

**Bylaws (revised May 10, 2010)**  
**DFW Parliamentarians**  
**National Association of Parliamentarians**

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ARTICLE I

Name

The name of this unit shall be DFW Parliamentarians, a division of the National Association of Parliamentarians (NAP) and affiliated with Texas State Association of Parliamentarians (TSAP).

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

Members

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

A. Primary

Primary members are NAP members who are counted in the unit as of March 1 of the convention year for the purpose of determining the number of delegates to which the unit is entitled at NAP conventions.

B. Affiliate

Affiliate members are 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 conventions.

C. Provisional's

Provisional's are individuals who are preparing for NAP membership. Provisional's 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 conventions.

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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.

B. 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.

ARTICLE IV

Dues and Finances

Section 1. Dues

A. Annual dues shall be set by the members at a meeting with previous notice provided at a previous meeting.

B. NAP and TSAP 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 July 1 and December 31 shall extend through the next calendar year.

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Section 2. Budget

A proposed budget shall be submitted by the treasurer at the annual meeting.

Section 3. Fiscal Year

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

ARTICLE V

Officers

Section 1. Officers

The officers of this unit shall be a president, a vice-president, a secretary, and a treasurer.

Section 2. Term of Office

Officers shall assume their duties at the close of the meeting at which they are elected. Officers shall serve for a term of one year or until their successors are elected. No officer shall serve for more than two consecutive term(s) in the same office.

Section 3. Vacancy in Office

A vacancy in any office except president shall be filled by the board of directors.

Section 4. 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:

1. preside at all meetings of the unit and the board of directors;
2. appoint a parliamentarian;

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3. appoint chairmen of committees to the extent provided in Article VIII;

4. fulfill such other duties as may be assigned by the unit or the board of directors.

B. The vice-president shall:

1. perform the duties of the president in the absence of or at the request of the president;

2. fill the unexpired term if a vacancy occurs in the office of president;

3. fulfill such other duties as may be assigned by the unit, the board of directors, or the president.

C. The secretary shall:

1. record the minutes of the unit and the board of directors;

2. be the custodian of all documents including unit, association, and NAP bylaws, special rules of order, and standing rules;

3. conduct correspondence as directed by the unit, the board of directors or the president;

4. send a call of the meeting to each unit member, including a copy of the previous unit meeting minutes;

5. fulfill such other duties as may be assigned by the unit, the board of directors, or the president.

D. The treasurer shall:

1. be custodian of all funds, disbursing them as directed by the unit;

2. present a financial statement at each unit meeting and as requested by the board of directors;

3. prepare the financial records for audit by the auditing committee;

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4. prepare a dues statement to be sent to each member with the call of the annual meeting;

5. send dues delinquency notices to members by February 5 of each year;

6. fulfill such other duties as may be assigned by the unit, the board of directors, or the president.

Section 5.

Nominations

A Nominating Committee of three members shall:

A. Be elected by ballot at the October meeting except when there are no more than three nominees in which case they may be elected by voice vote. The chairman shall be selected by the committee.

B. At the November meeting, present a slate of one individual for each office, provided consent has been obtained from each nominee.

Section 6. 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 nominee for an office. Election may be by voice vote.

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ARTICLE VI

Meetings

Section 1. Regular meetings

Regular meetings of the unit shall be held on the fourth Monday of each month unless otherwise ordered by the unit.

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 and shall be called at the written request of 2 members of the unit. The purpose of the meeting shall be stated in the call and at least 10 days written notice shall be given.

Section 4. Quorum

Three members or 25 percent of the unit membership, whichever is the greatest, shall constitute a quorum.

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ARTICLE VII

Board of Directors

Section 1. Composition

The board of directors shall be composed of the officers. The parliamentary 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. declare an office vacant when the board determines that an officer committed actions of misconduct or that an officer has not adequately performed the duties of the office for three months;
  
- E. perform such other duties as are specified in these bylaws.

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Section 3. Meetings

A. Regular meetings of the board of directors shall be held quarterly unless otherwise ordered by the board of directors.

B. Special meetings may be called by the president and shall be called upon the written request of one member of the board of directors. At least ten 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 VIII

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.



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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 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 ex-officio a member of all committees except the Nominating Committee.

ARTICLE IX

Delegate Representation

Section 1. 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 delegate for the first five primary members of the unit; and
2. one additional delegate for each additional five primary members or major fraction thereof.

B. Election shall be by ballot, except when there is no more than one nominee for each delegate and 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.

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Section 2. TSAP Delegates

Delegates and alternates from the Unit to the TSAP Convention shall be chosen and reported to TSAP in a manner consistent with TSAP Bylaws.

ARTICLE X

Dissolution

In the event of the dissolution of the unit, the assets shall be liquidated and distributed to a worthy charity 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 TSAP, these bylaws, or any special rules of order the unit may adopt.

ARTICLE XII

Amendment

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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.

Section 2. Any amendment to these bylaws necessitated by amendments to NAP or TSAP 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 TSAP.