

1 **AMERICAN INSTITUTE OF PARLIAMENTARIANS**
2 **BYLAWS**

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5 **ARTICLE I - NAME**

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7 The name of this Illinois not-for-profit educational corporation shall be the American
8 Institute of Parliamentarians (hereinafter referred to as AIP).
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11 **ARTICLE II - PURPOSE**

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13 The general purpose of AIP shall be the improvement of parliamentary procedure.
14 Specific objectives are codified in the AIP Action Program.
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17 **ARTICLE III - MEMBERSHIP**

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19 **Section 1. Membership.** Any individual, association, institution, or corporation that
20 subscribes to the purpose of AIP shall be eligible to apply for membership.
21

22 **Section 2. Process.** An applicant for membership shall submit a completed application
23 and the payment of annual dues to AIP headquarters.
24

25 **Section 3. Non-discrimination.** AIP shall not discriminate in any of its policies or
26 practices on the basis of race, color, religious affiliation, sex, sexual orientation, age,
27 marital status, physical disability or medical condition, national or ethnic origin, or
28 citizenship.
29

30 **Section 4. Membership Categories.** There shall be two membership categories:
31 Individual and Associate. The individual category shall include the following sub-
32 categories: Regular, Certified Parliamentarian, Certified Professional Parliamentarian,
33 Certified Parliamentarian-Teacher, Certified Professional Parliamentarian-Teacher, Full-
34 time Student, and Retired.

35 **4.1 Regular.** Regular membership benefits shall include a single voting privilege at
36 the annual session, when the required registration fee has been paid. Regular
37 members shall be eligible for election or appointment to AIP leadership positions.

38 **4.2 Certified Parliamentarian.** A certified parliamentarian shall receive the benefits
39 of regular membership, may receive referrals, and may use the title *Certified*
40 *Parliamentarian (CP)*. This credential is earned by successfully completing a
41 program developed and maintained by the accrediting department. The credential
42 shall be awarded by the accrediting department on behalf of AIP.

43 **4.3 Certified Professional Parliamentarian.** A certified professional
44 parliamentarian shall receive the benefits of regular membership, may receive

45 referrals, and may use the title *Certified Professional Parliamentarian (CPP)*. This
46 credential is earned by successfully completing a program developed and
47 maintained by the accrediting department. The credential shall be awarded by the
48 accrediting department on behalf of AIP.

49 **4.4 Certified Parliamentarian-Teacher; Certified Professional Parliamentarian-
50 Teacher.** A certified parliamentarian or a certified professional parliamentarian may
51 be credentialed as a teacher of parliamentary procedure by successfully completing
52 a program developed and maintained by the education department. The credential
53 shall be awarded by the accrediting department on behalf of AIP. As appropriate, the
54 individual so accredited may use the title *Certified Parliamentarian-Teacher (CP-T)*
55 or *Certified Professional Parliamentarian-Teacher (CPP-T)*.

56 **4.5 Certified Parliamentarian Retired and Certified Professional
57 Parliamentarian Retired.** A certified parliamentarian or certified professional
58 parliamentarian may notify the board secretary and the accrediting director that he is
59 retired from practice as a parliamentarian and request reclassification to retired
60 membership. When this notice is received, the member shall be reclassified as CP-
61 Retired or CPP-Retired. Retired members shall always use the retired qualification
62 when using the certified designation and will be excused from any continuing
63 education requirements for maintenance of certified membership status. A retired
64 member shall receive the privileges of regular membership. If a retired member
65 wishes to terminate retirement and retired status, he shall apply to the accrediting
66 department for determination of his eligibility for reinstatement to certified status.

67 **4.6 Full-time Student.** A full-time student, who has not been classified as a CP or
68 CPP, may request this membership category. The application shall be accompanied
69 by documentation indicating full-time student status. Membership in this category
70 shall automatically cease at the end of the membership year in which there is a
71 change in student status. A full-time student member shall receive all privileges of
72 regular membership.

73 74 **Section 5. Requirements to Maintain Credentials**

75 **5.1** A credentialed member shall submit documentation of parliamentary continuing
76 education activities to the accrediting department at least once each seven years, or
77 the credential shall be revoked. The accrediting department must respond to
78 submissions within 45 days. Acceptable activities shall be proposed by the
79 accrediting department, approved by the AIP board of directors, and posted on the
80 AIP website. If the accrediting department requests additional documentation, such
81 documentation shall be submitted within thirty days of the request. The accrediting
82 department shall respond with its determination within sixty days of receipt of the
83 additional documentation. The accrediting department may extend a credential for
84 up to 90 days, if necessary, during the verification process.

85 **5.2** The credential shall be extended for seven years from the date of verification.

86 **5.3** A Certified Professional Parliamentarian (CPP) or a Certified Parliamentarian
87 (CP) who does not comply with the requirements to maintain credentials shall revert

88 to the next lower category of membership. A member holding the Teacher (T)
89 credential who does not comply with the requirements to maintain that credential
90 shall lose that credential. Any credential that is lost shall only be restored by
91 successfully completing a new application and examination process.

92 **5.4** A member whose credential has been lost may appeal the decision within thirty
93 days after receipt of the decision. An appeals committee shall consist of three
94 members who hold the same or higher credential, appointed by the executive
95 committee. The appeals committee shall issue its decision within thirty days after
96 receipt of the appeal. The decision of the appeals committee shall be final.
97

98 **Section 6. Associate Member Category.** An association, institution, or corporation
99 may apply for associate membership. Associate members shall receive no rights or
100 privileges, but the associate member shall be entitled to receive or have online access
101 to the *Parliamentary Journal* and *The Communicator*, and shall have online access to
102 the *AIP Directory*.
103

104 **Section 7. Dues.** Dues shall be payable on or before the annual membership renewal
105 date. The dues for each class of membership shall be:

106		
107	Regular (first 2 years)	\$55. 00
108	Regular (after 2 years)	\$70. 00
109	Certified Parliamentarian (CP)	\$105. 00
110	Certified Professional Parliamentarian (CPP)	\$130. 00
111	CP or CPP Retired	\$70. 00
112	Full-time Student	\$20. 00
113	Associate	\$60. 00
114		

115 **Section 8. Termination.** Membership shall cease by resignation, non-payment of
116 dues, expulsion, or death.

117 **8.1 Resignation.** A member may resign by sending a written resignation to
118 headquarters. The resignation shall be effective upon receipt unless specified
119 otherwise.

120 **8.2 Non-payment of Dues.** Membership and credentials shall be revoked if dues
121 are not received within ninety days after the membership expiration date. The
122 executive committee may, if the request is received by the AIP office before the due
123 date, approve a payment accommodation in cases of hardship; such
124 accommodation shall not cause the member's credentials to be revoked.

125 **8.3 Expulsion.** In addition to the provisions of Rules for Handling Complaints and
126 Reporting Ethical Violations, a member may be expelled for cause by ballot vote of
127 two-thirds of the entire membership of the board at a regular or special meeting;
128 such meeting shall only be held in person, and electronic participation shall not be
129 permitted. The member may appear, present evidence, and be represented by an
130 advocate at this meeting. Notice of a proposed expulsion shall be sent to all board

131 members and shall be sent by a trackable means to the member whose expulsion is
132 being considered. The notice shall be sent at least twenty days, but no more than
133 sixty days, before the meeting is to convene.

134 135 136 **ARTICLE IV - OFFICERS AND DUTIES**

137
138 **Section 1. Officers.** There shall be a president, vice president, secretary, and
139 treasurer.

140
141 **Section 2. Terms.** The terms for each officer shall be one year, beginning at the close
142 of the annual session in the year of their election and continuing until their successor
143 shall be elected. Terms shall begin at adjournment of the annual session in which
144 elected. Officers shall not serve a fifth consecutive term in the same position.

145
146 **Section 3. Eligibility.** Only members who have held membership for at least one year
147 shall be eligible for election to office.

148
149 **Section 4. Duties of the President.** The president shall have all of those duties and
150 powers set forth for same in the parliamentary authority of AIP, and those duties and
151 powers set forth under the statutes of Illinois. In addition, the president shall have such
152 further duties and powers as are set forth in these bylaws, the standing orders, and the
153 board policies.

154
155 **Section 5. Duties of the Vice President.** The vice president shall preside in the
156 absence of the president and shall succeed to the presidency upon the death,
157 resignation, or incapacity of the president. Upon succession or designation by the
158 board, the vice president shall succeed to all of the duties and powers of the president.
159 The vice president shall have such other duties and powers as are set forth in these
160 bylaws, the standing orders, and the board policies.

161
162 **Section 6. Duties of the Secretary.** The secretary shall maintain the records of AIP
163 other than the financial records. All documentation regarding contracts, awards,
164 certifications, correspondence, minutes, and notices shall be filed with the secretary.
165 Those original documents which are within the responsibility of the accrediting
166 department and the education department shall be maintained therein. The
167 recommendations of these departments shall contain appropriate copies of supporting
168 documentation to be filed with the secretary. The board may designate a repository for
169 this documentation with a contractual party, but the secretary shall retain control of and
170 access to these filings and archives. The secretary shall have such other duties and
171 powers as are set forth in these bylaws, the standing orders, and the board policies.

172
173 **Section 7. Duties of the Treasurer.** The treasurer shall maintain the financial records
174 of AIP. The treasurer shall compile the information with which to prepare the annual
175 budget and the annual audit. The treasurer shall report current financial information at

176 each meeting of the board and at the annual meeting of the membership; a written copy
177 of this report must be filed with the secretary. The treasurer shall chair the budget and
178 finance committee. The treasurer shall have such other duties and powers as are set
179 forth in these bylaws, the standing orders, and the board policies.

180
181 **Section 8. Death, Resignation, or Incapacity of Officers other than President.**

182 Upon death, resignation, or incapacity of the vice president, secretary, or treasurer, the
183 board shall fill the vacancy for the balance of the term. The president shall secure and
184 transfer the records of the vacant office to the successor expeditiously.

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186
187 **ARTICLE V - BOARD OF DIRECTORS**

188
189 **Section 1. Composition.** The board of directors, herein referred to as the board, shall
190 be composed of the officers of AIP, the accrediting director, the education director, the
191 communications director, and eight directors elected at the annual session.

192
193 **Section 2. Terms.**

194 **2.1 Elected Directors.** The terms of directors shall be for two years or until their
195 successors are elected; with four elected in the odd years and four elected in the
196 even years. The term of office shall begin at the adjournment of the annual session
197 in which each is elected and shall end at the adjournment of the annual session in
198 the next odd or even year. Directors shall not serve a third consecutive term.

199 **2.2 Accrediting Director, Education Director and Communications Director.**

200 The accrediting director, the education director, and the communications director
201 shall be elected by the board for a term of three years with the term to begin at the
202 close of the board meeting at which they are elected. Terms shall be staggered.

203
204 **Section 3. Vacancies on the Board.** A vacancy in a position of director shall be filled
205 by the board until the next annual session, and if the board filled a vacancy which has
206 more than one year left in the term, the members shall elect a director to serve for the
207 remainder of the term. No vacancy shall be filled in the period commencing thirty days
208 prior to the annual session. If an action is taken at an annual session that will create a
209 vacancy in the position of director upon adjournment, the vacancy shall be filled by
210 election at that annual session.

211
212 **Section 4. Duties of the Board.** The board shall have general operational control and
213 responsibility for AIP. It shall have all of those duties and powers set forth for same in
214 the parliamentary authority of AIP and those duties and powers set forth under the
215 statutes of Illinois. In addition, the board shall have such further duties and powers as
216 are set forth in these bylaws, the standing orders, and the board policies. The board
217 shall advise and consent as to the recommendation of the president for the position of
218 editor of the *Parliamentary Journal*.

220 **Section 5. Regular Meetings.** The board shall meet at least three times during the
221 year at a time and by such means as is determined by the board. These regular
222 meetings shall have thirty days' notice. One of the regular meetings shall be held on the
223 day immediately following the close of the Annual Session, and shall be identified as the
224 "post-annual session board meeting. "

225
226 **Section 6. Special Meetings.** Special meetings of the board may be called by the
227 president and shall be called by the secretary on the request of any five board
228 members. Notice may be sent by electronic mail. Fifteen days' notice shall be required
229 for in-person meetings and 72 hours' notice shall be required for conference call
230 meetings. Notice may be waived by any board member before, during, or after the
231 meeting.

232
233 **Section 7. Method of Meeting.** Meetings of the board may be held in person,
234 telephonically, or electronically. Any meeting shall provide for communication among all
235 members of the board synchronously and, excepting executive sessions, shall provide
236 for attendance, but not participation, by any member of AIP.

237
238 **Section 8. Method of Notice for Meetings.** Meetings of the board shall be noticed to
239 the membership of AIP by electronic mail or posted on the AIP Web site.

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242 **ARTICLE VI - NOMINATIONS AND ELECTIONS**

243
244 **Section 1. Notice of Candidacy.** Those persons who declare to the AIP Secretary
245 their candidacy for officer and director positions, and who give notice of intent to run at
246 least thirty days prior to the issuance of the call of the annual session shall have their
247 names, along with the position for which they are candidates, listed in the call.

248
249 **Section 2. Nominations and Elections at the Annual Session.**

250 **2.1 Officers and Directors.** Officers and directors shall be elected at the annual
251 session by a majority vote by ballot.

252 **2.2 Sequence of Elections.** The election of officers shall occur prior to the election
253 of directors.

254 **2.3 Nominations from the Floor.** Candidates for officer and directors positions
255 shall be nominated from the floor.

256
257 **Section 3. Election of Accrediting, Education, and Communications Directors.**

258 **3.1 Time of Election.** The accrediting, education, and communications directors
259 shall be elected at the post annual session board meeting.

260 **3.2 Nominations for Accrediting, Education, and Communications Directors.**
261 Candidates for accrediting, education and communications directors shall be
262 nominated from the floor at the board meeting.

263 **3.3 Election.** The accrediting, education, and communications directors shall be
264 elected by majority vote of the board.

265 266 **ARTICLE VII - MEETINGS OF THE MEMBERSHIP**

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268
269 **Section 1. Annual Session.** A regular annual meeting of the membership, herein
270 referred to as the annual session, shall be held each year at a date between June 1 and
271 August 31 at a location to be determined by the board. In the event of an emergency, an
272 annual session may be rescheduled by a two-thirds vote of the board.

273
274 **Section 2. Special Session.** A special session of the membership may be called by a
275 majority vote of the board.

276
277 **Section 3. Notice.** The official notice of each session shall be distributed using mail
278 service or electronic mail (e-mail) delivery systems to all members at least twenty days,
279 but no more than sixty days before the session is to convene. Notices may be
280 distributed to members by electronic means unless otherwise requested in writing to
281 AIP.

282
283 **Section 4. Voting Members.** The record date for eligibility to vote at meetings of the
284 membership shall be five days prior to the meeting. The roll of voting members shall be
285 those members whose dues are current on that date, five days before the meeting.

286
287 **Section 5. Quorum.** Thirty members shall constitute a quorum for an annual session
288 or special session.

289
290 **Section 6. Proxy Voting.** Proxy voting shall not be allowed at any meeting of the
291 membership.

292 293 **ARTICLE VIII - EXECUTIVE COMMITTEE**

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295
296 **Section 1. Composition.** The executive committee shall be composed of the officers
297 and two other board members, elected by the board at the post annual session board
298 meeting.

299
300 **Section 2. Terms.** The membership of the executive committee shall have a term
301 corresponding to that of the officers.

302
303 **Section 3. Duties and Powers.** The executive committee shall manage, negotiate,
304 and approve all contracts of AIP, shall administer the annual budget and all contracts,
305 shall appoint the auditor, and shall perform any other duties delegated to it by the board
306 or the annual session. The executive committee may exercise the powers of the board
307 between meetings of the board.

308
309 **Section 4. Meetings.** Meetings shall be at the call of the chair, with two days' notice
310 given to the board, including a copy of the agenda for the meeting. Meetings may be
311 held in person, telephonically, or electronically. Any meeting shall provide for
312 communication among all executive committee members synchronously.

313
314 **Section 5. Reports.** Within thirty days of any meeting of the executive committee,
315 minutes of the meeting shall be forwarded to each board member.

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318 **ARTICLE IX - ACCREDITING DEPARTMENT**

319
320 **Section 1. Purpose.** The accrediting department shall coordinate and implement the
321 certification program to classify members who demonstrate high standards of
322 excellence in parliamentary procedure.

323
324 **Section 2. Composition.** The accrediting department shall consist of the accrediting
325 director, the assistant accrediting director, and such division chairs as are deemed
326 necessary by the accrediting director. The accrediting director and the assistant
327 accrediting director shall have held the classification of CPP for at least two years at the
328 time of appointment. The assistant accrediting director, and any division chairs as are
329 deemed necessary by the accrediting director, shall be appointed by the accrediting
330 director with the approval of the president. They shall serve a term concurrent with that
331 of the accrediting director or until their successors are appointed. The assistant
332 accrediting director and division chairs, if any, shall have such duties as are assigned by
333 the accrediting director.

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336 **ARTICLE X - EDUCATION DEPARTMENT**

337
338 **Section 1. Purpose.** The education department shall coordinate and implement all
339 aspects of the AIP Action Program pertaining to education.

340
341 **Section 2. Composition.** The department shall consist of the education director, the
342 assistant education director, and such division chairs as are deemed necessary by the
343 education director. The education director and the assistant education director must
344 hold the CP-T or CPP-T credential. The president and vice president shall serve as ex-
345 officio members of the department. The assistant education director and the chairs of
346 the divisions shall be appointed by the education director with the approval of the
347 president. They shall serve a term concurrent with that of the education director or until
348 their successors are appointed. The assistant education director and division chairs
349 shall have such duties as are assigned by the education director.

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351

352 **ARTICLE XI – COMMUNICATIONS DEPARTMENT**

353
354 **Section 1. Purpose.** There shall be a communications department to coordinate
355 communications in AIP. The president and vice president shall serve as ex-officio
356 members of the department.

357
358 **Section 2. Composition.** The communications department shall consist of the
359 communications director, assistant communications director, and such division chairs as
360 deemed necessary by the communications director. The assistant communications
361 director and the division chairs shall be appointed by the communications director with
362 the approval of the president.

363
364 **Section 3. Duties.** The communications department shall develop strategies to
365 provide accurate and timely information to the public, potential members, members, and
366 former members. The department shall plan and communicate the activities and
367 benefits of AIP to the public, work with other AIP committees as appropriate to achieve
368 their communications goals, and regularly review the AIP website to make
369 recommendations to the executive committee.

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371
372 **ARTICLE XII - COMMITTEES**

373
374 **Section 1. Purpose and Meetings of Standing and Special Committees.** The
375 purpose of committees is to support the AIP Action Program by member involvement in
376 AIP, and to provide for a strong and effective governance system. Committee meetings
377 may be held in person, telephonically, or electronically. Any meeting shall provide for
378 communication among all committee members synchronously.

379
380 **Section 2. Standing Committees.** There shall be the following standing committees:
381 Audit; Budget and Finance; Bylaws and Standing Orders; Ethics; Member Services;
382 Opinions; Youth Activities.

383 **2.1 Audit Committee.** The audit committee shall secure an annual audit of all funds,
384 an audit when there is a change in the office of treasurer, and at other times as
385 deemed necessary by the committee and with the consent of the executive
386 committee. The committee shall submit a report at each annual session for
387 consideration by the membership.

388 **2.2 Budget and Finance Committee.** The budget and finance committee shall
389 submit an annual budget at the beginning of the fiscal year for approval by the
390 board. The budget shall contain funding for the annual session and for the
391 practicums which portions of the budget shall be developed in consultation with the
392 appropriate coordinators for the annual session and the practicums.

393 **2.3 Bylaws and Standing Orders Committee.** The bylaws and standing orders
394 committee shall review all proposed amendments to the bylaws and standing orders,
395 and shall make recommendations on these to the annual session. The committee

396 may initiate proposed amendments to the bylaws and standing orders. The
397 committee shall prepare and present proposed standing rules for the annual
398 session. The committee shall review new chapter bylaws and amendments to
399 chapter bylaws for compliance with AIP bylaws and other rules. The committee
400 reviews new chapter bylaws and recommends acceptance or conditional acceptance
401 to the member services committee.

402 **2.4 Ethics Committee.** The ethics committee shall process complaints received
403 against members in accordance with the Rules for Handling Complaints and
404 Reporting Ethical Violations.

405 **2.5 Member Services Committee.** The member services committee shall develop
406 and implement a program or programs for the recruitment and retention of members.
407 The committee shall assist in the formation of new chapters and provide assistance
408 to all chapters as requested.

409 **2.6 Opinions Committee.** The opinions committee shall prepare opinions for
410 publication in the *Parliamentary Journal*, and shall assist AIP members by answering
411 written requests for parliamentary advice.

412 **2.7 Youth Activities and Scholarship Committee.** The youth activities and
413 scholarship committee shall develop and implement programs to encourage the
414 membership, participation, and education of the youth members. The committee
415 may provide: a) scholarships for practicums, annual sessions, and other AIP
416 educational events; b) membership dues waivers as approved by the executive
417 committee or the board of directors.

418
419 **Section 3. Membership of Standing Committees.** Except as otherwise provided in
420 the bylaws, the president shall appoint committee chairs subject to approval by the
421 board; committee members shall be appointed by the president in consultation with the
422 respective committee chair. All committees shall have a minimum of three and a
423 maximum of seven members. The president shall be an ex officio member of all
424 committees except the ethics committee and opinions committee; the president shall not
425 be counted in determining a quorum. The president may appoint a board liaison to
426 serve as an ex officio member of a committee.

427 **3.1 Terms.** Except as otherwise provided in the bylaws, term of office shall begin
428 upon appointment and conclude when a successor is appointed.

429 **3.2 Audit Committee.** The audit committee shall be appointed by the board. No
430 person may serve simultaneously on both the audit committee and the budget and
431 finance committee.

432 **3.3 Budget and Finance Committee.** The treasurer shall serve as chair of the
433 budget and finance committee.

434 **3.4 Ethics Committee.** All members of the ethics committee must hold status as
435 CPP members. The committee shall consist of three members elected by ballot by
436 the board at the post annual session board meeting to serve for a term of three

437 years. The committee members shall select the chair from among the committee
438 members. Members of the ethics committee may serve two consecutive terms on
439 the committee.

440 **3.5 Opinions Committee.** All members of the opinions committee must hold status
441 as CPP members.

442 **3.6 Vacancies.** Vacancies on a committee shall be filled in the same manner as the
443 original selection of the members for the balance of the term.

444
445 **Section 4. Special Committees.** Except as otherwise provided in the bylaws or
446 standing orders, special committees may be established by the annual session, the
447 board, the executive committee, or the president.

449 450 **ARTICLE XIII - CHAPTERS**

451
452 **Section 1. Purpose.** The chapters shall promote the objectives and educational
453 programs of AIP by providing leadership training and workshops in parliamentary law
454 and procedure, providing an opportunity for chapters to discuss issues of mutual benefit
455 to AIP, and enhancing membership retention and extension.

456
457 **Section 2. Chapters.** A chapter shall be composed of those AIP members who have
458 chosen to affiliate with it. A chapter shall promote the goals and objectives of AIP, meet
459 at least twice a year, and elect officers. Electronic chapters are permitted.

460 **2.1 Compliance with AIP Governing Documents.** Chapter bylaws and any
461 amendments thereto shall be in compliance with AIP governing documents, show
462 the date of approval, and be filed with the permanent records of AIP.

463 **2.2 Chapter Charter.** A group of at least five AIP members may apply to organize a
464 chapter.

465 **2.2.1** An organizing chapter must submit the name of the chapter, minutes of
466 organizational meetings, officers, and adopted bylaws to the AIP Secretary.

467 **2.2.2** Bylaws and recognition as an AIP chapter shall become effective upon
468 recommendation of the member services committee, bylaws and standing orders
469 committee, and approval by the board.

470 **2.3 Chapter Bylaws Amendment.** When revised or amended, the new bylaws
471 shall be submitted to the AIP Bylaws and Standing Orders Committee for review and
472 filing.

473
474 **Section 3. Chapter Dissolution.** A chapter may dissolve voluntarily or by revocation
475 for non-compliance with these bylaws. A chapter that has dissolved shall return its
476 charter, any funds or other assets, and the records to the AIP Secretary. Unless
477 otherwise designated, the assets shall revert to the AIP general fund.

478 **3.1 Voluntary Dissolution.** A chapter may dissolve voluntarily, by a two-thirds vote
479 with previous notice, at a special meeting stating the purpose; with the date, time,
480 and place of the meeting given in a written notice to all chapter members, not less
481 than thirty days prior to said meeting; copy of such notice to be provided to the AIP
482 Secretary. Members living more than seventy-five miles from the meeting place shall
483 be allowed to vote by mail.

484 **3.2 Dissolution of Inactive Chapters.** An inactive chapter, one that has not met for
485 two consecutive years, may have its charter revoked by two-thirds vote of the AIP
486 Board. At least sixty days written notice shall be sent by certified mail to the last
487 known chapter officers and members, return receipt requested, prior to the vote to
488 revoke the chapter charter.

489

490

ARTICLE XIV - INDEMNIFICATION

491

492 Officers, directors, and employees of AIP shall be indemnified for any costs, expenses,
493 or liabilities necessarily incurred in connection with the defense of any action, suit or
494 proceeding in which they are made a part by reason of being or having been a member
495 serving in an elected or an appointed capacity. No member or employee shall be
496 indemnified when adjudged in the action or suit to be liable for gross negligence or
497 misconduct in the performance of duty.

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ARTICLE XV - PARLIAMENTARY AUTHORITY

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502 The current edition of *American Institute of Parliamentarians Standard Code of*
503 *Parliamentary Procedure* shall govern AIP so far as it is applicable and not inconsistent
504 with the bylaws, standing orders and any special rules of order that AIP may adopt.

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506

507

ARTICLE XVI - AMENDMENT

508

509 **Section 1. Amendment of Bylaws, Action Program, and Code of Ethics.** The
510 bylaws, the action program, and the code of ethics may be amended by either of the
511 following procedures:

512 **1.1 Amendment With Notice.** Following notice of amendment given to all members
513 with the official notice of the annual session, a two-thirds vote of members present
514 and voting at the annual session will be required.

515 **1.2 Amendment Without Notice.** If notice has not been given as in Section 1. 1,
516 then a member must give twelve hours' notice of the amendment, and there must be
517 a two-thirds vote in the affirmative to consider an amendment. Amendments
518 proposed by this method require a four-fifths vote of members present and voting at
519 the annual session to adopt. Debate on the motion to consider shall be confined to
520 the merits of consideration.

521
522 **Section 2. Revision of Bylaws, Action Program, and Code of Ethics.** If a revision
523 of the bylaws, action program, or code of ethics is ordered by majority vote at an annual
524 session, the next annual session shall not consider any other amendments proposed to
525 that document as separate motions; amendments to the revision documents shall be
526 allowed from the floor.

527
528 **Section 3. Amendment of Standing Orders.** The standing orders may be amended
529 by either of the following procedures:

530 **3.1 Amendments With Notice.** Following notice of amendment given to all
531 members with the official notice of the annual session, a majority vote of members
532 present and voting at the annual session is required to adopt.

533 **3.2 Amendments Without Notice.** If notice has not been given as in Section 3. 1, a
534 two-thirds vote of members present and voting is required to adopt.

535
536 **Section 4. Origin of Amendments.** Amendments to the bylaws, action program, code
537 of ethics, and standing orders may be originated by one of the following methods: (1)
538 an act of the board; (2) majority vote of the bylaws and standing orders committee; (3)
539 petition signed by at least five members; or (4) motion at an annual session. All
540 amendments shall be referred to the bylaws and standing orders committee.