

# Parliamentarians Association of British Columbia

## BYLAWS

### ARTICLE 1. Name

The name of this association shall be Parliamentarians Association of British Columbia, (PABC), a division of the National Association of Parliamentarians, (NAP).

### ARTICLE 2. Object

The object of this association, a not-for-profit organization, shall be to:

- 2.1 Promote the study and use of parliamentary procedure and the educational programs of NAP;
- 2.2 Promote membership recruitment, retention and leadership training;
- 2.3 Promote the growing interest in parliamentary procedure;
- 2.4 Provide support of the parliamentary activities for its members.

### ARTICLE 3. Members

#### 3.1 Eligibility for Membership

- 3.1.1 Membership in NAP is a prerequisite for membership in PABC and requires compliance with NAP and PABC bylaws and standing rules;
- 3.1.2 PABC members shall be members in good standing as long as their membership dues are paid, and;

#### 3.2 Classification: There shall be the following classes of members:

- 3.2.1 **Primary.** Primary members are NAP members who are counted in the association as of March 1 of the convention year for the purpose of determining the number of delegates to which the association is entitled at NAP conventions. A primary member-at-large is an NAP member who is a primary member of the association who is not a member of a unit belonging to that association.
- 3.2.2 **Affiliate.** Affiliate members are NAP members who are primary members of another association and who are not counted for the purpose of determining the number of delegates to which the association is entitled at NAP conventions.
- 3.2.3 **Member-at-large (primary or affiliate).** Members-at-large are NAP members of the association who do not belong to a unit of this association.
- 3.2.4 **Provisional.** Provisional members are members who are preparing for NAP membership. They are not NAP members and are not counted for the purpose of determining the number of delegates to which the association is entitled at NAP conventions.

#### 3.3. Dues

- 3.3.1 NAP annual dues shall be established by the NAP Standing Rules.

- 3.3.2 PABC annual dues shall be established by the membership at the annual meeting.
- 3.3.3 Members shall pay NAP and PABC dues directly to NAP headquarters.
- 3.3.4 Affiliate and Provisional members shall pay association dues directly to PABC.
- 3.3.5 Dues shall be due and payable to NAP headquarters 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.
- 3.3.6 PABC annual dues shall be waived for PABC members (primary and affiliate) who serve on the NAP Board of Directors.
- 3.3.7 Dues paid shall extend through the next membership year for a new member joining after July 1.

3.4 **Membership Year.** The membership year shall be January 1 through December 31.

#### **ARTICLE 4. Officers**

##### **4.1 OFFICERS**

- 4.1.1 The elected officers of the association shall be a president, vice president, secretary and treasurer.
- 4.1.2 Officers shall assume their duties at the close of the General Meeting at which they are elected, or if appointed to fill a vacancy, immediately upon notice to the appointee.
- 4.1.3 Officers shall serve for a term of one year or until their successors are elected.
- 4.1.4 In case of a vacancy in the office of president, the vice-president shall serve as president for the remainder of the term. A vacancy in any office other than the president, shall be filled by the board of Directors.

##### **4.2 Duties of Officers**

4.2.1 **President.** The president shall:

- a. be the chief elected officer and official spokesman of PABC;
- b. preside at all meetings of the association and the board of directors;
- c. appoint the parliamentarian;
- d. be ex-officio member of all committees except the nominating committee;
- e. appoint all committees (with the exception of the Nominating Committee) and the delegates to convention, subject to the approval of the board of directors;
- f. fulfill such other duties as may be assigned by the association or the board of directors.

4.2.2 **Vice President.** The vice president shall:

- a. perform the presiding duties of the president in the absence of or at the request of the president;
- b. fill the unexpired term if a vacancy occurs in the office of the president;
- c. fulfill such other duties as may be assigned by the association or the board of directors, or the president.

4.2.3 **Secretary.** The secretary shall:

- a. record the minutes of the association and the board of directors;
- b. be custodian of all documents, including NAP and association bylaws, special rules, and standing rules;
- c. conduct correspondence as directed by the association, the board of directors, or the president;
- d. send a call of the meeting to each association member;
- e. fulfill such other duties as may be assigned by the association, the board of directors, or the president.

4.2.4 **Treasurer.** The treasurer shall:

- a. be custodian of all funds, disbursing them as directed by the association;
- b. present a financial report at each association meeting and as requested by the board of directors;
- c. prepare the financial records for financial review;
- d. notify NAP headquarters when requested of the dues structure for PABC;
- e. fulfill such other duties as may be assigned by the association, the board of directors, or the president.

### **ARTICLE 5. Nominations and Election**

5.1 **Nominations.** A Nominating Committee of three members shall:

- 5.1.1 Be elected by ballot at the annual meeting, except when there are not more than three nominees, in which case, election may be by voice vote or by show of voting cards. The committee shall select its own chair.
- 5.1.2 At the annual meeting, present a slate of at least one individual for each office, provided consent has been obtained from each nominee.
- 5.1.3 Nominations may be made from the floor, provided consent has been obtained from the nominee.

5.2 **Elections**

- 5.2.1 The officers shall be elected at the annual meeting.
- 5.2.2 Elections shall be by ballot except, when there is only one nominee for an office, election may be by voice vote or by show of voting cards.

### **ARTICLE 6. Meetings**

6.1 **Annual**

- 6.1.1 The Annual Meeting shall be held in the month of April unless otherwise ordered by the board of directors and shall be for the purpose of electing officers, receiving reports of officers and committees, and for any other business that may arise.
- 6.1.2 At least fourteen (14) days' notice shall be given.

**6.2 Special Meetings**

- 6.2.1 Special meetings shall be called by the president or a majority of the board of directors and shall be called upon the written request of five members of the association.
- 6.2.2 The purpose of the meeting shall be stated in the call.
- 6.2.3 At least fourteen (14) days' notice shall be given.

**6.3 Educational Sessions.** Education sessions shall be organized from time to time as determined by the board of directors and coordinated by the education committee.

**6.4 Quorum.** Five members shall constitute a quorum of all membership meetings of the association.

**ARTICLE 7. Board of Directors**

**7.1 Composition.** The members of the board of directors shall be the elected officers, and up to three directors-at-large appointed by the board.

**7.2 Duties.** The board of directors shall be subject to the orders of the association and none of its acts shall conflict with action taken by the association. The board of directors shall:

- 7.2.1 have general supervision of the affairs of the association between meetings;
- 7.2.2 fix the date, hour, and place of meetings of the association;
- 7.2.3 make recommendations to the association;
- 7.2.4 fill board and committee vacancies, except in the office of president, between annual meetings;
- 7.2.5 adopt rules as needed to carry on the business of the board, provided such rules are not in conflict with these bylaws or any special rules of order or standing rules adopted by the association;
- 7.2.6 perform such other duties as are specified in these bylaws or ordered by the association.

**7.3 Board Meetings.** Meetings are held at the discretion of the board of directors and may be called at the request of the president or any two members with five (5) days' notice.

**7.4 Quorum.** A majority of the board members, including at least three elected officers, shall constitute a quorum.

**7.5 Electronic Meetings.** The board of directors, standing committees and special committees are authorized to meet by telephone conference or through other electronic communications media so long as all the members may simultaneously hear each other and participate during the meeting.

**7.6 Fiscal year.** The fiscal year shall be December 1 through November 30.

**7.7 Finance.** Authorized signatures shall be any two of the following officers; president, vice president, secretary or treasurer.

**ARTICLE 8. Committees**

**8.1 Standing Committees.** The standing committees shall be as follows:

- 8.1.1 Bylaws
- 8.1.2 Membership
- 8.1.3 Education

- 8.2 **Composition:** Chairman and members of all standing committees shall be nominated by the president and confirmed by the board of directors.
- 8.3 **Bylaws Committee:** The Committee shall:
- 8.3.1 review all amendments submitted in accordance with ARTICLE 13 and edit for composition;
  - 8.3.2 have the right to originate amendments;
  - 8.3.3 review unit bylaws for compliance with NAP and PABC Bylaws;
  - 8.3.4 provide a current copy of PABC bylaws to NAP annually;
  - 8.3.5 provide a written report to each annual meeting.
- 8.4 **Education Committee.** The Committee shall:
- 8.4.1 be responsible for planning education seminars and an educational program for the annual meeting;
  - 8.4.2 coordinate the preparation of printed material for the seminars and the annual meeting;
  - 8.4.3 provide a written report to each annual meeting.
- 8.5 **Membership Committee.** The Committee shall:
- 8.5.1 maintain a roster of all current and potential members of the association;
  - 8.5.2 welcome new members and encourage continuing members to participate in the meetings of the association;
  - 8.5.3 survey members to determine relevant topics for future educational workshops;
  - 8.5.4 provide a written report to each annual meeting.
- 8.6 **Other Committees**
- 8.6.1 Such other committees, standing or special, shall be created as the association shall from time to time deem necessary to carry on the work of the association.
  - 8.6.2 The chairman and members of such committees shall be appointed by the president, except that in the absence of the president, the board of directors may appoint the chairman and members of a special committee, who shall be treated as though appointed by the president.

### **ARTICLE 9. Delegate Representation**

Delegates and alternates shall be appointed at a board meeting held a minimum of 60 days prior to the NAP convention as follows:

- 9.1 six delegates; and
- 9.2 one additional delegate for up to the first five members-at-large for the association and one additional delegate for each additional five members-at-large or major fraction thereof for the association as of March 1 of the convention year, and
- 9.3 the president shall be given the authority to appoint such additional delegates as may be required to fill the PABC delegation at the convention.

**ARTICLE 10. Units**

- 10.1 **Boundaries.** NAP units chartered within the boundaries of the association shall be affiliated with this association.
- 10.2 **Unit Bylaws.** Unit bylaws shall be reviewed periodically for compliance with NAP and PABC bylaws.

**ARTICLE 11. Dissolution**

In the event of dissolution of the association the assets shall be liquidated and distributed to NAP in accordance with government regulations. None of the funds shall inure to the benefit of individual members. The association charter shall be returned to NAP headquarters.

**ARTICLE 12. Parliamentary Authority**

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the proceedings of PABC in all cases to which they are applicable and in which they are not inconsistent with the bylaws of NAP, these bylaws, and any special rules of order adopted by PABC.

**ARTICLE 13. Amendments of Bylaws**

- 13.1 These bylaws may be amended at any annual or special meeting of this association by a two-thirds vote, provided that the amendment has been submitted to the membership with fourteen days' notice and must include the details of the proposed amendment(s) to the bylaws.
- 13.2 Any amendments to these bylaws necessitated by amendments to NAP bylaws shall be effected by the bylaws committee and reported to the membership at the next regular meeting following the adoption of such amendments by NAP.

**TABLE: Previous Amendments of Bylaws**

<b>Article</b>	<b>Previous Wording</b>	<b>Amended Wording</b>	<b>Date Amended</b>
6.1.1 Annual	November	April	October 14, 2023
7.6 Fiscal Year	September 1 through August 31	December 1 through November 30	October 14, 2023
4.1.2 Officers	Officers shall assume their duties on January 1 following the date of their election.	Officers shall assume their duties at the close of the Annual Meeting at which they are elected, or if later, the election of a successor.	November 9, 2013
4.2.4.c	prepare the financial records for audit	prepare the financial records for financial review	November 9, 2013