

## **CHAPTER BYLAWS (Revised November 2010)**

AITP - Association of Information Technology Professionals  
WASHINGTON, DC CHAPTER

### ARTICLE I. NAME OF CHAPTER

The name of this chapter shall be:

AITP - Association of Information Technology Professionals --Washington DC Chapter, #90, hereinafter referred to as the "chapter".

### ARTICLE II. PURPOSES AND LIMITATIONS

#### SECTION 1. PURPOSES:

The purposes of this chapter shall be those purposes set forth in the Articles of Incorporation and Association Bylaws of the Association of Information Technology Professionals (AITP), hereinafter referred to as the "Association" and to:

1. 01 Provide cooperation in achieving the objectives of the Association.
1. 02 Assist the Association in the setting up and carrying out of its various programs and activities.
1. 03 Provide cooperation with the Association in the development of technical and educational material for the field information processing, and the encouragement of sound, proper, and ethical practices.
1. 04 Provide the necessary organization and leadership to facilitate the exchange of information and experience among members to advance and benefit the field of information processing.
- 1.05 Encourage the advancement of the profession of information processing.
- 1.06 Organize and conduct courses of study for the profession and public under the direction and supervision of the Association.

#### SECTION 2. LIMITATIONS:

- 2.01 All actions of this chapter shall be consistent and in conformance with Association documents and practices.
- 2.02 The chapter shall not obligate or otherwise make the Association liable for any expenditures or commitments, unless such expenditures or commitments shall first have been approved by the Association.
- 2.03 The chapter shall not undertake any action or practices which would cause it to be

no longer eligible for exemption from the payment of federal income taxes as a tax exempt organization within the meaning of section 501 (c) (6) of the Internal Revenue Code of 1986 as amended, or the corresponding provisions of any future United States revenue law.

- 2.04 Neither the chapter nor the Association shall pay, assume or become responsible for the personal or unapproved debts or liabilities of any individual member of the chapter.

### ARTICLE III. ORGANIZATION

#### SECTION 1. CHAPTER ORGANIZATION:

This chapter is chartered for the jurisdiction of Washington, DC by the Association with approval of the Association Board of Directors following submission of its Bylaws to Headquarters and their approval as prescribed in Article XVI.

#### SECTION 2. CHAPTER REQUIREMENTS/LIMITATIONS:

- 2.01 The chapter accepts and subscribes to the Association Bylaws.
- 2.02 The Bylaws and Operating Procedures of this Chapter shall not be in conflict with Association Bylaws.

#### SECTION 3. REVOCATION/DISSOLUTION:

The Association, by action of the Board of Directors, may revoke the charter of the chapter:

- a) after a request of the chapter or if the chapter violates the substance or spirit of the Association Bylaws, Policies or Procedures.

### ARTICLE IV. MEMBERSHIP

#### SECTION 1. CLASSES OF MEMBERSHIP:

1. 01 There shall be two classes of membership:  
Regular  
Honorary
1. 02 Each membership shall be in the name of an individual and each member shall be approved individually.
1. 03 Certain categories of honorary membership qualify for reduced Association dues as determined by the Association Board of Directors.

#### SECTION 2. HONORARY MEMBERSHIP:

Honorary membership in this Chapter shall be granted at the discretion of the Chapter Board of Directors to those persons of good character who qualify for honorary membership pursuant to the Association bylaws. Includes Lifetime, Senior, or Emeritus Member.

### SECTION 3. APPLICATION FOR MEMBERSHIP:

The Association's Application for Membership Form must be accompanied by payment of all applicable dues and should be forwarded to the chapter or mailed directly to the Association.

### SECTION 4. SUSPENSION OR TERMINATION OF MEMBERSHIP:

The Board of Directors of the chapter shall have the power to suspend or expel from the chapter any member for conduct contrary to the best interests of the chapter and the Association. Such action shall be taken in accordance with procedures established by the Association prior to the chapter taking action.

### SECTION 5. CONTINUING MEMBERSHIP:

A Chapter member, upon transfer, promotion, or retirement from active information processing activities, may continue as a member in good standing of the chapter except as otherwise provided in the bylaws and standing rules.

## ARTICLE V. GOVERNING BODY

### SECTION 1. BOARD OF DIRECTORS:

- 1.01 The Board of Directors of the chapter shall consist of the elected officers and the Immediate Past President.
- 1.02 The Board of Directors of the chapter shall manage the affairs and assets of the chapter. A majority of the Board members present at a duly called meeting with a quorum present shall approve all expenditures, but never more than available funds and shall be the act of the Board of Directors, unless the vote of a greater number is required by the Articles of Incorporation or these Bylaws.
- 1.03 The Chapter Liaison shall be a member in good standing and shall be elected or appointed by the Board of Directors of the chapter for an initial term of one year and may be reelected or reappointed for additional terms of one year each. If the Chapter Liaison is elected to an Association office or to a position on the Association Board of Directors, a new Chapter Liaison shall be appointed.

The chapter President may appoint, with the approval of the Board of Directors of

the chapter, a substitute Chapter Liaison to serve until the new Chapter Liaison is elected/appointed and installed. No person holding Regular membership in more than one chapter may be elected or appointed as a Chapter Liaison by more than one chapter.

## SECTION 2. ELECTION AND TERM OF OFFICE:

- 2.01 Officers and directors shall be elected prior to the end of the chapter fiscal year by the chapter membership from among the members in good standing. Officers shall serve for a term of one year and until his or her successor is elected. Newly elected officers and directors shall take office on the first day of the new fiscal year.
- 2.02 Election of officers shall occur at a business meeting of the members.
- 2.03 Nomination of officers shall be made by a nominating committee and/or from the floor at a business meeting of the members. A list of those persons nominated by the nominating committee shall be mailed to all members of the chapter at least thirty (30) days prior to the meeting.
- 2.04 A majority vote of those present and eligible to vote is needed to elect. If a majority is not attained, the candidate with the least number of votes is eliminated from consideration and another ballot shall be taken. Elimination of candidates having the same number of votes cannot occur if it leaves only one candidate for the next ballot.

## SECTION 3. REMOVAL OF OFFICERS AND DIRECTORS:

Any officer or director of the chapter, elected or appointed, may be removed by the person authorized to elect or appoint such officer or director whenever in their judgment the best interest of the chapter and the Association will be served.

Removal requires a two-thirds majority vote of the appropriate body at a regular or special meeting following notice that a purpose of the meeting is to remove the officer(s) or director(s).

Officers will be removed, automatically upon becoming 3 months past due on membership renewals. This removal does not require membership or Board approval.

## SECTION 4. VACANCIES:

In the event of a vacancy on the Board of Directors of the chapter, the remaining members of the Board shall appoint a replacement to fill such vacancy until the next annual election.

## ARTICLE VI. MANAGEMENT OF PROPERTY AND FUNDS ACQUISITION

### SECTION 1. MANAGEMENT OF ASSETS/FUNDS:

The chapter Board of Directors shall manage and control the assets of the chapter. Funds may be raised by annual dues or in any other manner approved by the chapter Board of Directors.

### SECTION 2. DUES/PAYMENT OF DUES/DELINQUENCY/RESIGNATION

- 2.01 All assessed dues for each member shall be forwarded to Association Headquarters.
- 2.02 The Board of Directors of the chapter may levy additional dues in whole dollar amounts upon chapter members for the sole benefit of the chapter, provided such benefits are for purposes consistent with the general aims and purposes of the chapter.
- 2.03 All assessed dues of the chapter shall be payable on such dates and in such manner as may be prescribed by the Board of Directors of the Association for Association dues, and by the chapter Board of Directors for chapter dues. Dues, if paid by someone other than the member, may be credited from one member to another when requested by the payer.
- 2.04 Members who have not paid their dues within three months after the final invoice, as determined by the Association, shall be dropped and shall cease to be members, and shall no longer be eligible for any membership benefits. The chapter and Association Headquarters shall cooperate in encouraging prompt payment of dues.
- 2.05 Any member may resign at any time, but such resignation shall not become effective until accepted by the Board of Directors of the chapter and all dues and obligations to the chapter and the Association have been paid in full. Those submitting resignations shall not be entitled to rebates of dues paid.

### SECTION 3. FISCAL YEAR:

The Chapter's fiscal year shall begin on January 1 and end on December 31.

### SECTION 4. LIABILITIES:

The Board of Directors of the chapter shall have no power to assume liabilities on behalf of the chapter for an amount in excess of the current funds of the chapter. The chapter shall never pay, assume, or become responsible for the personal or unapproved debts or liabilities of any individual member, officer, or director of the chapter.

In the event of the dissolution of the chapter, after paying or making provisions for payment of all liabilities of the chapter, the Board of Directors of the chapter shall distribute any remaining funds and assets of the chapter to the Association, or to such other organizations as shall at the time qualify as tax exempt under Section 501(c) (6) or Section 501(c) (3) of the Internal Revenue Code of 1986, or corresponding provision of any future United States revenue law, selected by a two-thirds majority approval of the chapter membership.

## ARTICLE VII.

### STANDING RULES AND OPERATING PROCEDURES

#### SECTION 1. ESTABLISHMENT OF STANDING RULES AND PROCEDURES:

The Board of Directors of the chapter may formulate standing rules and operating procedures to supplement these Bylaws, so long as they do not conflict with these Bylaws or with Association Bylaws and Operating Procedures. Each standing rule adopted shall become an appendix to these bylaws.

#### SECTION 2. APPROVAL PROCEDURES:

Standing rules and operating procedures may be adopted by a two-thirds vote of the Board of Directors of the chapter at any regular or special meeting of the Board. Notice of proposed changes shall be submitted to each member of the Board of Directors of the chapter at least ten days prior to such regular or special meeting.

## ARTICLE VIII. OFFICERS

#### SECTION 1. DESIGNATION:

The elected officers of the chapter shall be:

1. President
2. Executive Vice President
3. Vice President-Membership
4. Vice president-Communications
5. Secretary
6. Treasurer
7. Immediate Past President is an officer of the chapter's Board.
8. Chapter Liaison is an officer of the chapter 's Board

#### SECTION 2. DUTIES OF THE PRESIDENT:

The President shall be the chief executive officer of the chapter. The President shall preside at all meetings of the chapter and its Board of Directors, and shall call such meetings as he or she deems necessary. It shall be the duty of the President to exercise general supervision over the activities and welfare of the chapter and

keep in regular touch with the other chapter officers and members of the Board of Directors concerning matters of policy. The President shall be an ex officio member of all chapter committees, with the exception of the Nominating Committee and shall have the authority to dispense funds in the absence of the Secretary/ Treasurer. The President, or an appointee by the President, shall act as a representative of the chapter at activities at which activities of the local area chapters must be coordinated.

### SECTION 3. DUTIES OF THE EXECUTIVE VICE PRESIDENT:

The Executive Vice President shall, in the absence of, or during the incapacity of the President as determined by the Board of Directors, perform all duties and assume all responsibilities of the President until the Board of Directors shall revoke such authority. It shall be his or her duty to execute the planned program including necessary modification. This includes coordinating the arrangements such as booking speakers, presentations, films, and locations for the regular dinner meetings and special events.

Also, the Executive Vice President shall plan and develop the objectives and program for the succeeding year (e.g. Speakers and locations for regular dinner meetings and special events). He or she shall establish and be responsible for committees necessary to accomplish the above duties, including a Program Committee with an Arrangements sub-committee.

### SECTION 4. DUTIES OF VICE PRESIDENTS:

- 4.01 The Vice President of Membership shall be responsible for managing the various activities involved with promoting chapter membership. The Vice President of Membership shall forward all membership records to Association Headquarter promptly and maintain a file of the correct names and addresses of all chapter members.
- 4.02 The Vice President of Communications shall be responsible for managing the various activities involved with chapter communications, websites and professional development of Information Systems professionals.

#### SECTION 5. DUTIES OF THE SECRETARY:

The Secretary shall take the minutes and record attendance of all Board of Directors meetings. All chapter records, including archival records, not including financial and committee records, shall be under the control of the Secretary.

#### SECTION 6. DUTIES OF THE TREASURER:

The Treasurer shall receive and disburse the funds of the chapter, and shall keep and preserve proper vouchers and books of accounts. These shall be open to inspection by the Board of Directors of the chapter and subject to audit at any time by an auditing committee duly appointed by the President. The Treasurer shall deposit chapter funds in such banks as may be approved by the Board of Directors of the chapter and shall disburse money only for approved investments or upon approved vouchers and in accordance with procedures approved by the Board of Directors of the chapter. A monthly financial report shall be submitted to the Board of Directors of the chapter, an annual report to the chapter membership, a draft budget in December for the subsequent year, any required IRS forms and replies, and such reports as may be requested by the Association.

#### SECTION 7. DUTIES OF THE IMMEDIATE PAST PRESIDENT:

The Immediate Past President shall meet with the Board of Directors of the chapter and shall function to counsel and to serve in an advisory capacity to the President. The Immediate Past President shall meet regularly with the Board of Directors for the purpose of reviewing chapter operations and procedures and recommending to the chapter President any changes which are considered desirable for the more efficient operation of the chapter. The Immediate Past President shall chair the Nominating Committee.

#### SECTION 8. DUTIES OF THE CHAPTER LIAISON:

The chapter Liaison shall serve as the communication link between the chapter and the Association, represent the chapter at all scheduled Association meetings of the members and shall be responsible for making a full report of the annual membership meeting to the chapter Board of Directors.

#### SECTION 9. ADDITIONAL BOARD MEMBERS

Three additional voting board members may be appointed by the existing board. These members are considered members at large and will perform such duties as determined by the Board of directors.

### ARTICLE IX. MEETINGS

#### SECTION 1. ANNUAL BUSINESS:

An annual chapter business meeting for the election of officers and directors and for the transaction of other business concerning the affairs of the chapter shall be held once a year. The chapter shall send notice of the annual meeting to each member of the chapter at least thirty (30) days in advance of the meeting.

## SECTION 2. BOARD OF DIRECTORS:

The Board of Directors of the chapter shall meet a minimum of six times each year. The time, date, and location of each meeting shall be at the discretion of the chapter President who shall cause notice to be sent to each Director at least fourteen (14) days in advance of each meeting.

There shall be at least nine regular monthly meetings of the chapter membership. Eight of these meetings shall be instructive or promotional with respect to the purposes of the chapter. The time and place of meetings shall be determined by the Board of Directors of the chapter. All members shall be notified at least 20 days in advance as to the time, place, and program for each meeting.

## SECTION 4. SPECIAL MEETINGS:

Special meetings may be held at any time upon the authorization of the Board of Directors of the chapter, or by written request of 25% of the chapter membership. Notice shall be sent to chapter members at least ten (10) days in advance of the meeting.

## ARTICLE X. VOTING AND QUORUM

### SECTION 1. VOTING:

- 1.01 Each regular and honorary member in good standing shall be entitled to one vote on each matter submitted to a vote of the members.
- 1.02 At any meeting of members, a member entitled to vote may vote in person or by written proxy.
- 1.03 Unless otherwise provided by these Bylaws, the act of a majority of the members present in person or by proxy at a meeting at which a quorum is present shall be the act of the members.
- 1.04 A majority vote of the board members present at a duly called meeting with a quorum present shall approve the budget of the group, the expenditure of funds of the group, but never more than available funds, the assessment, if any, of dues for the group, and shall be the act of the Board of Directors of the chapter, unless the vote of a greater number is required by these Bylaws.

## SECTION 2. QUORUM:

- 2.01 At any meeting of the chapter, other than a Board meeting, those members in attendance constitute a quorum.
- 2.02 A majority of the Board of Directors of the chapter shall constitute a quorum at any meeting of the Board.

## ARTICLE XI. RULES OF ORDER

Rules contained in "Robert's Rules of Order, Revised", most current edition, shall govern in all cases to which they are applicable, provided they do not conflict with the Bylaws and Standing Rules of this chapter or the Association Bylaws.

## ARTICLE XII. COMMITTEES

### SECTION 1. STANDING COMMITTEES:

The President, with the approval of the Board of Directors of the chapter, shall appoint the chairperson of the following possible Committees from among the members of the chapter. The chairperson shall select the necessary number of members to complete each committee except as otherwise provided in this Article. These Committees shall perform such responsibilities as may be assigned by the chapter Board of Directors and shall be as follows;

1. 01 Nominating Committee -- whose duty it shall be, prior to the annual business meeting, to prepare nominations for directors and officers and ascertain the availability of such nominees to serve in those positions. The Nominating Committee shall be chaired by the chapter Immediate Past President and comprised of at least two regular members.
1. 02 Auditing Committee -- whose duty it shall be to audit the books of the chapter Treasurer at the close of the fiscal year shall be appointed annually.
1. 03 Bylaws Committee -- whose duty shall be to review the chapter Bylaws and make such recommendations as are necessary to keep the Bylaws up-to-date.
1. 04 Membership Committee -- whose duty shall be to promote and retain membership in the chapter and to submit applications for membership to the Board of Directors of the chapter in accordance with these Bylaws.
1. 05 Publicity Committee -- whose duty shall be to make certain that all membership meetings, as well as other activities, are duly publicized and that a monthly newsletter is provided to all members.

1. 06 Program Committee -- whose duty shall be to make all arrangements for regular meetings of the chapter and to establish educational programs for the chapter membership as well as for individuals interested in information processing.

## SECTION 2. STAFFING OF COMMITTEES:

Committee chairpersons, who shall be members in good standing of the chapter, shall be appointed by the President of the chapter or his/her designee. Committee members, who shall be members in good standing of the chapter and shall be appointed by the committee chairperson. Committee chairpersons may be removed from their responsibilities as considered necessary by written notification of any officer of the chapter with concurrence of the President of the chapter.

## SECTION 3. RESPONSIBILITIES OF COMMITTEES:

Goals and objectives of committees shall be set annually at officer planning meetings held for that purpose at the direction of the President of the chapter. Specific duties and structure of each committee within the chapter are as defined in these Bylaws and the Operating Procedures of the chapter.

## SECTION 4. REPORTING OF COMMITTEES:

The chairperson of each committee shall prepare written reports of the activities and recommendations of the committee, and shall present them at business meetings of the chapter.

## SECTION 5. SPECIAL COMMITTEES:

Additional committees, as necessary, shall be appointed by the chapter officer in charge, with the approval of the Board of Directors of the chapter. Some of these committees are described in Appendix A.

## ARTICLE XIII. RESTRICTIONS

This chapter shall not discriminate on the basis of race, sex, religion, national origin, age, or disability, and shall abstain from any political or labor affiliation or endorsements for public office.

## ARTICLE XIV. OFFICIAL PUBLICATIONS

The "DataLine", the chapter newsletter, shall be the official publication of the chapter.

## ARTICLE XV. RECORDS

The chapter shall keep correct and complete books and records of accounts and shall also keep minutes of the proceedings of its Board of Directors and Committees having any of the authority of the Board of Directors, and shall keep a record giving the names and addresses of the members entitled to vote. WASHINGTON, DC  
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## ARTICLE XVI. BYLAW AMENDMENTS

These Bylaws may be altered, amended or repealed, and new bylaws may be adopted by a two-thirds majority of the chapter members at any regular or special meeting of the members, provided that proposed Bylaw amendments are approved by the Board of Directors of the chapter, then sent to all chapter members at least thirty (30) days in advance of the meeting. Association Policy and Procedures govern the process for handling Bylaws amendments for Association sub-units.

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# APPENDIX A

## SPECIAL COMMITTEES AND DUTIES

The chapter officer responsible for the function shall appoint the chairpersons of Special Committees from among the members of the chapter, with the approval of the chapter Board of Directors.

### 1. Executive Vice President's Special Committees

- 1.1 Arrangements Subcommittee: Responsible for arranging for the facilities for chapter meetings, selecting the menu, receiving the attending members and guests, collecting monies, and maintaining a record of attendance

### 2. Vice President-Membership's Special Committees

- 2.1 Membership Promotion Committee: Responsible for recruiting new members into the Washington DC chapter. The Committee should insure that all chapter events (particularly the monthly dinner meetings) have current membership promotion materials and new membership applications available. The Committee is also responsible for follow-up communication with prospective members provided by Headquarters or other sources.
- 2.2 Membership Retention Committee: Responsible for contact and follow-up on members whose membership is expiring for the purpose of membership retention.
- 2.3 Membership Records Committee: Responsible for maintaining the Washington DC chapter's membership data base. The Monthly Activity Report provided by Headquarters and other information as received shall be the input source for updating the data base. Member mailing labels and membership listings are to be provided as required.
- 2.4 Awards Committee: Responsible for maintaining chapter Outstanding Performance Award (COPA) points, completing COPA records, reporting individual performance award (IPA) points, and ordering the appropriate awards. The Committee should periodically publicize both the COPA and IPA points to members via the "DataLine".

### 3. Vice President-Communication's Special Committees

- 3.1 Newsletter Committee: Responsible for the monthly chapter newsletter - "DataLine". The Committee will gather articles as written by chapter officers, members, Headquarters, or the Region, write articles as required, layout the newsletter and have it printed and prepared for mailing, and insure that the newsletter is mailed in a timely manner.
- 3.2 Advertising subcommittee: Responsible for securing advertising for the chapter newsletter and coordinating with the Newsletter Committee for insertion in the newsletter.
- 3.3 Professional Development Committee: Responsible for supporting on going programs and establishing additional educational programs for the benefit of chapter members and other Information Systems professionals.
- 3.4 Testing and Certification Subcommittee: Responsible for publicizing and providing assistance in connection with certification and testing programs sponsored by the Association or ICCP.

