

## **BYLAWS**

### **NEW YORK METROPOLITAN CHAPTER OF THE AMERICAN SOCIETY FOR PUBLIC ADMINISTRATION**

#### **Article I. Name and Purpose**

**Section 1.** The name of this Chapter is the “New York Metropolitan Chapter of the American Society for Public Administration (hereafter referred to as “the Chapter”).

**Section 2.** The Chapter is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Without limiting the generality of the foregoing, such purposes include the following:

- To advance the science, processes, and art of public administration.
- To advance the equality of opportunity of all persons through public administration.
- To encourage the improvement of public service.
- To facilitate the exchange of knowledge and results of experiences among persons interested or engaged in the field of public administration.
- To encourage the collection and dissemination of information on matters relating to public administration.

In furtherance of its exclusively charitable and educational purposes, the Chapter shall have all general powers of an unincorporated association under the law of the state of New York as now in effect or as may hereafter be amended, together with the power to solicit and accept grants and contributions for such purposes.

**Section 3.** The Chapter shall serve the greater New York City metropolitan area, including areas in Long Island and Westchester County, NY.

#### **Article II. Membership**

**Section 1.** Chapter membership shall be limited to persons holding membership in the American Society for Public Administration, hereafter “the Society,” who pay membership fees for the Chapter via the Society.

**Section 2.** Chapter members shall have the right to vote for Chapter officers and Council members and to participate in all Chapter activities.

### **Article III. Officers**

**Section 1.** The officers of this Chapter shall be a President, President-Elect, a Secretary and a Treasurer. Their duties shall be those customarily performed by such officers as stated under Article IV.

**Section 2.** The governing body of the Chapter shall be the Chapter Council (herein the “Council”), which shall consist of the Chapter officers, the most recent Past President, and eight (8) Council persons, four (4) to be elected each year for two years. The Council shall supervise and control the affairs of the Chapter and its actions shall follow the general policies of the Society. The President shall serve as presiding officer of the Council.

**Section 3.** The Secretary and Treasurer shall be appointed by the President and approved by the Council and shall serve at its pleasure. They shall be responsible for preparing and issuing annual reports of activities and finances to all members of the Chapter.

**Section 4.** Officers and Council members shall serve until their successors are elected or appointed to take office. In the event of a vacancy on the Council, a majority of the remaining Council members will select an individual to fill the remaining portion of the term. A vacancy in the office of President shall be filled by the President-Elect until the end of end of the current term. If the vacancy occurs after at least nine (9) months into the term, the President-Elect will continue as President during the following term for which they were elected. Any A vacancy in the office of President or President-Elect shall be filled by an interim appointment of the Council from among its own membership. All interim appointees shall serve until the next regular election.

**Section 5.** The quorum of the Council shall consist of 6 six members including the President or President-Elect.

**Section 6.** All persons composing the governing body comprising the Council shall be members of the American Society for Public Administration in good standing.

### **Article IV. Duties of Chapter Officers and Council Members**

**Section 1. President.** The President shall preside at all meetings of the Board; shall be an *ex-officio* member of all committees; shall appoint the Secretary and Treasurer for the Council; shall appoint the Chairs for each of the standing committees; and shall serve as immediate past President in the succeeding year.

**Section 2. President-Elect.** The President-Elect shall serve as a member of the Council; shall, in the absence of the President, assume all the duties and privileges of the President; shall permanently assume the duties of the President until the next election should the President resign or otherwise be unable to perform the duties of the office.

**Section 3. Secretary.** The Secretary shall record and maintain the minutes of meetings of the Council; shall prepare the correspondence of the Council; shall maintain files of all matters pertaining to the Council; shall serve as a member of the Council; and shall perform such other duties as the President may direct.

**Section 4. Treasurer.** The Treasurer shall act as Treasurer of the Council. The Treasurer shall serve as the chair of the Finance Committee and will faithfully execute the policies and procedures the Finance Committee establishes. The Treasurer shall be responsible for the collection and dispersal of funds in accordance with such policies as may be established by the Council.

**Section 5. Duties of the Council.** The Council will set guidelines and provide general chapter oversight including program and finance, ensure a regular audit is conducted, and other duties as required.

**Section 6. Records.** All officers are responsible for conveying official records to the Secretary.

#### **Article V. Nominations, Elections and Removal of Officers and Council Members**

**Section 1.** The President-Elect, and Council members shall be elected at the Chapter's organizational meeting for a term of office ending June 30. Eight (8) Council members shall be elected for terms expiring the following June 30. Thereafter, only the President-Elect, and half of the Council members shall be elected annually.

**Section 2.** The President-Elect shall automatically become President at the annual meeting of the chapter.

**Section 2.1.** Nominations for the offices of President-Elect and Council members shall be made by a nominating committee of three regular members to be appointed by the President at least sixty days before the annual meeting. Nominations may also be made from the floor by any regular member of the Chapter.

**Section 2.2.** A majority of the Chapter members voting shall decide all elections. In case of ties, the President shall cast the deciding ballot.

**Section 2.3.** Notwithstanding any provision to the contrary contained in these Bylaws, no person shall be eligible to be elected to or serve in the office of President for more than two full consecutive terms. If any person has previously held such office for two or more full consecutive terms, one full term or more must elapse before that person may be elected to or serve in the office of President.

**Section 2.4.** Chapter officers or Council members shall be automatically removed from office at the end of the third meeting from which the member is absent, unless the Council, by majority

vote of members present to vote, declares that one (1) or more of the member's absences are excused.

## **Article VI. Meetings**

**Section 1.** The Chapter shall hold at least four (4) meetings or program activities during the designated Chapter year, including the annual business meeting.

**Section 2.** The annual meeting shall be held in May or June unless otherwise specified by the Council.

**Section 3.** Other meetings of the Chapter shall be held at times and places designated by the President or by the Council.

**Section 4.** Chapter members shall be given at least seven (7) days notice of the time, place, and the scheduled business to be considered at all business meetings of the general membership.

## **Article VII. Committees**

**Section 1.** The Council may establish committees for various purposes. Committee chairs and members shall be appointed by the President and confirmed by the Council. All such committees shall terminate at the annual meeting upon the election of new officers and Council.

**Section 2.** There will be three standing committees: Finance, Nominations and Elections, and Program.

**Section 2.1. Finance Committee.** The Finance Committee shall be responsible for collecting any annual dues, program fees, or other fees as deemed necessary by the Chapter. The Finance Committee shall establish financial policies and procedures subject to Council approval. The Treasurer shall serve as the Chair of the Finance Committee.

**Section 2.2. Nominations and Elections Committee.** The Nominations and Elections Committee shall include all activities involved in the nomination and election of Chapter officers and the Chapter council. The Nominations and Elections Committee shall meet or confer at least 60 days prior to the annual meeting to prepare a slate of nominees for the offices of President-Elect and Council members. The slate shall be submitted to the Council for approval. Elections shall be conducted at the annual meeting. The Nominations and Election Committee shall be responsible for all preparation, distribution, receiving, and counting of all ballots.

**Section 2.3. Program Committee.** The Program Committee is assigned primary concern for the development and review of the Chapter's educational mission and purpose. In conjunction with that oversight role, the Committee provides advice, support, and policy direction to the functions of the Chapter, including monthly meetings, informational seminars, and special events. The

Committee shall consist of at least four Council members and the Chapter President, who shall be an *ex officio* member.

**Section 3.** When deemed necessary, the Council shall have the power to establish ad hoc committees and dissolve such committees at the completion of their stated purpose.

**Section 4.** The President shall serve as the *ex officio* member with a vote of every committee with the exception of the Nominating and Elections and Finance Committee.

### **Article VIII. Fees**

**Section 1.** That portion of the national membership dues designated for rebate to the Chapter shall constitute the fee for Chapter membership.

**Section 2.** Other fees as deemed necessary for continuing and special projects may be assessed by the Chapter.

### **Article IX. Amendments**

**Section I.** Amendments to these Bylaws may be made in the following manner:

(a) Amendments may be proposed by the Council, such proposed amendments to be submitted to the membership in accordance with Article VI, Section 4 of these Bylaws and such proposed amendments may be adopted by a two-thirds vote of regular members present and voting at a regularly called meeting; or

(b) Amendments may be proposed by a two-thirds vote of regular members present and voting at a regular meeting.

**Section 2.** Consistent with inclusion of this Chapter in the group federal income tax exemption ruling of the American Society for Public Administration (identified by the Internal Revenue Service as Group Exemption Number 3155), all amendments to the Chapter Bylaws that may be made from time to time shall be submitted to the American Society for Public Administration for its approval.

### **Article X. Ratification**

**Section 1.** These Bylaws shall be considered ratified upon favorable vote of the members of the Chapter and approval of the American Society for Public Administration.

### **Article XI. Miscellaneous Provisions**

**Section 1.** No part of the net earnings of the Chapter shall inure to the benefit of, or be distributable to any director or officer of the Chapter, or any other private person, except that the Chapter shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Chapter and to make payments and distributions in furtherance of the purposes set forth hereinabove.

**Section 2.** No substantial part of the activities of the Chapter shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by Section 501(h) of the Code), and the Chapter shall not participate in, or intervene in (including the publishing or distribution of statements concerning) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Chapter shall not carry on any other activities not permitted to be carried on:

(a) by an organization exempt from federal income tax under Section 501(c)(3) of the Code; or

(b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Code.

**Section 3.** In the event of dissolution or final liquidation of the Chapter, after paying or making provision for the payment of all of the liabilities and obligations of the Chapter and for necessary expenses thereof, all of the remaining assets and property of the Chapter shall be distributed to the American Society for Public Administration provided it remains organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Code, and if not, to an organization which does so qualify. In no event shall any of such assets or property be distributed to any director or officer or to any private individual.

**Section 4.** The fiscal year of the Chapter shall end on the 31st day of December each year. The employer identification number assigned by the Internal Revenue Service to this Chapter is: 52-1204228.

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Adopted by the Chapter: August 1, 2020.

Updated: August 22, 2022