

**NATIONAL CONTRACT MANAGEMENT ASSOCIATION
CHAPTER BY-LAWS
Great Lakes State Chapter, #084**

Date: August 22, 2009 as amended.

Next revision date: July 1, 2014, or sooner if deemed necessary by the Board.

ARTICLE I: NAME, ORIGIN AND PLACE OF BUSINESS

- A. The name of this chapter is the Great Lakes State Chapter (“GLS Chapter” or “Chapter”. The address of the Chapter is P.O. Box 972993, Ypsilanti, MI 48197. The Chapter number is 084 and the date of the Chapter charter is August 22, 2009.
- B. These Chapter By-laws are consistent with the National Contract Management Association (“National”) By-laws and National association policies (and all revisions there-to), which are incorporated into this document by reference. In the case of any inconsistency between the National By-laws and the Chapter By-laws, the National By-laws shall govern.
- C. The fiscal year of the Chapter shall be the same as the National association, which is from July 1 through June 30. The fiscal year and program year shall be the same dates.

ARTICLE II: CHAPTER ORGANIZATION

- A. **CHAPTER EXECUTIVE COUNCIL (CEC).** The Chapter Executive Council shall be comprised of the Chapter President, Vice President, Secretary, Treasurer, Immediate Past President, President Elect, and three Trustees. See Figure 1.

CHAPTER BOARD	
Chapter Executive Council (CEC) (Elected Positions)	
<ul style="list-style-type: none">• President• President Elect• Vice President• Secretary• Treasurer• Immediate Past President• Trustees (3)	
(Selected Positions)	
<ul style="list-style-type: none">• Committee Chairs• Council of Advisors	

Figure 1. Chapter Board Members.

- B. **CHAPTER BOARD.** The Chapter Board includes the CEC, Committee Chairs, and Council of Advisors as shown in the Figure 1. The CEC shall review and recommend to the President any qualified Chapter members having the interest to serve in a non-elected position of Committee Chairs and Council of Advisors.
- C. **CHAPTER COMMITTEES.** The Chapter shall establish operational committees as it deems appropriate. The following committees are considered standing committees: Membership, Program, Education, Certification, and Nomination. Other committees may be established on an *ad hoc* basis, such as By-laws, holiday party, etc. The President has the duty to appoint and CEC confirms qualified members as Committee Chairs.
- D. **COUNCIL OF ADVISORS (COA).** The GLS Chapter may choose to convene a Council of Advisors. The CEC shall select from the membership of the association, professionals to serve on the COA which shall have similar duties and responsibilities as listed in the National policy on “Board of Advisors”. These members are part of the Chapter Board per Figure 1. Membership to the COA should be limited to those members who have distinguished themselves such as Past Chapter Presidents, National Committee members, NCMA fellows, and others whose service and leadership would benefit the association.
- E. **DUTIES AND RESPONSIBILITIES.** The duties and responsibilities of the CEC and Committee Chairs are as stated in National policy and procedure documents, and outlined in Attachment 1. In the event there is no description in the National policy, the instructions on the National policy on “Other/Special Committees” shall apply.
- F. **CHAPTER MEMBERS.** Chapter Members represent only those members in good standing with NCMA and are registered with the GLS Chapter. Chapter Members have the duty to review nominations and elect the Board Members as well as participate in periodic polling, as required by the By-Laws. Chapter Members have the obligation to support the Chapter’s programs and events.

ARTICLE III: CHAPTER BOARD TERM OF OFFICE

- A. **PRESIDENT-ELECT, PRESIDENT, AND IMMEDIATE PAST PRESIDENT.** This is a three-year term of office. A member in good standing in the GLS Chapter desiring to hold the Chief Executive position must commit to a three-year term. Members of the Chapter shall elect the President-Elect, who will service one year in that position, transitioning to President in year two, and Immediate Past President in year three.
- B. **VICE PRESIDENT.** A member in good standing in the GLS Chapter desiring to hold the Vice President position must commit to a one-year term.
- C. **SECRETARY.** A member in good standing in the GLS Chapter desiring to hold the Secretary position must commit to a one-year term.
- D. **TREASURER.** A member in good standing with the GLS Chapter desiring to hold the Treasurer position must commit to a two-year term.
- E. **CHAPTER TRUSTEES.** A member in good standing with the GLS Chapter desiring to hold a Trustee position recognizes a commitment of a three-year term.

There will be three Chapter Trustees, with each position being elected every three years in alternate years.

F. NON-ELECTED MEMBERS.

1. Chapter Committee Chairs are non-elected positions and serve for a period of one year. Chairs are reappointed each program year by the President.
2. Council of Advisors serve for a period of up to three-years from the date selected.

ARTICLE IV: ELECTION OF CHAPTER BOARD

- A. **RESPONSIBILITY.** The Chair of the Nominations Committee, shall be responsible for filling the slate of officer candidates. Candidates must be an active member of NCMA and a member of the GLS Chapter to be on the ballot. The committee shall operate within the guidelines of the National policy on “Nominations and Elections Committee” and ensure that Chapter elections are completed by May 1 of each program year.
- B. **NOMINATION.** Officer candidates shall be nominated from the general Chapter membership and elected by an affirmative vote of the majority of Chapter members casting ballots. All members nominated for Chapter offices must be NCMA members in good standing and members of the GLS Chapter.
- C. **ELECTIONS.** Chapter elections may be held at a Chapter meeting or may be conducted by mail or electronic ballot. Only Chapter members in good standing and assigned to the GLS Chapter are entitled to cast a ballot in Chapter elections.
- D. **INSTALLATION.** Newly elected Chapter officers should be installed no later than the last meeting of the program year, so as to ensure proper authority to act on behalf of the Chapter and in planning actions for the next program year.

ARTICLE V: SPECIAL CIRCUMSTANCES

- A. **REMOVAL FROM OFFICE.** As this is a serious matter, Chapter Officers may be removed from office for cause in accordance with the National By-laws.
- B. **FILLING VACANCIES.** In the event of a vacancy created by the removal, resignation, or other reason of an elected officer, the CEC shall fill the position by majority vote of the CEC, however, the CEC is not required to fill the position. The only exception is the position of Treasurer, in which case a member of the Chapter must be selected to fill this key fiduciary position. The term of any vacancy filled shall conclude June 30 of the program year.
- C. **FORMAL NOTIFICATION.** For the purpose of this paragraph, “formal” shall mean notification of the Chapter Annual Business Meeting, election of officers, and amendments to By-laws. All other meetings or events shall be considered less formal. Chapter members shall be notified by the most economical means, (e.g., email distribution and the GLS Chapter Website). Chapter members desiring to be notified by U.S. Postal Service shall request this option two weeks in advance of the election, vote, or Chapter Annual Business Meeting.

ARTICLE VI: CHAPTER MEETINGS

- A. **BOARD MEETING.** The CEC shall convene on a regularly scheduled basis to conduct the business of the Chapter.
 - 1. The President shall Chair the Board meetings.
 - 2. Meeting frequency shall be no less than bi-monthly.
- B. **CHAPTER MEETINGS.** The Chapter shall conduct scheduled meetings for the general membership.
- C. **MEETING ORDER.** In the conduct of formal meetings, Roberts Rules of Order will be used, unless waived by the presiding officer.
- D. **CHAPTER ANNUAL BUSINESS MEETING.** The Chapter shall convene an Annual Business Meeting. The purpose of the meeting is the installation of the new program year Board Members, Chairs and Advisors. Members shall be notified at least 60-days in advance of the Annual Business Meeting. Members are considered notified if the announcement is posted on the GLC Chapter Website or NCMA HQ Website. (See Formal Notification, Article V Paragraph C).

ARTICLE VI: CHAPTER ASSETS

- A. **IRS STATUS AS A NON-PROFIT ORGANIZATION.** The National Contract Management Association is a 501(c)(6) non profit association chartered in accordance with the Internal Revenue Service Code of 1954 and the Articles of Incorporation filed under the Virginia Non-Stock Corporation Act.
- B. **FIDUCIARY RESPONSIBILITY.** All Members, Committee Chairs, and Board Members of the GLS Chapter of the NCMA have a duty to ensure that the funds entrusted to them by the membership are prudently and corrected used for the benefit of the Chapter in accordance with the guidelines set forth in the By-Laws and Board Operating Procedures.
- C. **CHAPTER BUDGET.** The Chapter Treasurer shall request from the Chapter Board input to the budget. The Treasurer shall prepare an overall Chapter budget from the Officer input and submit the budget for review and concurrence by the CEC no later than May 31. The Chapter general membership shall approve the Chapter budget at the beginning of the Chapter program year. The approved program budget shall be submitted to the CEC by August 31 of each year.
- D. **CHAPTER ANNUAL REPORT.** The Annual Report is due to the headquarters of NCMA by August 31. This includes the financial audit checklist and financial report. If the financial report is not included, our Chapter has to file with the IRS ourselves. If files with the annual report, National files the IRS taxes and we receive a form from the IRS and check a box indicating that National is submitting.

ARTICLE VII: AMENDING THE BY-LAWS

- A. **AMENDMENTS AND REVISIONS.** By-laws are intended to reflect the operating parameters of the Chapter. From time-to-time, there may be a need to revise or amend the By-laws.
 - B. **SUBMISSION OF AMENDMENTS.** Suggested amendments to the GLS Chapter By-laws shall be proposed in writing to the Chapter Secretary. Submissions shall include purpose of the amendment and state if the amendment will replace a section or will be a new section of the By-laws. To be considered for voting by the general membership, the sponsor of the amendment must have signatures of at least 10 members in good standing of the GLS Chapter.
 - C. **BY-LAW AMENDMENT VOTING.** Approval of Chapter By-laws and revisions to Chapter By-laws shall be subject to an affirmative vote of a three-fourths (3/4) majority of those members present at the scheduled Chapter meeting or where the Chapter Secretary shall be instructed to mail a ballot of the proposed By-laws or revisions to the By-laws to the Chapter membership. Approval shall be determined by an affirmative vote of three-fourths (3/4) of the Chapter member votes received during the specified voting period.
 - D. **AMENDMENT ADOPTION.** The GLS Chapter By-laws shall be automatically revised when there are major changes to the National By-laws or other sections of the National policy that create an inconsistency between that document and these By-laws. Members shall be notified when the GLS Chapter By-laws are revised in accordance with this section of the By-laws. Failure to revise the GLS Chapter By-laws to reflect the change shall not, however, render the changes to the National By-laws, as related to the GLS Chapter, invalid.
 - E. **TRI-ANNUAL REVIEW.** A copy of the GLS Chapter By-laws and amendments shall be maintained in a book of record with the Chapter Secretary and reviewed Tri-Annually from the date of approving the By-laws.
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