may designate additional members, fill or not fill vacancies, as he/she desires to temporary committees.

Any Member, or all members of any committee, may be from the same institution.

As a minimum, the Board of Directors shall establish the following standing committees:

- Professional Development Committee
- Membership and Business Partners Committee
- President and Emeritus members Committee
- Technology Committee
- Scholarship Committee

### **Section A- Professional Development Committee Chair**

The Followings are the outlined term, duties and requirements for this position:

**Term:** Appointed by President

**Duties:**

- Encourages and attracts new institutions to host educational programs.
- Seeks new, innovative and pertinent educational programs to benefit the NYAPAP membership.
- Collaborates with the Scholarship Committee in providing scholarship program.
- **Works with SUNY/PPAA in coordinating the Educational programs.**
- Represents the NYAPPA on the ERAPPA Professional Development Committee.
- Provides support to Chapter Host Committees for CEU certification if required.
- Contributes articles for the chapter's website.

**General Requirements:**

- Participate in the NYAPPA & SUNY/PPAA biannual conferences, which occur in the winter and summer of each year.
- Participates in the Chapter Board meetings four times a year (minimum) – two occurs in conjunction with each NYAPPA & SUNY/PPAA conferences.
- Participates in the ERAPPA Annual conference – which occurs in the fall of each year.
- Participates in the ERAPPA Mid-Year Meeting in March at the location of the upcoming ERAPPA Conference.
- Participates in the ERAPPA Committee Conference Calls as necessary.

## **Section B- Membership and Business Partners Committee Chair**

The Followings are the outlined term, duties and requirements for this position:

**Term:** Appointed by the President

**Duties:**

- Maintains current membership list/working with State Directors.
- Retains and recruits engaged institutions.
- Provides orientation to individual members/business partners.

- Represents NYAPPA on the ERAPPA Membership Committee.
- Follows up on members that do not renew or have less involvement.
- Collaborates with host institutions and conference planner in support of their Business Partner venues, as needed.
- Assists host institutions with procuring sponsorships for conference events.
- Maintains a working relationship with Business Partners, as the liaison between them and the chapter board.
- Develops venues to enhance healthy collaboration within the chapter institutions and Business partners.
- Contributes articles to the chapter's website.

**General Requirements:**

- Participates in the NYAPPA & SUNY/PPAA biannual conferences, which occur in the winter and summer of each year.
- Participates in the Chapter Board meetings four times a year (minimum) – two occurs in conjunction with each NYAPPA & SUNY/PPAA conferences
- Participates in the ERAPPA Annual conference – which occurs in the fall of each year.
- Participates in the ERAPPA Mid-Year Meeting in March at the location of the upcoming ERAPPA Conference.
- Participates in the ERAPPA Committee Conference Calls as necessary.

**Section C- President and Emeritus Members Committee Chair**

The Followings are the outlined term, duties and requirements for this position:

**Term: Immediate Past President and Past Presidents.**

**Duties:**

- In collaboration with the President, develops agenda items for the committee such as promotional materials, newsletters articles, etc.
- Welcomes new members and first time attendees to the Annual meetings.
- Acts as the liaison between emeriti/ae and the chapter board.
- Maintains a listing of contact information for emeriti/ae.
- Coordinates opportunities for emeriti/ae to meet (generally semiannual lunches).
- Contributes articles to the chapter's website.

**General Requirements:**

- Participates in the NYAPPA & SUNY/PPAA biannual conferences, which occur in the winter and summer of each year.
- Participates in the Chapter Board meetings four times a year (minimum) – two occurs in conjunction with each NYAPPA & SUNY/PPAA conferences.

### **Section D- Technology Committee Chair**

The Followings are the outlined term, duties and requirements for this position:

**Term: Appointed by the President.**

**Duties:**

- Is responsible for Information Technology (WEB Site) and the Newsletter.
- Maintains, updates and operates the Chapter List Serve.
- Communicates through web pages, e-mail, social media and other electronic delivery methods.
- Coordinates with and trains board members and committee members on the use of electronic services.
- Procures, manages and maintains multiple electronic communication systems.
- Contributes and posts articles for the chapter's website).
- Represents NYAPPA on the ERAPPA Communications & Technology Committee.

**General Requirements:**

- Participates in the NYAPPA & SUNY/PPAA biannual conferences, which occur in the winter and summer of each year.
- Participates in the Chapter Board meetings four times a year (minimum) – two occurs in conjunction with each NYAPPA & SUNY/PPAA conferences.
- Participates in the ERAPPA Annual conference – which occurs in the fall of each year.
- Participates in the ERAPPA Mid-Year Meeting in March at the location of the upcoming ERAPPA Conference.
- Participates in the ERAPPA Committee Conference Calls as necessary.



## **Section E- Scholarship Committee Chair**

The Followings are the outlined term, duties and requirements for this position:

**Term: Appointed by the President**

**Duties:**

- Develops appropriate scholarship programs in collaboration with the Professional Development Committee.
- Develops and maintains the application from on the website.
- Promotes and communicates the programs to the members through list serve, web pages, e-mail, etc.
- Reviews the applications, award and inform the awardees.
- Receives and reviews member scholarship applications and makes recommendations to the full board for approval.
- Contributes articles for the chapter's website.

**General Requirements:**

- Participates in the NYAPPA & SUNY/PPAA biannual conferences, which occur in the winter and summer of each year.
- Participates in the Chapter Board meetings four times a year (minimum) – two occurs in conjunction with each NYAPPA & SUNY/PPAA conferences.

## **Article IX - Awards**

The Board of Directors may appoint a committee to select individuals who have performed outstanding services, duty or assistance. Such individuals need not be members. The Board shall determine whether the value of such services, duty or assistance is sufficient to merit the award of a Distinguished Service Certificate. If it is so determined, the President shall present such award at the Annual Meeting.

The Board may direct the President to forward a letter of appreciation for service not meriting a Distinguished Service Certificate.

Not more than one Distinguished Service Certificate shall be awarded in any one fiscal year.

## **Article X - Regional Sub-Chapters**

Member institutions from regions of the State having the same telephone area code may petition the Board of Directors for approval to form Regional Sub-Chapters.

Membership in NYAPPA or APPA shall NOT be a requirement for membership in a Regional Sub-Chapter.

Regional Sub-Chapters shall NOT be required to pay dues to for the purpose of recognition.

Regional Sub-Chapters may not act or speak for NYAPPA.

In order to qualify for recognition as a Regional Sub-Chapter, a group must have written statement of purpose and elected officers.

## **Article XI - Amendments**

Amendments to the Constitution and the By-Laws may be proposed by the Board of Directors or any Authorized voting Member. Authorized Voting Members shall forward proposals to the Secretary who shall present them to the Board. The Board will prepare each proposed amendment for presentation to the membership at the next Annual Meeting.

Proposed amendments to the Constitution shall be forwarded by the Secretary to all member institutions at least thirty (30) days prior to the next Annual Meeting. The proposed amendments shall be presented at the meeting for discussion, change, alteration or rewording, and voted upon. A two-thirds (2/3) vote of Authorized Voting Members present and voting is necessary to approve.

Amendments to the By-Laws may be presented at the Annual Meeting and may be proposed from the floor. An Amendment to the By-Laws may be adopted by a simple majority vote except where a greater majority may be required by the By-Laws.

Any and all articles, sections or paragraphs of these By-Laws may be repealed or amended by a vote of two-thirds (2/3) of the Authorized Voting Members of NYAPPA, present and voting, after a notice of the proposed amendment is given in writing not less than thirty (30) days prior to the meeting.

Any and all articles, sections or paragraphs of these By-Laws may be repealed or amended by a vote of two-thirds (2/3) of the Authorized Voting Members via a mail ballot of the Authorized Voting Members after a notice of the proposed amendment is presented in writing not less than thirty (30) days prior to the designated return date of the ballots.

Any and all articles, sections or paragraphs of these By-Laws may be repealed or amended by a vote of two-thirds (2/3) of the Authorized Voting Members via an electronic ballot of the Authorized Voting Members after a notice of the proposed amendment is presented in writing not less than thirty (30) days prior to the designated return date of the ballots.

Amended June 13, 2018

Signatures

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(Signature) (Position) (Date)

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(Signature) (Position) (Date)