

Florida's Turnpike CPM Chapter Bylaws

Bylaws Florida's Turnpike Enterprise of Certified Public Managers: Drafted July 22, 2008

- Revised: September 4, 2008

Florida's Turnpike Enterprise Chapter of the Florida Society of CERTIFIED PUBLIC MANAGERS

ARTICLE I: NAME

The name of this organization shall be Florida's Turnpike Enterprise Certified Public Managers (FTECPM) Chapter as affiliated with the Florida Society of Certified Public managers (FSCPM).

ARTICLE II: MISSION AND GOALS

MISSION

The mission of the FTECPM is to promote excellence in public management thru mentoring and encouraging participation in the Certified Public Manager program by promoting an environment of trust, ethics and professionalism.

GOALS

1. To support the purposes and objectives of the FSCPM and the AACPM.
2. To improve the communication and cooperation of management of all sectors of Florida's government.
3. To provide opportunities for members to continually increase their knowledge in the field of management.

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4. To promote growth and recognition of the Florida's Turnpike Enterprise CPM Chapter.

ARTICLE III: MEMBERSHIP

Section A: Definitions

The Chapter shall consist of, Regular, Associate, Honorary, and any other classifications of memberships as may be established by the Board of Directors.

Regular Member: Any person having a valid certification as a Certified Public Manager, issued by any program accredited by the National Certified Public Manager

Consortium shall have all privileges of active membership.

Associate Member: Any person currently enrolled in an accredited Certified Public Manager program, shall have all the privileges of active membership, except that of serving on the Board of Directors.

Honorary Member: Any member or administrator in Public Management or related fields shall have all the privileges of active membership, except that of serving on the Board of Directors.

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Section B: Termination or removal from Membership

Membership in the Chapter shall terminate upon failure to meet membership requirements as stipulated in these by-laws. No termination action shall take place without 30 days prior written notice of proposed termination to the member.

A Chapter member may be removed by a majority of voting members at any regular meeting if, in its judgment, the best interests of the Chapter will be served.

Section C: Rights of Members

All members of the Chapter, in good standing, shall be entitled to attend and participate in all activities of the Chapter, including serving on committees. Only regular members shall be eligible to hold a position on the Board of Directors. All members of the Chapter who qualify as such shall become members of the Florida Society of CPM's and the American Academy of Certified Public Managers.

Section D: Responsibilities of Members

Members shall conduct all Chapter business in a professional and ethical manner, upholding the principles and bylaws of the Chapter at all times. Members shall serve on committees and perform other duties as charged by the President or Board of Directors. Members shall actively support the Chapter by attending meetings, voicing opinions and promptly paying membership fees when due.

Section E: Voting and Quorum

Each Chapter member shall have one vote. Each voting member may receive proxy votes from voting members unable to attend meetings, provided the voting member brings to the meeting written and signed authorization to vote on the member's behalf with specific reference to the subject matter to be voted.

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A quorum shall consist of 10 of the total-voting Members of the Chapter present at a duly called meeting. When a quorum is present, a majority of the members at the meeting shall prevail on all issues.

ARTICLE IV: Board of Directors

Section A: Board of Directors (BOD)

The officers of the Florida's Turnpike Enterprise shall be President, Vice President, Secretary, Treasurer and Members-at-Large. Other officers may be authorized by a majority vote of the membership of the Chapter and shall be elected by a majority vote of the membership. All officers must be members of the Chapter in good standing.

Section B: Term of Office

The Officers of the Chapter shall hold office for the **calendar** year for which they are elected and until their respective successors are selected and assume their official duties. All officers shall not serve more than two consecutive terms in the same office unless there is no other member willing to assume the position. New officers shall take office at the beginning of the calendar year.

Section C: Vacancies

If any office becomes vacant during the term of office for any reason, the office may be filled by a majority vote of the Board of Directors. The appointed officer shall serve the remaining term of that office until the next regularly scheduled election for that office. However, the Vice President shall fill a vacancy in the office of President for the remainder of the term.

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Section D: Removal

A Board member may be removed from office by a majority vote of the membership for unethical or illegal conduct. Absence from three consecutively duly called meeting of the Board will constitute forfeiture of that office.

Section E: Delegates to the Florida Society of Certified Public Managers

1. The President, Vice President, or one member elected by the membership at the annual meeting may serve as the Florida's Turnpike Enterprise delegate.
2. If one or more of these delegates cannot attend a particular meeting of the Florida Society of CPM, the Board may elect alternates, either from the Board or the general membership to represent the Florida's Turnpike Enterprise Chapter.
3. Length of term as a delegate to the Florida Society shall be determined by term of office for the President and Vice President and one-year for the other serving member. Any rule or bylaw of the American academy shall not preempt the terms.

Section F: Duties

President

The President shall:

- A. Be the Chairperson of the Chapter;
- B. Be responsible for the administration of all affairs of the Chapter;
- C. Preside over all meetings of the Chapter;

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- D. Have no vote except in the event of a tie vote when the President shall have the deciding vote;
- E. Be a nonvoting member of all Society committees;
- F. Have the authority to call regular and special meetings of the Society;
- G. Preserve order and enforce the Bylaws
- H. Appoint committee members;
- I. Direct preparation of the Chapters annual budget;
- J. Serve as official liaison with the FSCPM and AACPM.
- K. Be a co-signer for disbursements from the Chapter's bank account.
- L. Perform such other duties as customarily pertain to the office of President.

Vice President

The Vice President shall:

- A. Perform such duties as the President may delegate or the Chapter may prescribe;
- B. Perform the duties of the President in the absence of the President;
- C. Assume the office of President, with all privileges and responsibilities, until the office is otherwise filled, should the President vacate that office for any reason;
- D. Be the Chapter parliamentarian.
- E. Be a co-signer for disbursements from the Chapter's bank account.

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Secretary

The Secretary shall:

- A. Record and maintain the minutes of all meetings of the Chapter and make them available, via electronic mail or otherwise, to all members within two weeks time;
- B. Be the custodian of records of the Chapter;
- C. Be the custodian of the official seal and logo of the Chapter;
- D. Maintain accurate and timely rosters of the members of the Chapter and of any permanent or special committees;
- E. Make available to all new members copies of the and by-laws, a current membership directory, and a schedule of meetings;
- F. Deliver a report to the Board of Directors on the activities of the Chapter and of any permanent or special committees at the annual meeting;
- G. Deliver all records to the next elected/appointed Secretary promptly upon completion of the term of office or upon removal or forfeiture from office;
- H. Be a co-signer for disbursements from the Chapter's bank account.
- I. Perform other duties as prescribed by the President of the Chapter.

Treasurer

The Treasurer shall:

- A. Collect and manage all funds of the Chapter;
- B. Place these funds in a financial institution as directed by the Board of Directors;

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- C. Make the financial records available for audit upon direction of the Board of Directors;
- D. Maintain blank checks for the Chapter.
- E. Prepare checks for signatures for all required expenditures for the Chapter;
- F. Deliver an annual financial statement to the Board of Directors at the annual meeting;
- G. Deliver the records to the next elected/appointed Treasurer promptly upon completion of the term of office or upon removal from or forfeiture of office;
- H. Perform other duties as prescribed by the Board of Directors.

Section G: Elections

Election of officers will be held at every annual meeting. The Secretary will prepare and distribute ballots. The privilege of secret ballot will be afforded all members.

ARTICLE VI: STANDING COMMITTEES

Section A: Permanent and Special Committees

The Chapter shall have permanent and special committees as provided by the Bylaws. The President or the Board of Directors shall establish special committees as deemed necessary to facilitate the operation of the Chapter.

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Section B: Duties of the Committees

These Committees shall have the primary responsibility of assisting and advising the Board in conducting the business of the Chapter. They shall determine the need for and, as needed, appoint subcommittees.

Section C: Permanent Committees: Term

Except as otherwise noted, the terms for committee members shall be two years. Committee members may be appointed to serve more than one term.

Section D: Responsibilities of Permanent Committees

1. By-Law Committee

This committee shall consist of three active members of the Chapter appointed by the chairperson.

This committee shall:

- A. Propose changes as needed within the existing bylaws;
- B. Accept any proposed changes, in writing, from the membership and submit the proposed changes to the Board of Directors who will review at the next Board Meeting.
- C. Ensure that any recommended changes approved by the Chapter are forwarded to FSCPM and approved before final amendment.

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2. Membership and Marketing Committee

This committee shall:

- A. Promote, expand, stabilize, and orient the membership.
- B. Work cooperatively to identify potential members and to promote the formation of new regional chapters.

3. Awards Committee

This committee shall:

- A. Coordinate Regional and Local Awards for the Florida's Turnpike Enterprise Certified Public Manager Chapter.

ARTICLE VII: FINANCES

Section A: Fiscal Year

The fiscal year shall be January 1 through December 31, unless otherwise established by the Board of Directors.

Section B: Membership Dues

- 1. Chapter dues, and any changes thereto, as recommended by the Board of Directors shall be approved by a simple majority vote of the members in good standing of the Chapter who are present at a duly called meeting;
- 2. Any change in the amount of dues shall be effective on January 1 of the following fiscal year;

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3. Dues shall be paid to the Treasurer annually;
4. Dues shall be payable on application for membership in the Chapter and thereafter no later than Jan. 1 of the initial date of membership;
5. Membership dues will be paid to the Florida Society of Certified Public Managers and to the American Academy for Certified Public Managers for each member;
6. The Treasurer shall notify the Board of Directors of each member whose dues have been delinquent for a period of more than 30 days. The membership of any member whose dues become more than 60 days delinquent shall be terminated until reinstated by payment of dues and approval of the Board of Directors.

Section C: Budget

1. The Board of Directors shall recommend the budget to the membership for approval at the annual meeting by a voice vote of the simple majority of the members in good standing who are present at the meeting.
2. Officers of the Chapter shall not be authorized to obligate the Chapter for any expenditure for which adequate funds have not been approved or allocated.
3. The President may modify the budget by approval of the majority of the Board of Directors.

Section D: Financial Reviews

The Board of Directors shall periodically review the financial condition of the Chapter, report to the membership concerning same, and may recommend changes to the membership at the annual meeting, or at any other time deemed necessary.

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Section E: Compensation

1. The Chapter shall not be operated for pecuniary gain or profit. Income or benefits to the Chapter shall not be used as compensation for Chapter members or officers, except as compensation for official encumbered Chapter expenses.
2. Reimbursement of expenses by Chapter members or officers shall be made through the submission of a claim to the Board of Directors, which will review the claim and grant compensation when appropriate.

Section F: Disbursements

The Board of Directors shall approve all expenditures, and such approvals shall be reflected in the official minutes of the meetings of the Board of Directors, or of the other official meetings of the Chapter. All disbursements shall be signed by two of the following members; the President, the Vice President, the Secretary.

Section G: Prohibitions

Neither officers, nor members, shall be authorized to create any financial liability or obligation for the Chapter other than those duly approved in advance and in accordance with the By-laws, and authorized through the official meeting of the Board of Directors and the membership of the Chapter.

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ARTICLE VIII: MEETINGS

Section A: Purpose

Meetings shall be held for the purpose of receiving committee reports, electing Officers and transacting other business as may properly come before the membership. There will be general meetings at least quarterly. There will be an annual meeting in September of each year.

Section B: Meeting Schedule

Meetings shall be held at a time, date and place appointed by the President and approved by the Board of Directors. An annual meeting shall be held each year.

Section C: Meeting Notice

Members of the Chapter and Board shall be given at least 10 calendar days notice of regular Chapter meetings.

Special Board meetings may be called by the President or upon written request of at least five members of the membership and provided at least five calendar days scheduled notice. In case of emergency, a special meeting may be called on 24-hour notice, provided personal contact is made with all Board and chapter members to the extent practical.

All members shall be notified by electronic mail, facsimile or in writing of the time, date and location of each meeting.

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Section D: Rules

Meetings shall be conducted under the rules contained in Roberts Rules of Order, New Revised, except where the rules are in conflict with the Bylaws of the Chapter, where Bylaws shall govern.

ARTICLE IX: GENERAL PROVISIONS

Section A: Liability and Indemnification

There shall be no liability on the part of any member of the Chapter for any of its debts or obligations, either contractual or otherwise. Each current and past member of the Board of Directors and Chapter members shall be indemnified by the Chapter against all costs and expenses reasonably incurred by, or imposed upon, such members by reason of such member having served in the capacity of a Chapter Member.

Section B: Notices

Except as otherwise specifically provided in the or Bylaws of the Chapter, whenever notice is required to be given to any member, such notice shall be provided by electronic mail, facsimile or U.S. Postal Service to the current address as recorded by the Chapter. Notice shall be deemed given at the time that the notice is sent or mailed, and shall adhere to the time frames established in the Bylaws.

Section C: Dissolution

In the event of dissolution of the Chapter, all remaining assets, after payment of Chapter expenses will be contributed to the FSCPM by the Board of Directors at the time of dissolution.

ARTICLE X: AMENDMENTS

Section A: Proposals

Any voting member may propose amendments to the Bylaws of the Chapter. All proposed amendments to the Bylaws of the Chapter shall be submitted in writing to the Board of Directors at least 30 days prior to the next succeeding meeting.

Proposed amendments to the Bylaws of the Chapter may be considered at meetings if the notification for the meeting clearly states that a proposed amendment to the Bylaws is scheduled for consideration and vote. Members shall be provided with at least a 30-day notice of any recommended amendments to the Bylaws to be discussed at a scheduled meeting.

Section B: Corrections

The Board of Directors may approve corrections in spelling, grammar, and punctuation

Or format which do not alter the meaning of the Bylaws without a vote of the membership.