

Idaho Public Purchasing Association Constitution and By-Laws



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CONSTITUTION AND BY-LAWS

ARTICLE I – NAME

1. The name of this Chapter shall be the Idaho Public Purchasing Association, Inc. (IPPA), Chapter of NIGP – National Institute of Governmental Purchasing (NIGP).

ARTICLE II – OBJECTIVE

1. The objectives of this Chapter are to establish cooperative relationships among its members for the development of efficient procurement methods and practices in the field of educational, governmental, and public institutional procurement; to encourage maintenance of ethical standards in buying and selling; to promote uniform public procurement laws and simplified standards and specifications; to collect and disseminate useful information for its members; to promote the interchange of ideas and experiences within the procurement profession; to encourage procurement research and investigation; to sponsor such other activities as may be useful in providing its members with knowledge for efficient procurement; and to strive to advance the procurement profession by all legitimate means.
2. In order to accomplish the foregoing charitable and educational purposes, and for no other purpose or purposes, IPPA shall also have all of the powers granted to nonprofit corporations/associations by applicable state law; provided, however, that IPPA shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of IPPA or consistent with Internal Revenue Code § 501 (c)(3) tax-exempt status.

ARTICLE III – MEMBERSHIP

1. The Membership shall consist of regular, honorary, retired, and student memberships.
2. Regular Membership. Membership in the Chapter shall be open to:
 - A. All public institution procurement personnel in the State of Idaho, including Federal, State, City, County, and any other public political subdivisions of the State, including, but not limited to school districts; highway districts; port authorities; instrumentalities of counties; or any political subdivision created under the laws of the State of Idaho;
 - B. Full-time employees of any NIGP member agencies provided they spend the majority of their time involved in contracting, the procurement process, or the materials management function.
 - C. A regular member shall pay annual dues and is eligible to vote and may run for any position on the Board.

3. Honorary Membership. Honorary one year membership may be conferred upon individuals who have made distinguished contributions to the procurement profession or this Chapter. The Board of Directors will consider nominations for honorary membership. Upon their recommendation, the nomination must be approved by a two-thirds (2/3) majority of the Board present at a regular meeting. Honorary members shall be entitled to vote, but not hold office, and shall be exempt from payment of fees and dues.
4. Retired Membership. Retired membership may be conferred upon members of this chapter upon their retirement from public procurement, upon written request for such membership, and upon recommendation of the Board of Directors. Retired members shall be entitled to vote, but not hold office, and shall be exempt from payment of fees and dues.
5. Student Membership. Student membership shall be open to students enrolled part-time or full-time in an accredited community college, college, or university and who are actively pursuing a degree in supply chain management, business, public administration, or related field of study. Applicants must supply a copy of their current unofficial transcript showing credit hours currently carried. Student members shall be entitled to vote, but not hold office, shall be exempt from payment of fees and dues, and must be reviewed annually.
6. Admission. An applicant becomes a member in good standing upon acceptance of the application by the Board of Directors and payment of dues, if applicable.

ARTICLE IV – OFFICERS AND ADMINISTRATION

1. The Officers of the Executive Board shall be a President, a Vice President, a Secretary, a Treasurer, two Directors-at-Large and an Immediate Past President.
2. The Committee Chairs shall consist of Professional Development, Membership, Events, Scholarship, Elections, Communications, Awards and others as appointed by the President.
3. Board of Directors. The Executive Board, along with the Committee Chairs shall collectively be called the Board of Directors and shall consist of no more than fifteen (15) members. The Board will be the governing body of this Chapter. The President, Vice-President, and one other Officer must hold National NIGP Membership in order to run for and hold office. The President shall Chair the Board. The Board shall control and manage the affairs and finances of the Chapter and shall take action that will serve the best interest of the Chapter and its members. Each member of the Board will have one vote in Board decisions. Tie votes of the Board will be decided by the President. The Board of Directors shall have no authority to cause indebtedness of the Chapter unless such expenditures or commitment of indebtedness is approved in advance by two-thirds (2/3) majority vote of the members present at a regular meeting.
4. Duties:

- A. The President shall exercise a general supervision over the affairs of the Chapter, preside over all meetings of the Chapter, be an ex-officio member of all committees, and perform all duties incidental to the office of President.
- B. The Vice President shall assume duties of the President at meetings and events in the absence of the President, and perform such duties as are assigned to him/her by the President.
- C. The Secretary shall maintain a written record of the proceedings of all meetings of the Board and of the Chapter and perform such duties as may be assigned by the President or Board of Directors.
- D. The Treasurer shall be responsible for the accounting of the funds of the Chapter, shall maintain a complete and accurate record of receipts and disbursements, and shall render a true and complete report relative to the affairs of his/her office at each meeting.
- E. The Directors-at-Large shall act in an advisory capacity and shall attend all Board of Directors Meetings.
- F. The Committee Chairs and Immediate Past President shall assist in the decision making process and serve as committee chairperson or committee members as assigned by the President.

ARTICLE V – ELECTION OF OFFICERS

1. Officers and Directors-at-Large shall be elected annually during the month of December from a slate of candidates presented by the Elections Committee and by any eligible members nominated by the current membership.
2. No member of this Chapter shall be considered for office unless he or she has been a regular member in good standing preceding the election.
3. No more than two members from the same organization may serve as officers at the same time.
4. Election shall be by majority vote of the regular members, honorary members, retired members, and student members in good standing voting in the election. Ballots may be distributed by physical or electronic means and may also be accessed via the Chapter website. In order to be valid, ballot must be submitted by U.S. Postal delivery, commercial parcel service, hand delivery, facsimile, email, or through the website so as to be received by the Chapter prior to the end of the election.
5. If there is a tie vote, the tie will be broken by a majority vote by the Board of Directors. If there is a tie vote within the Board of Directors then the President shall choose between the candidates.

6. In the event that there is only one eligible and willing candidate for an available position, the Board of Directors may declare a “no contest” and the election is suspended for that position. The candidate will assume the vacant office without a general election.
7. If there are no eligible and willing candidates for a vacant position, position may be filled by appointment of the President and majority approval of the Board of Directors.

ARTICLE VI – TERM OF OFFICE

1. The term of office of all Officers, Chairs and Directors shall commence on January 1st, following the December election.
2. The term of office of all Officers shall be for a period of two years with one-half of the Officers being elected each year.
3. One Director-At-Large will be elected for a period of one year and one Director-At-Large will be elected for a period of two years.

ARTICLE VII – VACANCIES

1. Vacancies shall be filled by appointment of the President and majority approval of the Board of Directors.

ARTICLE VIII – DUES

1. Members will be assessed annual dues on an individual basis. The amount of dues will be set by a majority vote of the members present at a regular meeting upon recommendation of the Board of Directors.
2. In order to remain a member in good standing, annual dues for the current fiscal year must be paid by December 15th.

ARTICLE IX – FUNDS

1. The Chapter shall maintain a bank account with at least two Officers’ signatures registered, to include the President and Treasurer.
2. The outgoing Treasurer and the incoming President and Treasurer will conduct a joint audit of the funds prior to transfer of accountability at the beginning of a new term. The results of the joint audit will be presented to the Board of Directors for approval.

ARTICLE X – MEETINGS

1. The Chapter shall meet approximately four times per year. The date and location of the Meeting is to be determined by the Board of Directors or by designated Committee Chair tasked with organizing chapter meetings.

ARTICLE XI – COMMITTEES

1. The President will appoint all Committee Chairs. Committees are filled by volunteer members.
2. The Committee Chairs are voting members of the Board of Directors. If serving as dual capacity as an Officer, or Director-at-Large, only one vote can be cast. If serving as co-chairs only one vote from the committee as a whole.
3. Standing Committees. Standing committees shall consist of, but not be limited to:

A. Professional Development

The Professional Development Committee's primary responsibilities are to plan, establish, and coordinate educational programs, subject to approval by the Board, which further the knowledge, expertise, and professionalism of the Membership, such as organizing workshops and NIGP seminars and promoting certification (CPPB, CPPO, NIGP-CPP) of the Chapter members. Responsibilities shall include making arrangements for instructors, securing venues for trainings, and arranging for audio-visual aids, panels and/or other appropriate preparations to achieve the desired objectives. The Committee Chairperson shall make periodic progress reports to the President on the status of the Committee's activities.

B. Membership

The Membership Committee's primary responsibilities are to organize an effective recruitment program, to prepare materials for distribution to potential members, to help familiarize new members with the Chapter, and to work with the President on Membership concerns. The Committee shall be responsible for collecting membership dues, conveying dues to the Treasurer for deposit, and sending out delinquent notices where necessary.

C. Events

The Events Committee's primary responsibilities are to be responsible for coordinating all conferences, workshops, social, charitable, and fundraising events for the Chapter.

D. Scholarship

The Scholarship Committee's primary responsibilities are to maintain the scholarship program, track and coordinate the review of scholarship applicants.

E. Elections

The Elections Committee's primary responsibilities are to gather nominations for office, establish a ballot of eligible and qualified candidates, and conduct the election process on behalf of the Chapter.

- i. The Committee shall receive and evaluate recommendations from the Membership regarding individuals suggested for candidacy.
- ii. The Committee shall select at least one candidate for each office for which the term is expiring. The slate of nominees will be turned over to the President no later than five (5) days prior to December 1st.
- iii. No changes on this slate may be made after submission to the President, except at the request of the nominee.
- iv. Nominations may be made by electronic submission to the committee chair but only if the nominee has given express permission that his/her name be placed in nomination.
- v. The Committee shall prepare and distribute ballots either by physical or electronic method.
- vi. The Committee shall receive the ballots either by physical or electronic method during the December election period. Dates are to be determined by the Board of Directors, but must occur prior to December 15th.
- vii. The Committee shall tally the ballots and submit the results to the Board of Directors and Membership.

F. Communications

The Communications Committee's primary responsibilities are to inform the Membership of Chapter cultural and educational activities as well as social events. The Communications Committee shall collect articles, prepare, edit and publish the Chapter's newsletter. The Committee shall collect and send articles to members' local newspaper, to NIGP, etc., to publicize individual achievements, as well as those of the Chapter. The Committee Chairperson shall make periodic progress reports to the President on the status of the Committee's activities.

G. Awards

The Awards Committee's primary responsibilities are the development and administration of procedures, criteria and the final selection of recipients for annual Chapter awards. The Committee shall also coordinate submission of the NIGP Awards.

H. Legislative

The Legislative Committee's primary responsibilities are providing regular communication and feedback to the Board of Directors on pertinent legislation. The committee shall also evaluate suggested changes made by membership to present to the legislature and organize and lead legislative-related events.

4. Additional Committees/Task Forces. The President, as required, may appoint additional committees and/or task forces.

ARTICLE XII – MEETING PROCEDURES

1. A majority of the Board of Directors must be present to constitute a quorum.

2. Any member in good standing can submit items to be placed on the agenda by contacting the President. The President will let the member know which month the item will be placed on the agenda. The member may be present at the identified meeting to present the topic for consideration.
3. The Board of Directors, members of IPPA in good standing, and guests are welcome to participate in discussions at the monthly Board Meetings. Only Board Members make motions, amend motions, second motions and vote on motions.
4. The affirmative vote of a majority of the Board of Directors present is required for transacting business.
5. Robert's Rules of Order shall govern all meetings of the Chapter.

ARTICLE XIII – AMENDMENTS

1. Any proposed amendment to the Constitution and By-Laws must be submitted in writing to the Membership and shall be voted on at a regular meeting or by electronic method. The voting period shall not be less than fourteen calendar days after the distribution of the proposed amendments.
2. The Constitution and By-Laws may be amended by a two-thirds (2/3) majority of the members following receipt of proposed changes.
3. No provision of the Constitution or By-Laws to be amended shall be inconsistent with IPPA's status as a nonprofit, tax-exempt corporation under Internal Revenue Code § 501(c)(3) or be in conflict with the NIGP mission and purposes. All amendments or changes to the By-Laws are subject to approval by NIGP prior to adoption.

ARTICLE XIV – DISSOLUTION

1. IPPA may dissolve upon approval of three-fourths (3/4) of IPPA members eligible to vote.
2. In the event that IPPA dissolves and after satisfaction of all outstanding debts, any remaining funds and accounts receivable, upon collection, shall be disposed in the following manner:
 - A. Shall be remitted to National Headquarters of the National Institute of Governmental Purchasing, Inc., a Wisconsin nonprofit corporation, if NIGP is then exempt from federal income tax under §501(c)(3), and contributions to NIGP are then deductible under §170(c)(2) of the Internal Revenue Code of 1986, for the corporation's/association's charitable and educational purposes; and if not:

- B. Donated to any similar charitable, tax-exempt organization exempt from federal income tax under §501(c)(3), and to which contributions are then deductible under §170(c)(2) of the Internal Revenue Code of 1986, designated by a simple majority vote of the regular membership present at the final meeting.

Original: May 12, 1981

Amended: February 6, 2004

Amended: September 9, 2004

Amended: December 8, 2004

Amended: February 5, 2008; article III; VIII

Amended: February 11, 2009; article IV, V, VII

Amended: August 26, 2010; article II (2); article XIII (3) addition of Article XIV – Dissolution

Amended: January 10, 2017; article IV(2); article V(4)(7); Article VII(1); Article X(1); Article XI(1)(2)(3)(4); Article XIII(1)(2)

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