

By-laws

Florida Society of Certified Public Managers – GATEWAY CHAPTER

These By-Laws were approved by the State Board on {Date} by unanimous vote.

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Article I - Name and Registered Office

The name of this organization shall be the GATEWAY CHAPTER of the Florida Society of Certified Public Managers, Inc. The registered office of the corporation is Florida Center for Public Management, Florida State University, Tallahassee, Florida, 32306, and at such other places as the Board of Directors may establish. The Florida Society of Certified Public Managers, Inc. will be referred to, herein after in these by-laws, as the “FSCPM”.

Article II - Vision, Mission, and Goals

Section 1. Vision:

The vision of the GATEWAY CHAPTER is improved organizational and personal performance in Government through the knowledge, commitment, and action of a society of Certified Public Managers.

Section 2. Mission:

To foster and maintain high professional and ethical standards in the practice of public management and to further the professional growth of the GATEWAY CHAPTER and FSCPM members.

Section 3. Goals:

- To support the purposes and objectives of the FSCPM and the American Academy of Certified Public Managers.
- To improve communication and cooperation of public managers in all sectors of government in Florida.

- To provide opportunities for members to continually increase their knowledge in the field of leadership and public management.
- To seek a high level of certification and to promote growth and recognition of the GATEWAY CHAPTER and the FSCPM.

Article III – Membership

Section 1.

Membership shall be held exclusively by individuals who are members of the GATEWAY CHAPTER and the FSCPM and who support the Vision, Mission and Goals of the GATEWAY CHAPTER.

Grades of Membership shall be:

- (a) Fellows- Any person who has obtained a valid certification as a Certified Public Manager (CPM) issued by a program accredited by the National Certified Public Manager Program Consortium.
- (b) Associate Members- Any person who has completed at least one CPM level and who shares the goals of the GATEWAY CHAPTER shall be eligible for associate membership in the GATEWAY CHAPTER. Associate Members may vote for all regional chapter offices but are not eligible to vote for FSCPM offices. Associate Members may be appointed to chair standing and special committees at chapter and state levels, but cannot hold elected offices.
- (c) Consortium Members- GATEWAY CHAPTER Consortium members who are admitted under guidelines adopted by the Board of Directors.
- (d) Honorary Fellows- A person may be elected to honorary membership by a two-thirds vote of the Board of Directors. Honorary Fellows will be entitled to all of the privileges of membership except

they will not be entitled to vote or hold elective or appointed office. Active FCPM instructors (including adjuncts) are considered Honorary Fellows. Honorary Fellows are not required to pay dues.

Section 2.

Provisions may be made by the Board of Directors for other classes of membership within the GATEWAY CHAPTER.

Section 3.

(a) Only Fellows shall be eligible to hold elective office in the GATEWAY CHAPTER.

(b) All members of the GATEWAY CHAPTER shall be entitled to attend all meetings of the GATEWAY CHAPTER and speak on any issue before the assembly.

Section 4.

A member is in good standing when all GATEWAY CHAPTER and FSCPM dues for the current year are paid to the GATEWAY CHAPTER Treasurer. Members in good standing may request a transfer from one regional chapter to another. A regional chapter may not refuse to accept the transfer of a member in good standing.

Section 5.

All members of the GATEWAY CHAPTER in good standing shall be entitled to use the designation “Member of the GATEWAY CHAPTER of the Florida Society of Certified Public Managers.”

Section 6.

The only criteria for membership shall be per Article III, Sections 1 (a, b, c, d), and the payment of appropriate dues as specified in the By-laws and in the Appendix.

Article IV – Officers Section

Section 1.

The officers of the GATEWAY CHAPTER shall be a President, a Vice president, a Secretary and a Treasurer. Other officers may be elected as deemed necessary by the GATEWAY CHAPTER. All officers must be Fellows in good standing of the GATEWAY CHAPTER.

Section 2.

The officers shall be nominated and elected by the following process:

- GATEWAY CHAPTER members may make Nominations for GATEWAY CHAPTER officers no sooner than September 1 and no later than October 15 for officers to be seated the following 1st of January. Nominations may be made by direct electronic mail to members of the Nominations Committee or preferably on the Nominations Page of the GATEWAY CHAPTER web site.

The Nominations Committee shall: promote the election season and member participation through available media (such as a newsletter); receive 3 nominations of candidates for available offices; ascertain the nominees' qualifications for candidacy; design a ballot form and distribute the ballot to the GATEWAY CHAPTER members by electronic mail no later than October 30 for officers to be seated the following 1st of January.

The ballot form shall include the electronic address of the GATEWAY CHAPTER Liaison (***Any member serving as the chapter's Elections Liaison is prohibited from running for any elected office in the chapter.***). The Nominations Committee shall assume that the members and electronic addresses provided by the Treasurer of the GATEWAY CHAPTER are qualified voters

and the electronic addresses are correct unless otherwise directed by the President of the GATEWAY CHAPTER.

- Members shall submit their vote by electronic mail in a format as directed by the Nominations Committee to the GATEWAY CHAPTER Liaison no later than November 15 for officers to be seated the following 1st of January.
- The GATEWAY CHAPTER Liaison will count the ballots, report the results of the election to the President no later than November 30, and retain a record of the election until the following March 30.
- The President shall inform the newly elected officers of their impending installation
- A GATEWAY CHAPTER meeting will be held the following January. Seating of the new officers will be held during the meeting.

The election schedule may be revised in a particular year by the Board of Directors vote.

Section 3.

A plurality of votes cast for a particular office shall constitute an election.

Section 4.

All vacancies in elective offices, except the office of president, shall be filled by appointment of the president, with the approval of the remaining officers, for the unexpired part of the term. In the event

of a vacancy in the office of the president, the vice president shall become president for the unexpired term.

Section 5.

The term of office for the President shall be one (1) year following their election with a maximum concurrent term of an additional one (1) year or until their successor is elected. The terms of Vice President shall be (1) year, Secretary and Treasurer shall be (2) calendar years following their election or until their successors are seated. The terms of the Secretary and the Treasurer shall overlap. The Secretary shall be elected each year ending with an even number. The Treasurer shall be elected in each year ending with an odd number.

Section 6.

An officer can be removed for the following reasons:

- (a) Non - performance of duties
- (b) Actions contrary to the purposes of the FSCPM or injurious to the FSCPM, GATEWAY CHAPTER or the members of the GATEWAY CHAPTER.
- (c) Conviction of or adjudication withheld for a felony or misdemeanor involving dishonesty or moral turpitude.

To remove any officer(s) from office, a two - thirds (2/3) vote of the remaining Board Members shall be required. This vote shall be by written ballot.

Article V - Duties of Officers

Section 1.

The duties of the officers shall be such as are implied by their respective titles and as are specified in these By-laws.

Section 2.

The President shall be the principal officer of the GATEWAY CHAPTER and shall:

- (a) Preside at the meetings of the Board of Directors and the meetings of the GATEWAY CHAPTER.
- (b) Appoint a parliamentarian (generally the Past President), Standing Committee and Special Committee Chairs and Members to all committees as needed, subject to the approval of the majority of the Board of Directors present at a scheduled meeting.
- (c) Appoint a Nominations Chair and Committee by June 30 of each year, subject to the approval of the majority of the Board of Directors of the GATEWAY CHAPTER present at a scheduled meeting.
- (d) Fill vacancies in elected or appointed offices, subject to the approval of the majority of the Board of Directors present at a scheduled meeting.
- (e) Be a member ex - officio, without a vote, on all committees.
- (f) Cause to be sent to each Board of Directors member the written call for all GATEWAY CHAPTER meetings at least thirty (30) days prior to the meeting. A written agenda for the meeting shall be included with the call to the meeting.
- (g) Approve all disbursements from funds of the GATEWAY CHAPTER before the Treasurer makes such disbursements. The President shall be authorized to countersign checks.
- (h) Subject to the direction of the incoming President, be responsible for the completion of unfinished business through January 31 following their term of office, or one month following the installation of a new President.

- (i) Keep the Vice President informed on all GATEWAY CHAPTER activities.
- (j) Determine the location of the Board Meetings, with the approval of the majority of the Board Members. (See Article VII, Section 4, for additional information.)
- (k) Communicate with each regional chapter to determine how the GATEWAY CHAPTER may assist respective chapters.
- (l) Work to establish new regional chapters in cooperation with the Membership Committee Chair.
- (m) Serve as a communications liaison between the FSCPM and the American Academy of Certified Public Managers.
- (n) Deliver to the incoming President, all files, papers and other property belonging to the GATEWAY CHAPTER immediately upon retiring from office.
- (o) Represent the GATEWAY CHAPTER at the annual FSCPM Conference as a delegate. The President is entitled to payment by the GATEWAY CHAPTER for conference travel expenses.
- (p) Determine a recipient for the Annual President's Award for service to the GATEWAY CHAPTER. The Award will be presented at an appropriate event near the end of the President's term.
- (q) Request the Director of the GATEWAY CHAPTER, or their designee, to appoint a liaison to the FSCPM.

Section 3.

The Vice President shall:

- (a) Perform the duties of the President in the President's absence or inability to serve.
- (b) Serve as liaison to the Standing and Special Committees; serve as ex-officio without vote on all committees; and submit a semi-annual report summarizing the activities of each committee to the Board of Directors.
- (c) Become President for the unexpired term in the event of death, resignation or removal of the President.

(d) Assist in such other capacities as the President or Board of Directors shall direct. (e) Deliver all files, papers and other property belonging to the GATEWAY CHAPTER, immediately upon retiring from office.

Section 4.

The Secretary shall:

(a) Keep the minutes of all meetings of the Officers, the Board of Directors, and the GATEWAY CHAPTER.

(b) Furnish the Officers and the Board of Directors with copies of the minutes of all their meetings within thirty (30) days of the meeting.

(c) Maintain official copy of all correspondence generated by or received by any member of the Executive committee.

(d) Deliver to their successor all files, papers and other property belonging to the GATEWAY CHAPTER immediately upon retiring from office.

Section 5.

The Treasurer shall:

(a) Be responsible and account for all monies of the GATEWAY CHAPTER. All monies shall be deposited in depositories selected by the Officers with the agreement of the Board of Directors.

(b) Be capable of being bonded. Any bonding fee shall be paid by the GATEWAY CHAPTER.

(c) Keep complete and accurate account of all receipts and disbursements, which shall be subject at all times to examination by the officers and the chapters.

(d) Distribute written Treasurer's reports at all meetings of the GATEWAY CHAPTER, the Board of Directors, and the Officers.

(e) Prepare a budget report on June 30 and November 30 of each year for the officers.

(f) Disburse funds only upon receipt of original bills and properly executed vouchers that have been approved by the President.

(g) Shall be authorized to countersign checks.

(h) Have the books reviewed annually, no later than January 31st by a person or an auditing committee approved by the President. The audit expense is to be paid by the GATEWAY CHAPTER. The audit report shall be presented to the GATEWAY CHAPTER at the next meeting following completion of the audit for adoption and disseminated to each member of the Chapter.

(i) Deliver to their successor all funds, securities and records of the GATEWAY CHAPTER immediately after the close of the fiscal year.

Article VI -Center for Public Management

Section 1.

The GATEWAY CHAPTER shall support the work of the FSCPM in conjunction with the Center for Public Management and their Vision, Mission and Goals of the FSCPM and assist where applicable.

Article VII – Advisory Board

Section 1.

Beginning in 2019 the Advisory Board shall consist exclusively of the current members who are also Past Presidents of the GATEWAY CHAPTER.

Section 2.

The duties of the Advisory Board shall include advising the incumbent president and the other GATEWAY CHAPTER officers.

Section 3.

The President may appoint Advisory Board Members individually or as a body to participate in committees, act as a special committee, facilitate or officiate other GATEWAY CHAPTER activities.

Article VIII - Board of Directors

Section 1.

The Board of Directors shall consist of the following members:

- (a) Officers of the GATEWAY CHAPTER
- (b) Immediate Past President of the GATEWAY CHAPTER
- (c) Members-at-Large

Section 2.

Two Members-at-Large will be elected at the same time the officers are elected. Only Fellows can serve as Member-at-Large of the Board of Directors. Other Members at Large may be authorized by a majority vote of the membership of the Chapter and shall be elected by a majority vote of the membership. Committee Chairs may serve in the capacity of a Member at Large. All officers must be members of the Chapter in good standing.

Section 3.

The President of the GATEWAY CHAPTER shall serve as Chair of the Board of Directors.

Section 4.

A quorum for the Board of Directors shall consist of one-third of the members of the Board being personally in attendance, or in communication via teleconferencing. Members of the Board of

Directors shall confirm in writing to the Secretary any vote given via teleconferencing. The written confirmation of the vote shall be sent to the Secretary within ten (10) days. References to “two-thirds” or “majority” votes shall be of Board of Directors members present.

Section 5.

The Board of Directors shall meet or teleconference at least quarterly. The location for any meeting shall be rotated throughout the state or situated in a central location.

Section 6.

The Board of Directors shall have the power to act for the GATEWAY CHAPTER. A report of the actions taken by the Board of Directors shall be given at meetings of the GATEWAY CHAPTER. The members of the GATEWAY CHAPTER shall have the power to change Board of Directors action. A majority vote of the GATEWAY CHAPTER members present at a FSCPM meeting or voting via teleconferencing is needed to change any action of the Board of Directors. A written vote of the members of the GATEWAY CHAPTER may be taken at the request of the President. Such vote shall have the force and effect of a vote taken at a meeting. Each written response must be forwarded to the Secretary within ten (10) days. Fellows are entitled to one vote each. Voting by proxy shall not be allowed.

Article IX – Committees

Section 1.

The 3 standing committees of the GATEWAY CHAPTER are: Nominations/Elections, Membership, and Communications.

Section 2.

Special Committees (Ad hoc Committees) may be appointed as deemed necessary.

Section 3.

Committee Chairs and members will be appointed in accordance with the committee charter as found in Appendix 2. Members may be reappointed. No member shall serve more than two (2) consecutive terms as chair of the same committee. Only members in good standing shall be eligible to serve on Standing or Special Committees.

Section 4.

The Board of Directors may remove a member from an appointed position for the same reasons it can remove an officer (See Article IV, Section 6, (a), (b), and (c). The procedure described in Article IV, Section 6, for removing an officer from office, shall be used to remove a member from an appointed position.

Article X - Special Called Meetings

Section 1.

GATEWAY CHAPTER Special Meetings may be called by using one of the following methods:

(a) By the GATEWAY CHAPTER President

(b) At the written request of at least four members of the Board of Directors if the Special Meeting is called as specified in (b), the written request is to be sent to the President of the GATEWAY CHAPTER with a copy to all members of the Board of Directors. The President of the GATEWAY CHAPTER will send the official call for the special meeting to all members. Only the matters specified

in the call shall be considered at a special meeting. The President shall include an Agenda for the meeting in the Call to the Special Meeting.

Article XI – Dues

The Board of Directors for the FSCPM shall determine the annual dues for the GATEWAY CHAPTER. Dues shall be administered as in Appendix 1

Article XII - Fiscal Year

Section 1.

The fiscal year for the GATEWAY CHAPTER shall begin the first day of January and shall end on the thirty-first day of December each year.

Article XIII - Parliamentary Procedure

The rules of parliamentary procedure comprised in the current edition of Robert's Rules of Order Newly Revised shall govern all procedures of the GATEWAY CHAPTER, subject to such special rules as have been or may be adopted.

Article XIV – Amendments

Section 1.

These By-laws may be amended, altered or repealed by a two-thirds vote of the members ballots received by mail or by two-thirds vote of members at an advertised GATEWAY CHAPTER meeting.

Section 2.

All amendments to these By-laws shall be in compliance with the By-laws for the FSCPM and the American Academy of Certified Public Managers (AACPM). Any conflict shall be resolved in accordance with the AACPM policy and procedure.

Article XV – Elections

Determination of person elected.--The person receiving the highest number of votes cast in a general or special election for an office shall be elected to the office. In case two or more persons receive an equal and highest number of votes for the same office, a special run-off election shall be held to determine who shall be elected to the office. In the case of a runoff election, the ballot shall be opened no later than November 17th and members shall submit their vote by electronic mail in a format as directed by the Nominations Committee to the GATEWAY CHAPTER Liaison no later than November 27th for officers to be seated the following 1st of January. Should there be a tie in the run-off election then such persons shall be voted on by the Board of Directors no later than December 15th for officers to be seated the following 1st of January.

Article XVI – Dissolution

Upon dissolution of the GATEWAY CHAPTER of the Florida Society of Certified Public Managers, Inc., all of the organization’s assets remaining after pay out of all costs and expenses of such dissolution shall be distributed to another State Society of Certified Public Managers, another Florida regional chapter, or other organization that qualifies under state tax regulations. None of the assets will be distributed to any member, officer or trustee of the dissolved organization.

Appendix 1

Dues:

Dues shall ordinarily be collected during an annual membership drive in the name of one of the regional chapters. By agreement, dues may be received by the FSCPM Treasurer or by an elected official of a regional chapter. No later than March 15 of each year, or no later than 30 days after receipt of dues outside the annual membership drive period, the FSCPM will be credited the sum of the dues designated by the FSCPM for their membership fees for each member of each regional chapter. No later than April 15 of each year, or no later than 60 days after receipt of dues outside the annual membership drive period, the AACPM will be credited the sum of the dues designated by the AACPM for their membership fees for each member of each regional chapter. Until revised, and as of January 1, 2010 annual membership dues are as follows:

AACPM	\$15	
FSCPM	\$10	
GATEWAY CHAPTER	<u> </u>	\$15
One-Year Membership:	\$40	
Two-Year Membership:	\$70*	

*Until revised and as of January 1, 2010 FSCPM may elect to forego all or a portion of the FSCPM membership fees in cases such as for Honorary Members or other special cases. Members who become members or renew their membership during the annual membership drive may join for two years with a total fee of \$60.00 with the FSCPM being awarded only \$5.00 for each of the two years.

The Dues Appendix is not a formal part of the By-laws and may be revised by the Board of Directors.

Appendix 2

Committee Charters

CHARTER OF THE NOMINATIONS/ELECTIONS COMMITTEE OF THE GATEWAY CHAPTER OF THE FLORIDA SOCIETY OF CERTIFIED PUBLIC MANAGERS

1. PURPOSE OF THE COMMITTEE:

The purpose of the Nominations/Elections Committee (NEC) shall be to facilitate an increase in the participation of the GATEWAY CHAPTER members in the GATEWAY CHAPTER and committee positions and to generate a slate of candidates for each GATEWAY CHAPTER election. Activities should include:

- Solicit volunteers from chapter members and officers for GATEWAY CHAPTER board and committee vacancies.
- Produce a slate of candidates for each election.
- Distribution, per Article IV, GATEWAY CHAPTER By-laws, of the ballot form by electronic mail for collection and counting, by the GATEWAY CHAPTER Liaison.
- Assure that the GATEWAY CHAPTER Liaison, by November 30, counts and report the results of the elections to the President.

2. COMPOSITION OF THE COMMITTEE:

The Nominations/Elections Committee shall be comprised of a chairperson and co-chair, and members as deemed necessary by the Chair and approved by the GATEWAY CHAPTER Board. Members shall be appointed to serve a period of one calendar year, and may be reappointed during subsequent years. Members may be appointed to this committee at any time

during the year as deemed appropriate by the President and Board. It is the responsibility of the committee chair to recruit volunteers for the committee. If the chair needs assistance in recruiting volunteers, the chair can request assistance from the Nominations/Elections Committee members. If there is no chair and/or there are not enough members to assist in recruiting volunteers, the GATEWAY CHAPTER Board can request assistance from the GATEWAY CHAPTER Officers.

3. MEETINGS & PROCEDURES OF THE COMMITTEE:

The Nominations/Elections Committee shall meet (conference call is considered a meeting) at least two (2) times annually or more frequently as circumstances require and as requested by the chairperson. Meeting times and sites/mode will be announced to the committee members by the chairperson. The committee will take minutes during their meetings and the committee chair will submit them to the GATEWAY CHAPTER Secretary to be included as the committee report for the GATEWAY CHAPTER board meeting following the committee meeting. The committee chair will submit a committee update/status report noting progress toward goals and future activities one (1) week prior to each GATEWAY CHAPTER board meeting.

4. EVALUATION OF EFFECTIVENESS OF THE COMMITTEE:

The Nominations/Elections Committee shall establish measurable goals at the beginning of every year. At least once a year or as frequently as required, the NEC shall perform a self-examination to ascertain if the established goals are being met. The NEC shall also seek feedback from the GATEWAY CHAPTER board and chapter members in order to determine the value that the members are deriving from the NEC.

**GATEWAY CHAPTER CHARTER OF THE MEMBERSHIP COMMITTEE OF THE
FLORIDA SOCIETY OF CERTIFIED PUBLIC MANAGERS (FSCPM)**

1. PURPOSE OF THE COMMITTEE:

The purpose of the Membership Committee (MC) shall be to facilitate improvements to the membership and the on-going maintenance of the Society's membership contact information, communications data and to keep the membership of FSCPM local chapters updated on CPM membership activities. Activities should include:

- Assure all dues and membership forms collected from the CPM members in the State are forwarded to the FSCPM Treasurer within 2 weeks of receipt.
- In the second month of each quarter, provide each state CPM Chapter's FSCPM Membership Committee Representative with an updated chapter membership roster.
- Before the 15th of January, April, July, and October, direct the FSCPM Treasurer to send to the American Academy of Certified Public Managers (AACPM) Treasurer, the updated State Chapter membership names and appropriate dues.
- Prior to each Board meeting, provide an updated membership list to the FSCPM Communications Committee Chair.
- Through Interstate CPM networking, or otherwise, explore any, and all means of promoting FSCPM visibility and membership through appropriate venues (newsletter, forums, speaking engagements, etc.)
- Conduct, through reasonable and cost effective means (E-mail, mailings, etc.), annual Membership Drives and solicit at level VIII Graduations further FSCPM Memberships.

- Assure staffing of membership drive at the Level VIII Graduation table in coordination with the Level VIII Graduation Committee chair.

2. COMPOSITION OF THE COMMITTEE:

The Membership Committee shall be comprised of a chairperson and one representative from each of the FSCPM chapters appointed by the chapters and approved by the FSCPM Board. Members shall be appointed to serve a period of one calendar year, and may be reappointed during subsequent years. Members may be appointed to this committee at any time during the year as deemed appropriate by the President and Board. It is the responsibility of the committee chair to recruit volunteers for the committee. If there is no chair or if the chair needs assistance in recruiting volunteers, the chair or FSCPM Board can request assistance from the Nominations/Elections Committee chair.

3. MEETINGS & PROCEDURES OF THE COMMITTEE:

The Membership Committee shall meet (conference call is considered a meeting) at least two (2) times annually or more frequently as circumstances require and as requested by the chairperson. Meeting times and sites/mode will be announced to the committee members by the chairperson. The committee will take minutes during their meetings and the committee chair will submit them to the FSCPM Secretary to be included as the committee report for the FSCPM board meeting following the committee meeting. The committee chair will submit a committee update/status report noting progress toward goals and future activities one (1) week prior to each FSCPM board meeting (as noted on the FSCPM Web Schedule).

4. EVALUATION OF EFFECTIVENESS OF THE COMMITTEE:

The Membership Committee shall establish measurable goals at the beginning of every year. These goals represent improvements in membership, improvements in membership contact information, and improvements in membership communications. At least once a year or as frequently as required, the MC shall perform a self-examination to ascertain if the established goals are being met. The MC shall also seek feedback from the FSCPM and chapter members in order to determine the value that the members are deriving from the MC.

Last revised: 10/19/2017