

1 **COLORADO ASSOCIATION OF PARLIAMENTARIANS**
2 **a division of the**
3 **NATIONAL ASSOCIATION OF PARLIAMENTARIANS®**
4 **BYLAWS**
5 **(Revised April 23, 2016)**
6 **(amended June 30, 2017, June 29, 2018, June 26, 2019)**

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49
50 **ARTICLE I**
51 **NAME**

52 The name of this association shall be Colorado Association of Parliamentarians (CAP), a
53 division of the NATIONAL ASSOCIATION OF PARLIAMENTARIANS® (NAP).
54

55 **ARTICLE II**
56 **PURPOSE**

57 The purpose of this organization shall be as stated in the NAP articles of incorporation.
58

59 **ARTICLE III**
60 **MEMBERS**

61
62 **Section 1. Membership.** To qualify for CAP membership, an individual shall be a member of
63 NAP.
64

65 **Section 2. Classification.** There shall be the following classes of members:

66 **A. Primary member.** A primary member may hold membership in more than one
67 NAP unit, but shall be listed as a primary member of only one unit as designated
68 on the NAP dues form.
69

70 **B. Primary member-at-large.** A primary member-at-large is a member of this
71 association who is not a member of a unit of this association.
72

73 **C. Affiliate member.** An affiliate member is a NAP member who is a primary
74 member of another association.
75

76 **D. Life member.** Life membership was granted to those members who had paid their
77 membership dues in advance via one payment. The CAP life membership fee and
78 status shall be forfeited after a member fails to be reinstated into NAP within
79 two years after resigning from NAP or forfeiting their NAP membership
80 through non-payment of dues. By written request a member may relinquish
81 CAP life membership to become an active member of another state
82 association but by doing so would forfeit all rights to CAP life membership.
83 Life membership shall no longer be offered.
84

85 **E. Full time students.** An individual who is enrolled as a full-time student, as
86 defined by an educational institution, may qualify for a 50% reduction in regular
87 membership dues for CAP if the individual has received this reduction upon
88 application of NAP membership.

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Section 3. Provisional members of a unit. Provisional members of a unit are individuals who are preparing for NAP membership. The association may limit the rights of provisional members. Provisional members may attend and participate in CAP meetings without vote.

Section 4. Good standing. A member in good standing is a member whose current NAP and CAP dues are paid and who is not under disciplinary action in accordance with provisions of the NAP bylaws.

Section 5. Transfers. Membership may be transferred to another association by notifying NAP in accordance with NAP bylaws.

Section 6. Resignation, reinstatement, forfeiture.

- A. Resignation.** Membership in CAP shall terminate upon resignation from NAP.
- B. Reinstatement.** A member granted reinstatement by NAP shall be reinstated by CAP upon payment of the full current annual dues regardless of the date the dues are paid.
- C.** Procedures for reinstatement and forfeiture shall be in accordance with NAP bylaws.

**ARTICLE IV
DUES, FEES, AND FINANCES**

Section 1. Dues. CAP annual dues shall be:

- A.** Primary members of Units.....\$20.00
- B.** Primary members-at-large.....\$30.00
- C.** Affiliate members.....\$20.00

Section 2. Date payable and date delinquent. CAP dues shall be payable January 1 directly to NAP and become delinquent February 1. A member whose dues are delinquent shall forfeit membership March 1 and be so notified. The membership year shall be January 1 through December 31.

Section 3. Remittance of dues and fees.

- A. New member.** The admission date for CAP membership shall be determined by the date on the NAP new member list. First years' dues for members joining after July 1 shall 50% of the annual CAP dues.
- B. Life members.** Life members shall not be required to pay annual

135 CAP dues.

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137

C. By January 31 of each year, the unit treasurer shall provide a list of unit provisional members to the president and the communication chairman.

138

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140 **Section 4. Budget and Fiscal year.** The budget year shall be from August 1 through July 31.
141 NAP's fiscal year of December 1 through November 30 shall be adopted for filing yearly tax
142 forms.

143

144 **Section 7. Youth Scholarship**

145

146 A. The purpose of the funds shall be to promote and support youth in the pursuit of
147 parliamentary law.

148

149 B. The youth scholarship fund shall receive contributions through memorial
150 donations, bequests, and other donations.

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ARTICLE V OFFICERS

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156 **Section 1. Elected officers.** The elected officers of CAP shall be a president, a vice-president, a
157 secretary, and a treasurer. The offices of secretary and treasurer may be held by the same person.

158

159 **Section 2. Eligibility.** To be eligible to serve in an elective office, a candidate shall have been a
160 member in good standing for a minimum of one year. A candidate for the office of president
161 shall have served on the executive board for at least one year.

162

163 **Section 3. Term of office.** Officers shall assume office on August 1 and shall serve for a term of
164 one year or until their successors are elected and have assumed office. Any part of a term in
165 excess of six months shall be considered a full term. No elected officer may serve in the same
166 office for more than two consecutive terms.

167

168 **Section 4. Vacancy in office.** In the case of a vacancy in the office of president, the vice-
169 president shall become president. The executive board shall fill a vacancy in any other office.

170

171 **Section 5. Duties of officers.** Each officer shall perform the duties as set forth in these bylaws
172 and in the adopted parliamentary authority.

173

174 A. **Duties of the President.** The president shall:

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1. Preside at all meetings;

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2. Appoint an auditor and a parliamentarian who shall be a member of the
177 executive board without vote at executive board meetings and chair of the
178 bylaws committee;

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3. Appoint the standing committee chairmen not otherwise provided for in
180 these bylaws, subject to the approval of the executive board;

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4. Appoint special committees for budget chaired by the treasurer and others as needed or as directed by the membership or the executive board;
 5. Be authorized to sign contracts on behalf of CAP;
 6. Be signatory on all checking and saving accounts and be authorized to sign checks for authorized expenses;
 7. Prepare and distribute the call of the annual and all executive board meetings;
 8. Send names of newly elected officers to NAP headquarters within five days after the annual meeting; and
 9. Send names of deceased members to NAP.

192 **B. Duties of the Vice-President.** The vice-president shall:

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1. Preside in the absence of or at the request of the president; and
 2. Serve as chairman of the education committee.

196 **C. Duties of the Secretary.** The secretary shall:

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1. Record the proceedings of all CAP and executive board meetings;
 2. Maintain CAP records; and
 3. Conduct correspondence as requested by the president and executive board.

201 **D. Duties of the Treasurer.** The treasurer shall:

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1. Disburse funds only in accordance with the standing rules, the budget, and as approved by the executive board or the membership;
 2. Serve as chairman of the budget committee should one be appointed;
 3. Be custodian of all funds;
 4. Be authorized to sign checks for authorized expenses;
 5. Present a written statement of finances at all meetings;
 6. Process and reconcile dues and fees received from unit treasurers;
 7. Have books ready for audit by August 10 of each year and at other times as directed by the executive board;
 8. In January of each year, transfer an amount equal to the annual dues of all living life members from the life membership fund to operating funds; and
 9. Prepare and keep current alphabetized lists of all members, CAP primary members by unit, members-at-large, affiliate members and provisional members of units; and
 10. Provide copies of the alphabetized lists to the president and to web master prior to July 1.

220 **E. Duties of the Parliamentarian.** The parliamentarian shall:

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1. Advise the president, members, and the executive board on parliamentary procedure; and
 2. Serve as chairman of the bylaws committee.

227 **ARTICLE VI**
228 **NOMINATIONS AND ELECTIONS**
229

230 **Section 1. Nominating committee.** A nominating committee composed of three members shall
231 be elected by plurality vote at the annual meeting. No member shall serve consecutive terms on
232 the committee. Any number of members may be nominated from the same unit, but if more than
233 one member from a unit receives sufficient votes to be elected, the one receiving the largest
234 number of votes shall serve. The chairman shall be elected by the members of the committee at a
235 meeting held on the day of the annual meeting and be a member of the executive board.
236

237 **Section 2. Duties. The nominating committee shall:**
238

- 239 **A.** Nominate one candidate for each elective office.
- 240
- 241 **B.** Submit the report of the committee to the President to be included with the call
242 of the annual meeting.
243

244 **Section 3. Nominations from the floor.** Nominations may be made from the floor provided the
245 nominee meets the eligibility requirements and is present or has given prior written consent.
246

247 **Section 4. Elections.**
248

- 249 **A.** Election of officers shall be by ballot at the annual meeting except that when
250 there is but one nominee for office, the nominee may be declared elected by
251 unanimous consent.
- 252 **B.** Write-in votes shall be permitted provided the candidate meets the eligibility
253 requirements and is present or has given prior written consent.
254
- 255 **C.** A majority vote shall be required for election.
256

257 **ARTICLE VII**
258 **MEETINGS**
259

260 **Section 1. Annual meeting.** A meeting shall be held annually prior to the Summer Institute on
261 the same date at the same location as the Institute. The purpose of the annual meeting shall be to
262 receive annual reports, elect and install officers, approve a budget for the next year, and conduct
263 any other business that may properly be brought before the assembly.
264

265 **Section 2. Special meetings.** Special meetings may be called by the executive board or upon
266 written request of 5 members representing at least 3 units.
267

268 **Section 3. Call.**
269

- 270 **A. Annual meetings.** The call shall be prepared and distributed by the president at
271 least 14 days prior to the meeting.
272

319 communications media provided all members can simultaneously hear each
320 other and participate during the meeting.

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322 **Section 4. Quorum.** Three members of the executive board, including at least two elected
323 officers, shall constitute a quorum.

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325 **ARTICLE IX**
326 **COMMITTEES**

327
328 **Section 1. Composition.**

329
330 **A.** Each standing committee, except as otherwise provided in these bylaws, shall be
331 composed of a chairman appointed by the president, and as many members as
332 needed to perform the duties of the committee subject to the approval of the
333 executive board.

334
335 **B.** Special committees shall be appointed by the president, subject to approval of the
336 executive board.

337 **C.** The president shall be an ex officio member of all committees except the
338 nominating committee.

339
340 **D.** All standing committees shall report to executive board and shall be
341 responsible to report to the president between meetings of the board as requested.

342
343 **Section 2. Standing committees.** The members of such committees shall serve for a term
344 corresponding to that of the officers or until their successors have been chosen. A new body of
345 committee members shall be appointed at the beginning of each administration. All committees
346 shall submit a plan of work to the executive board for approval and will be responsible for an
347 evaluation of the committee work at the end of the term.

348
349 **A. Bylaws Committee.** The bylaws committee shall:

- 350
351 1. Review bylaws, special rules of order, standing rules, and manual of procedures
352 for conformance with NAP requirements and originate proposed amendments;
353 2. Review, edit, and/or correlate all proposed amendments and have them included
354 with the call of the annual meeting with the recommendation of the committee;
355 4. Have an up-to-date-copy of the bylaws included in the member section of the
356 website;
357 5. Be responsible for incorporating changes in the manual of procedure; and
358 6. Communicate with NAP headquarters on an annual basis, with either certifying
359 there are no changes in the bylaws or providing a current copy of the bylaws.

360
361 **B. Communications Committee.** The communications committee shall:

- 362
363 1. Monitor the website to ensure current;

- 2. Provide webmaster with updates to member directory, bylaws, calendar, and NAP information.
- 3. Conduct membership outreach;
- 4. Assist in development of marking brochures;
- 5. Work with treasurer to identify members;
- 6. Maintain social media.

C. Education Committee. The education committee shall:

- 1. Coordinate with the president the date and facility for the annual meeting and Summer Institute. Make all arrangements for Summer Institute including subject, speaker(s), registration, meals and lodging;
- 2. Prepare and submit to the executive board for approval a budget covering the registration fee to be charged members and non-members and anticipated expenses for the Summer Institute; and
- 3. Coordinate the workshops including curriculum materials, presenters, publicity, and evaluation.

D. Membership Recruitment and Retention Committee. The membership committee shall:

- 1. Assist units in retaining members;
- 2. Develop a recruitment plan that includes basic workshops for a targeted audience;
- 3. Coordinate with unit membership chairmen;
- 4. Respond to and follow-up website inquiries;
- 5. Maintain a current list of provisional members; and
- 6. Encourage MALs to participate in CAP events.

**ARTICLE X
NAP CONVENTION**

Section 1. Delegates and alternates.

- A. Delegates and alternates shall be elected at the annual meeting held the year of the NAP convention.
- B. The president and vice-president shall be delegates.
- C. Additional delegates shall be elected by plurality vote;
 - 1. CAP primary members: four additional delegates may be elected in accordance with NAP bylaws;
 - 2. CAP primary members-at large: one delegate for each five primary members-at-large or major fraction thereof in accordance with NAP bylaws.

410
411 D. Vacancies in delegate and/or alternate positions shall be filled by the president.
412

413 **Section 2. Finances.** Expenses for delegates and alternates shall be paid as provided in the
414 budget.
415

416 **Section 3. Reports.** Each CAP delegate shall submit a report on the portion of the convention
417 assigned by the president to be distributed to all members electronically.
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**ARTICLE XI
PARLIAMENTARY AUTHORITY**

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424 The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern
425 the proceedings of CAP in all cases to which it is applicable and in which it is not inconsistent
426 with these bylaws and any special rules of order that CAP may adopt.
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**ARTICLE XII
AMENDMENT**

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430

431 **Section 1. Amendment.**

432 A. These bylaws may be amended at the annual meeting by a two-thirds vote,
433 provided the proposed amendment was included in the call.

434 B. Any amendment to these bylaws necessitated by amendments to NAP bylaws or
435 standing rules shall be affected by the executive board and posted to the website
436 at least sixty days following the adoption of such amendments by NAP.

437 C. Upon amendment of these bylaws and any standing rules or special rules of
438 order, the bylaws chairman shall be authorized to make any conforming
439 amendments necessary to the bylaws, and all special and standing rules of order.
440

441 **Section 2. Revision.** A revision document may be submitted at the annual meeting provided the
442 bylaws committee with approval of the executive board deems it necessary. Copies of the
443 proposed revision shall be included with the call.
444

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**ARTICLE XIII
GENERAL PROVISIONS**

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448 The Colorado Association of Parliamentarians is a not for profit organization, Section 501(c)(3)
449 of the Internal Revenue Code.
450

451 Unless members indicate otherwise to the president, all communication required in these
452 bylaws, including meeting notices and meeting minutes, may be sent electronically.
453 Electronically may be substituted for "in writing" or "send" when appropriate.
454

455 The secretary is authorized to correct article and section designations, punctuation, and
456 cross references, and to make such other technical and conforming changes as may be
457 necessary to reflect the intent of CAP in connection with amendment to the bylaws.
458

459
460 **ARTICLE XIV**
461 **DISSOLUTION**
462

463 In the event of dissolution, all assets shall be assigned to NAP in accordance with Section
464 501(c)(3) of the Internal Revenue Code. None of the funds shall inure to the benefit of individual
465 members. The CAP Charter shall be returned to NAP headquarters.
466