

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

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

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

**4.5 Certified Parliamentarian Retired and Certified Professional Parliamentarian Retired.** A certified parliamentarian or certified professional parliamentarian wishing to be transferred to retired status may notify the board secretary and the accrediting director to request reclassification to retired membership. The member shall be reclassified as Certified Parliamentarian Retired (CP Ret. or CP-T Ret.) or Certified Professional Parliamentarian Retired (CPP Ret. or CPP-T Ret.) as of the effective date of the notice.

**4.5.1** Retired members shall always use the retired qualification when using the certified designation and will be excused from any continuing education requirements for maintenance of certified membership status. A retired member shall receive the privileges of regular membership.

**4.5.2** A retired member wishing to terminate retired status shall apply to the accrediting department for determination of eligibility for reinstatement to certified status.

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

## **Section 5. Requirements to Maintain Credentials**

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

88       **5.2** The credential shall be extended for seven years from the date of verification.

89       **5.3** A Certified Professional Parliamentarian (CPP) or a Certified Parliamentarian  
90 (CP) who does not comply with the requirements to maintain credentials shall revert  
91 to the next lower category of membership. A member holding the Teacher (T)  
92 credential who does not comply with the requirements to maintain that credential  
93 shall lose that credential. Any credential that is lost shall only be restored by  
94 successfully completing a new application and examination process.

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

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

106  
107       **Section 7. Dues.** Dues shall be payable on or before the annual membership renewal  
108 date. The dues for each class of membership shall be:

109		
110	Regular (first 2 years)	\$55. 00
111	Regular (after 2 years)	\$70. 00
112	Certified Parliamentarian (CP)	\$105. 00
113	Certified Professional Parliamentarian (CPP)	\$130. 00
114	CP or CPP Retired	\$70. 00
115	Full-time Student	\$20. 00
116	Associate	\$60. 00
117		

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

120       **8.1 Resignation.** A member may resign by sending a written resignation to  
121 headquarters. The resignation shall be effective upon receipt unless specified  
122 otherwise.

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

128       **8.3 Expulsion.** In addition to the provisions of Rules for Handling Complaints and  
129 Reporting Ethical Violations, a member may be expelled for cause by ballot vote of  
130 two-thirds of the entire membership of the board at a regular or special meeting. The

member may appear, present evidence, and be represented by an advocate at this meeting. Notice of a proposed expulsion shall be sent to all board members and shall be sent by a trackable means to the member whose expulsion is being considered. The notice shall be sent at least twenty days, but no more than sixty days, before the meeting is to convene.

## ARTICLE IV - OFFICERS AND DUTIES

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

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

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

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

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

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

**Section 7. Duties of the Treasurer.** The treasurer shall maintain the financial records of AIP. The treasurer shall compile the information with which to prepare the annual budget and the annual audit. The treasurer shall report current financial information at each regular meeting of the board and at the annual meeting of the membership; a written copy of this report must be filed with the secretary. The treasurer shall chair the budget and finance committee. The treasurer shall have such other duties and powers as are set forth in these bylaws, the standing orders, and the board policies.

**Section 8. Death, Resignation, or Incapacity of Officers other than President.** Upon death, resignation, or incapacity of the vice president, secretary, or treasurer, the board shall fill the vacancy for the balance of the term. The president shall secure and transfer the records of the vacant office to the successor expeditiously.

## ARTICLE V - BOARD OF DIRECTORS

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

### **Section 2. Terms.**

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

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

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

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

**Section 4. Duties of the Board.** The board shall have general operational control and responsibility for AIP. It shall have all of those duties and powers set forth for same in the parliamentary authority of AIP and those duties and powers set forth under the statutes of Illinois. In addition, the board shall have such further duties and powers as are set forth in these bylaws, the standing orders, and the board policies. The board

shall advise and consent as to the recommendation of the president for the position of editor of the *Parliamentary Journal*.

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

**Section 6. Special Meetings.** Special meetings of the board may be called by the president and shall be called by the secretary on the request of any five board members. Notice may be sent by electronic mail. Fifteen days' notice shall be required for in-person meetings and 72 hours' notice shall be required for meetings conducted with electronic participation. Notice may be waived by any board member before, during, or after the meeting.

**Section 7. Method of Meeting.** Meetings of the board may be held in person, telephonically, or electronically. Any meeting shall provide for communication among all members of the board synchronously and, excepting executive sessions, shall provide for attendance, but not participation, by any member of AIP. Anonymous votes conducted electronically shall be deemed to be a ballot vote, fulfilling any requirement in these bylaws and other AIP rules that a vote be conducted by ballot.

**Section 8. Method of Notice for Meetings.** Meetings of the board shall be noticed to the membership of AIP by electronic mail a minimum of ten days prior to in-person meetings or a minimum of forty-eight hours prior to meetings conducted with electronic participation.

## ARTICLE VI - NOMINATIONS AND ELECTIONS

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

### **Section 2. Nominations and Elections at the Annual Session.**

**2.1 Officers and Directors.** Officers and directors shall be elected at the annual session by a majority vote by ballot except that when the number of nominees is equal to or less than the number of positions available, no ballot shall be required.

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

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

263  
264 **Section 3. Election of Accrediting, Education, and Communications Directors.**

265 **3.1 Time of Election.** The accrediting, education, and communications directors  
266 shall be elected at the post annual session board meeting.

267 **3.2 Nominations for Accrediting, Education, and Communications Directors.**

268 Candidates for accrediting, education and communications directors shall be  
269 nominated from the floor at the board meeting.

270 **3.3 Election.** The accrediting, education, and communications directors shall be  
271 elected by majority vote of the board.  
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274 **ARTICLE VII - MEETINGS OF THE MEMBERSHIP**  
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276 **Section 1. Annual Session.**

277 **1.1 Regular Annual Meeting.** A regular annual meeting of the membership, herein  
278 referred to as the annual session, shall be held each year at a date between June 1  
279 and August 31 at a location to be determined by the board.

280 **1.2 In the Event of Emergency.** In the event of an emergency, an annual session  
281 may be rescheduled by a two-thirds vote of the board. The date range in 1.1 may be  
282 waived by the same vote.

283 **1.3 Annual Session Held Electronically.** The annual session may be held  
284 electronically by a two-thirds vote of the board. Anonymous votes conducted  
285 electronically shall be deemed to be a ballot vote, fulfilling any requirement in these  
286 bylaws and other AIP rules that a vote be conducted by ballot.  
287

288 **Section 2. Special Session.** A special session of the membership may be called by a  
289 majority vote of the board.  
290

291 **Section 3. Notice.** The official notice of each session shall be distributed using mail  
292 service or electronic mail (e-mail) delivery systems to all members at least twenty days,  
293 but no more than sixty days before the session is to convene. Notices may be  
294 distributed to members by electronic means unless otherwise requested in writing to  
295 AIP.  
296

297 **Section 4. Voting Members.** The record date for eligibility to vote at meetings of the  
298 membership shall be five days prior to the meeting. The roll of voting members shall be  
299 those members whose dues are current on that date, five days before the meeting.  
300

301 **Section 5. Quorum.** Thirty members shall constitute a quorum for an annual session  
302 or special session.  
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304 **Section 6. Proxy Voting.** Proxy voting shall not be allowed at any meeting of the  
305 membership.

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307 **ARTICLE VIII - ACCREDITING DEPARTMENT**  
308

309 **Section 1. Purpose.** The accrediting department shall coordinate and implement the  
310 certification program to classify members who demonstrate high standards of  
311 excellence in parliamentary procedure.  
312

313 **Section 2. Composition.** The accrediting department shall consist of the accrediting  
314 director, the assistant accrediting director, and such division chairs as are deemed  
315 necessary by the accrediting director. The accrediting director and the assistant  
316 accrediting director shall have held the classification of CPP for at least two years at the  
317 time of appointment. The assistant accrediting director, and any division chairs as are  
318 deemed necessary by the accrediting director, shall be appointed by the accrediting  
319 director with the approval of the president. They shall serve a term concurrent with that  
320 of the accrediting director or until their successors are appointed. The assistant  
321 accrediting director and division chairs, if any, shall have such duties as are assigned by  
322 the accrediting director.  
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325 **ARTICLE IX- EDUCATION DEPARTMENT**  
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327 **Section 1. Purpose.** The education department shall coordinate and implement all  
328 aspects of the AIP Action Program pertaining to education.  
329

330 **Section 2. Composition.** The department shall consist of the education director, the  
331 assistant education director, teacher course coordinator, and such division chairs as are  
332 deemed necessary by the education director. The education director and the assistant  
333 education director shall hold a minimum of a CP credential and the teacher course  
334 coordinator shall hold the CP-T or CPP-T credential. The president and vice president  
335 shall serve as ex-officio members of the department. The assistant education director,  
336 teacher course coordinator, and the chairs of the divisions shall be appointed by the  
337 education director with the approval of the president. They shall serve a term concurrent  
338 with that of the education director or until their successors are appointed. The assistant  
339 education director, teacher course coordinator, and division chairs shall have such  
340 duties as are assigned by the education director.  
341

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343 **ARTICLE X- COMMUNICATIONS DEPARTMENT**  
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345 **Section 1. Purpose.** There shall be a communications department to coordinate  
346 communications in AIP.  
347

348 **Section 2. Composition.** The communications department shall consist of the  
349 communications director, assistant communications director, and such division chairs as  
350 deemed necessary by the communications director. The assistant communications



351 director and the division chairs shall be appointed by the communications director with  
352 the approval of the president. The president and vice president shall serve as ex-officio  
353 members of the department.

354  
355 **Section 3. Duties.** The communications department shall develop strategies to  
356 provide accurate and timely information to the public, potential members, members, and  
357 former members. The department shall plan and communicate the activities and  
358 benefits of AIP to the public, work with other AIP committees as appropriate to achieve  
359 their communications goals, and regularly review the AIP website to make  
360 recommendations to the board of directors.

## 361 362 363 **ARTICLE XI- COMMITTEES** 364

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

370  
371 **Section 2. Standing Committees.** There shall be the following standing committees:  
372 Audit; Budget and Finance; Bylaws and Standing Orders; Member Services; Opinions;  
373 Professional Responsibility; Youth Activities.

374 **2.1 Audit Committee.** The audit committee shall secure an annual audit of all funds,  
375 an audit when there is a change in the office of treasurer, and at other times as  
376 deemed necessary by the committee and with the consent of the board of directors.  
377 The committee shall submit a report at each annual session for consideration by the  
378 membership.

379 **2.2 Budget and Finance Committee.** The budget and finance committee shall  
380 submit an annual budget at the beginning of the fiscal year for approval by the  
381 board. The budget shall contain funding for the annual session and for the  
382 practicums which portions of the budget shall be developed in consultation with the  
383 appropriate coordinators for the annual session and the practicums.

384 **2.3 Bylaws and Standing Orders Committee.** The bylaws and standing orders  
385 committee shall review all proposed amendments to the bylaws and standing orders,  
386 and shall make recommendations on these to the annual session. The committee  
387 may initiate proposed amendments to the bylaws and standing orders. The  
388 committee shall prepare and present proposed standing rules for the annual  
389 session. The committee shall review new chapter bylaws and amendments to  
390 chapter bylaws for compliance with AIP bylaws and other rules. The committee  
391 reviews new chapter bylaws and recommends acceptance or conditional acceptance  
392 to the member services committee.

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

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

**2.6 Professional Responsibility Committee.** The professional responsibility committee shall process complaints received against members in accordance with the Rules for Handling Complaints and Reporting Ethical Violations.

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

**Section 3. Membership of Standing Committees.** Except as otherwise provided in the bylaws, the president shall appoint committee chairs subject to approval by the board; committee members shall be appointed by the president in consultation with the respective committee chair. All committees shall have a minimum of three members.

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

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

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

**3.4 Opinions Committee.** All members of the opinions committee must hold status as CPP members.

**3.5 Professional Responsibility Committee.** All members of the professional responsibility committee must hold status as CPP members. The committee shall consist of three members elected by ballot by the board at the post annual session board meeting to serve for a term of three years. The committee members shall select the chair from among the committee members. Members of the professional responsibility committee may serve two consecutive terms on the committee.

**3.6 Vacancies.** Vacancies on a committee, except the professional responsibility committee, shall be filled in the same manner as the original selection of the members for the balance of the term. Vacancies on the professional responsibility

committee shall be filled by the board at a regular or special meeting for the unexpired term of the vacating member and shall not require a ballot vote.

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

**Section 5. Ex Officio Committee Membership.** The president shall be an ex officio member of all committees except the professional standards committee, appeals committee, and opinions committee; the president shall not be counted in determining a quorum.

## ARTICLE XII- CHAPTERS

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

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

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

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

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

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

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

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

**3.1 Voluntary Dissolution.** A chapter may dissolve voluntarily, by a two-thirds vote with previous notice, at a special meeting stating the purpose; with the date, time,

and place of the meeting given in a written notice to all chapter members, not less than thirty days prior to said meeting; copy of such notice to be provided to the AIP Secretary. Members living more than seventy-five miles from the meeting place shall be allowed to vote by mail.

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

## ARTICLE XIII - INDEMNIFICATION

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

## ARTICLE XIV- PARLIAMENTARY AUTHORITY

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

## ARTICLE XV- AMENDMENT

**Section 1. Amendment of Bylaws, Action Program, and Code of Professional Responsibility.** The bylaws, the action program, and the code of professional responsibility may be amended by either of the following procedures:

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

**1.2 Amendment Without Notice.** If notice has not been given as in Section 1. 1, then:

**1.2.1** a member must propose the amendment in writing and notice shall be given at that time to the Annual Session.

**1.2.2** After the expiration of a minimum of twelve hours, a vote shall be conducted to determine whether the amendment shall be considered. Debate on the motion as to whether the amendment shall be considered shall be restricted to the merits of consideration.

519           **1.2.3** A vote to consider such an amendment shall require two-thirds in the  
520 affirmative to consider the proposal.

521           **1.2.4** If the vote on the motion as to whether the amendment shall be considered  
522 is adopted, the amendment shall require a four-fifths vote of members present  
523 and voting at the annual session to adopt.  
524

525 **Section 2. Revision of Bylaws, Action Program, and Code of Professional**  
526 **Responsibility.** If a revision of the bylaws, action program, or code of professional  
527 responsibility is ordered by majority vote at an annual session, the next annual session  
528 shall not consider any other amendments proposed to that document as separate  
529 motions; amendments to the revision documents shall be allowed from the floor.  
530

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

533       **3.1 Amendments With Notice.** Following notice of amendment given to all  
534 members with the official notice of the annual session, a majority vote of members  
535 present and voting at the annual session is required to adopt.

536       **3.2 Amendments Without Notice.** If notice has not been given as in Section 3. 1, a  
537 two-thirds vote of members present and voting is required to adopt.  
538

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