

Bylaws
of the Chesapeake Unit of Parliamentarians
of the National Association of Parliamentarians

ARTICLE I
Name

The name of this unit shall be Chesapeake Unit of Parliamentarians, a division of the National Association of Parliamentarians (NAP) and affiliated with the Virginia State Association of Parliamentarians (VSAP). The Federal Identification Number of this Unit is 26-0083717.

ARTICLE II
Object

The object of this unit shall be to promote the study of parliamentary procedure and the educational programs of NAP on a local level.

ARTICLE III
Membership

Section 1. Classification. There shall be the following classes of members:

- A. Primary members shall be NAP members who are counted in the unit as of March 1st of the convention year for the purpose of determining the number of delegates to which the unit is entitled at NAP and VSAP conventions.
- B. Affiliate members shall be NAP members who are primary members of another unit and who are not counted for the purpose of determining the number of delegates to which the unit is entitled at NAP and VSAP conventions.
- C. Provisionals are individuals who are preparing for NAP membership. Provisionals are not NAP members and are not counted for the purpose of determining the number of delegates to which the unit is entitled at NAP and VSAP conventions. Provisional members shall have all the rights of a Primary Member except that of holding the office of President or Vice President of the Unit and of voting for and serving as a delegate to NAP or VSAP conventions.

Section 2. Eligibility

- A. Any member of NAP is eligible for membership in this unit and shall become a member upon payment of unit dues.
- C. Any individual preparing for NAP membership is eligible for provisional membership in this unit and shall become a provisional upon payment of unit provisional dues.

Section 3. Dues

- A. Annual dues shall be established by the Unit Standing Rules.
- B. NAP and VSAP dues are payable directly to NAP.
- C. Dues are payable by January 1. Membership shall be delinquent if dues are not paid by February 1 and forfeited if not paid by March 1.
- D. Dues of individuals admitted to the unit between September 1 and November 30 shall extend through the next fiscal year.
- E. Student Dues Reduction. An individual under the age of twenty-five who is enrolled as a full-time student at an accredited educational institution including a full-time home-schooled student qualified under applicable state law, qualifies for a 50% reduction in dues for the individual's membership classification upon submission of proof of current enrollment from that institution. Application for reduced membership dues shall be made annually.

ARTICLE IV **Officers**

Section 1. Elected Officers
The elected officers of this unit shall be a President, a Vice-President, a Secretary, and a Treasurer.

Section 2. Eligibility
The President and Vice-President shall be Primary members of the Unit.

Section 3. Term of Office
The elected officers shall assume office at the close of the annual meeting at which they are elected. These officers shall serve for a term of one (1) year or until successors are elected.

Section 4 Vacancies in Office
In the 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 President shall be filled by the board of directors, and in the case of a vacancy in the office of Vice-President, the position shall be filled from among the elected officers.

Section 5. Duties

Officers shall perform the duties provided in this section and such other duties as are prescribed for the office in these bylaws and in the adopted parliamentary authority.

- A. The President shall preside at all meetings of the unit and the board of directors; appoint chairmen of committees to the extent provided in Article VII; fulfill such other duties as may be assigned by the unit or the board of directors; and may appoint a parliamentarian.
- B. The Vice-President shall perform the duties of the President in the absence of or at the request of the President; fill the unexpired term if a vacancy occurs in the office of President; and fulfill such other duties as may be assigned by the unit, the board of directors, or the President.
- C. The Secretary shall record the minutes of the unit and the board of directors; be the custodian of all documents including unit, association, and NAP bylaws, special rules of order, and standing rules; conduct correspondence as directed by the unit, the board of directors or the president; send a call of any special meeting to each unit member, according to the provisions of Article V, Section 3; and fulfill such other duties as may be assigned by the unit, the board of directors, or the President.
- D. The Treasurer shall be the custodian of all funds: receiving, depositing, and disbursing them at the direction of the unit. The Treasurer shall document transactions and shall assure preparation and filing of all legal and financial obligations necessary to the work and integrity of the unit. A financial status report will be presented at all meetings. The Treasurer will prepare and distribute dues statements prior to or at the annual meeting in November and send any delinquency notices by February 1.

Section 6. Nominations

A Nominating Committee consisting of three (3) members shall:

- A. Be elected by ballot at the regular meeting in September except when there are no more than three (3) nominees in which case they may be elected by voice vote. The committee shall select the chairman.
- B. At the regular meeting in October present a slate of one (1) individual for each office, provided consent has been obtained from each nominee.

Section 7. Elections

- A. The officers shall be elected at the annual meeting.
- B. Nominations may be made from the floor, provided consent has been obtained from the nominee.
- C. Elections shall be by ballot, except when there is only one (1) nominee for an office the election may be by voice vote.

ARTICLE V

Meetings

Section 1. **Regular**
Regular meetings of the unit shall be held monthly on the first Monday of each month from January through November, unless otherwise ordered by the unit. In the event of an emergency, the President and one other officer may cancel any regular meeting.

Section 2. **Annual**
The regular meeting in November shall be known as the annual meeting and shall be for the purpose of electing officers, receiving reports of officers and committees, and for any other business that may arise.

Section 3. **Special**
Special meetings may be called by the President or shall be called at the written request of five (5) members of the unit. The purpose of the meeting shall be stated in the call and at least seven (7) days written notice shall be given.

Section 4. **Quorum**
Five (5) members, two (2) of whom shall be officers, shall constitute a quorum for the conduct of business at any meeting. The lack of a quorum shall not prevent proceeding with the program planned for a meeting.

Section 5. **Meetings Held Electronically**
Regular and annual and special, board, and committee meetings may be held electronically, virtually or telephonically as an alternative to in-person meetings, or as a hybrid meeting, at the discretion of the unit, the board, the committee chair, or the president, respectively. Notice of meetings shall follow organizational rules, followed by parliamentary authority.

ARTICLE VI

Board of Directors

Section 1. **Composition**
The board of directors shall be composed of the elected officers. The parliamentarian shall serve as a non-voting member of the board of directors.

Section 2. **Duties**
The board of directors shall be subject to the orders of the unit and none of its acts shall conflict with action taken by the unit. The board of directors shall:

- A. have general supervision of the affairs of the unit between meetings.
- B. fix the hour and place of meetings.
- C. make recommendations to the unit.
- D. perform such other duties as are specified in these bylaws.

Section 3. Meetings

- A. Regular meetings of the board of directors shall be held twice a year unless otherwise ordered by the board of directors.
- B. Special meetings may be called by the President or shall be called upon the written request of three (3) members of the board of directors. At least three (3) days written notice shall be given of the meeting.
- C. A majority of the members of the board of directors shall constitute a quorum.

ARTICLE VII **Committees**

Section 1. Standing Committees

Standing Committees shall be Education and Membership.

Section 2. Composition

Chairmen and members of all standing committees shall be appointed by the President.

Section 3. Duties

- A. The Education Committee shall develop and coordinate educational programs for the unit, including informing members of NAP educational materials.
- B. The Membership Committee shall promote the retention and recruitment of unit members.

Section 4. Other Committees; Ex-Officio Membership

Such other committees, standing or special, shall be created as the unit shall from time to time deem necessary to carry on the work of the unit. The chairmen and members of such committees shall be appointed by the President, except that in the absence of the President, the unit may appoint the chairman and members of a special committee, who shall be treated as though appointed by the President. The President shall be an ex-officio member of all committees except the Nominating Committee.

ARTICLE VIII **Delegate Representation**

Section 1. National Association of Parliamentarians (NAP) Delegates

- A. Delegate representation is based on the primary membership of the unit as of March 1 of the convention year as follows:
 1. one (1) delegate for the first five (5) primary members of the unit; and
 2. one (1) additional delegate for each additional five (5) primary members or major fraction thereof.

- B. Election shall be by ballot, except when there is no more than one (1) nominee for each delegate or alternate position, election may be by voice vote.
- C. Any NAP member may serve as a delegate or alternate to which this unit is entitled.
- D Vacancies in delegate or alternate positions may be filled by the President.

Section 2. **Virginia State Association of Parliamentarians (VSAP) Delegates**

- A. Delegates and alternates to the annual convention of VSAP shall be the President with other Primary members nominated and elected by the Unit at the regular meeting in March.
- B. Election shall be by ballot, except when there is no more than one (1) nominee for each delegate or alternate position, election may be by voice vote.
- C. Any NAP member may serve as a delegate or alternate to which this unit is entitled.
- D Vacancies in delegate or alternate positions may be filled by the President.

Article IX **Financial Administration**

Section 1. **Fiscal Year**

The fiscal year of the unit is December 1 to November 30.

Section 2. **Financial Review**

A Financial Review Committee shall be appointed by the President in November. The Treasurer will be a member of the committee, but not the chair. The Treasurer shall prepare the financial records for review at the end of the fiscal year. The committee will present a report for adoption by the unit at the February meeting.

Section 3. **Budget**

A Budget Committee shall be appointed by the President in September and will prepare a budget proposal for adoption by the unit at the November meeting. The Treasurer will be a member of the committee, but not the chair. The budget shall include support for the work of the unit in forwarding its objective.

ARTICLE X **Dissolution**

In the event of the dissolution of the unit, the assets remaining after payment of all costs and expenses of such dissolution shall be distributed to the Educational Foundation of the National Association of Parliamentarians in accordance with government regulations. No funds shall inure to the benefit of individual members. The unit charter shall be returned to NAP headquarters.

ARTICLE XI

Parliamentary Authority

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

ARTICLE XII

Amendments

Section 1. These bylaws may be amended at any regular meeting of this unit by a two-thirds vote, provided that the amendment has been submitted in writing at the previous regular meeting or sent to each member at least fourteen (14) days prior to the meeting at which it is to be considered.

Section 2. Any amendment to these bylaws necessitated by amendments to NAP or VSAP bylaws shall be effected by the board of directors and reported to the membership at the next regular meeting following the adoption of such amendments by NAP or VSAP.

Section 3. Automatic grammatical, punctuation, and correlation corrections in these bylaws or amendments thereto which in no way alter the intent of the bylaw or amendment may be effected by the Board of Directors and reported to the membership at the next regular meeting.

Adopted: November 20, 2003

Chartered: February 10, 2004

Amended: August 11, 2005 (Article III, Section 3. A; Article III, Section 3.E; Article III, Section 4; Article IV, Section I; Article IV, Section 2; Article IV, Section 3; Article IV, Section 4; Article IV, Section 5; Article IV, Section 5; and Article V, Section 4.)

Amended: May 11, 2006 (*with proviso that the frequency and dates of the regular meetings become effective June 1, 2006*) (Article V, Section 1.)

Amended: November 7, 2007 (Article V, Section 1)

Amended: March 1, 2010 (Article III, Section 3 C & D; Article III, Section 5; Article IV, Section 5 D; Article IV, Section 6 A & B; Article V, Section 2

Amended: March 2, 2022 (Article V, Section 5)

Amended: August 1, 2022 (Article III, Article IV, Section 5 Subsection D, Article IX, Article X, Article XI, Article XII)