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CONSTITUTION OF THE UTAH CHAPTER OF

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AMERICAN SOCIETY FOR PUBLIC ADMINISTRATORS

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Amended on May 21, 2018

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## Article I. Name and purpose

### **Section 1.01**

The name of this Chapter shall be the Utah Chapter of the American Society for Public Administration, hereafter referred to as the Chapter.

### **Section 1.02**

This Chapter is organized for the professional and educational purposes of exclusively charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended ("Code"). Without limiting the generality of the foregoing, such purposes include the following:

- a) Advancing the science, processes, and art of public administration.
- b) Advancing the equality of opportunity of all persons through public administration.
- c) Upholding, and promoting integrity, ethics and professionalism in the public service.
- d) Facilitating the exchange of knowledge and experience among people interested or engaged in the field of public administration.

In furtherance of its exclusively charitable and educational purposes, the Chapter shall have all general powers of an unincorporated association under the law of the State of Utah as now in effect or as may hereafter be amended, together with the power to solicit and accept grants and contributions for such purposes.

### **Section 1.03**

The Chapter shall serve the State of Utah.

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## Article II. Membership

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### Section 2.01

42 Any person anywhere in the state of Utah interested in the purposes of the Chapter shall be  
43 eligible for membership.

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### Section 2.02

45 All individuals holding membership in the Chapter shall have the right to vote for the President-  
46 elect, Council members at-large, stand for election to office, attend meetings of the Council, and  
47 may have such other rights and benefits of membership as the Council may from time to time  
48 determine.

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### Section 2.03

50 Chapter membership shall terminate automatically without the necessity of any action by the  
51 Chapter whenever any member fails to pay dues when said dues are due and payable.

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## Article III. Officers and the Council

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### Section 3.01

55 The Officers of this Chapter shall be a President, President-elect, Secretary, and Treasurer. The  
56 duties of the officers shall be as described in Addendum I.

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### Section 3.02

58 The governing body of the Chapter shall be the Chapter Council (herein "Council"), which  
59 shall consist of the Chapter Officers, the most recent Past President, and 6 Council members  
60 at large, four (4) to be elected each year for two years term. The Council shall manage the

61 affairs of the Chapter and its actions shall follow the general policies of the Chapter. The  
62 president shall serve as presiding officer of the Council. The President-elect shall, in the  
63 absence of the President, serve as the presiding officer of the Council.

64 **Section 3.03**

65 The President-elect shall serve for three (3) consecutive years on the Council as President-elect,  
66 the President and as Past-President respectively. The members at-large shall have two (2) year  
67 terms.

68 **Section 3.04**

69 The President, with the consent of the Council, shall appoint a Chapter Secretary from the  
70 Council. The Secretary may serve one two (2) year term with the option to be re-appointed  
71 for an additional two (2) year term upon reelection to the Council. The Secretary shall be  
72 responsible for providing the clerical and administrative support for the Council and  
73 ensuring that the actions of the Chapter are documented. See Addendum 1 for the Secretary's  
74 key responsibilities.

75 **Section 3.05**

76 The President, with the consent of the Council, shall appoint a Chapter Treasurer from the  
77 Council. The Treasurer may serve one two (2) year term with the option to be re-appointed  
78 for an additional two (2) year term upon election to the Council. The Treasurer shall be  
79 responsible for ensuring that the current financial records are maintained and reflect the  
80 financial condition of the Chapter. The financial records need to include cash, outstanding  
81 advances, investments, accounts receivable, and- other assets, accounts payable, and fund  
82 balances. See Addendum 1 for the Treasurer's key responsibilities.

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**Section 3.06**

Officers and Council members shall serve until their successors are elected or appointed to the office. The President shall make interim appointments to fill any vacancies on the Council. Any vacancy in the office of the President or President-elect shall be filled by an interim appointment of the Council from among its own membership. All interim appointees shall serve until the next regular election.

**Section 3.07**

A simple majority of the Council members including the Officers shall constitute a quorum which is 50% +1 of the Council membership

**Section 3.08**

All persons comprising the Council shall be members of the American Society for Public Administration or shall become members within thirty days after election or appointment and shall be Chapter members in good standing

**Section 3.09**

Council Officers shall attend meetings of the Council and all committee meetings in which they have been assigned either in person or by other electronic methods.

**Section 3.11**

Council members shall be issued a show-cause notice at the end of the third consecutive meeting from which the Council member is absent in person or by means of other communication methods without informing the President or President-elect. Failure to respond adequately as deemed by the Council may result in removal from the Council. The Council by a two third (2/3) majority vote may reinstate or replace the removed member.

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**Section 3.12**

Officers and Council members at-large may resign from the Council by giving written notice to the President, specifying the date of such resignation. In the event of the President’s resignation, notice shall be given to the Secretary. The Council may remove an Officer or a Council member at-large by a two-third (2/3) majority vote for violation of the ASPA Code of Ethics or any conduct that may cause damage to ASPA’s standing as a public serving organization.

**Article IV. Nominations and Elections**

**Section 4.01**

The President-elect shall automatically succeed to the office of the President upon completion of the President's term. Only the President-elect and four (4) Council members shall be elected annually.

**Section 4.02**

Nominations for the President-elect and Council members-at-large shall be made by a nominating committee. The nominating committee shall consist of the most recent Past-President, who is still a member and willing to serve plus two (2) regular members of the Council to be appointed by the President at least ninety (90) days before the annual meeting.

**Section 4.03**

The nominating committee shall provide each Chapter member with an electronic ballot no less than thirty (30) calendar days prior to the annual meeting. The ballot shall include the candidates for President-elect and Council members at-large together with biographical information on each candidate.

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**Section 4.04**

Space shall be provided on the ballot for writing in the names of additional candidates. A write-in candidate must be willing to serve if elected.

**Section 4.05**

The nominee receiving the highest number of votes for the President-elect position shall be elected. The top four (4) candidates running to become Council members shall be elected as members at-large.

**Section 4.06**

In the event of a tie vote, the winner will be determined by the flip of a coin by the current President at a Council meeting

**Section 4.07**

The President shall announce the results of the elections at the annual meeting of the membership.

**Section 4.08**

The President shall serve for a term of one (1) year. The Council members shall have two (2) year terms and will serve until their successors are elected. The terms of the Council members at-large and the Officers shall start on July 1.

**Section 4.09**

The incumbent President shall start a transition process after the annual meeting which shall include but not limited to updating banking documents, meetings and events schedule, transfer of ASPA records and documents. The final handover shall take place at the first Council meeting following the annual meeting.



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## Article V. Meetings and Programs

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### **Section 5.01**

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This Chapter shall hold at least four program activities during the designated Chapter year,

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including the annual meeting of the membership.

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### **Section 5.02**

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The annual meeting of the membership shall be held during the second quarter of every

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year. The meeting time and place shall be decided by the Council.

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### **Section 5.03**

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Other meetings and programs of the Chapter shall be held at times and places designated by the

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President of the Council.

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### **Section 5.04**

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Chapter members shall be given at least thirty (30) calendar days electronic notice in writing

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of the time, place, and the scheduled business to be considered at the annual meeting of the

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membership.

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### **Section 5.05**

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The President or Council may call a special meeting of the membership.

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## Article VI. Committees and Advisors

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### **Section 6.01**

169 The Council may establish committees for various purposes. Committee chairs and members  
170 shall be appointed by the President. All such committees shall terminate at the end of their  
171 appointed term.

### 172 **Section 6.02**

173 The Council by majority vote may disestablish a committee when the committee no longer meets  
174 its intended purposes or has completed its assignment.

### 175 **Section 6.03**

176 The Council may appoint an advisor to the Council. The advisor shall be a non-voting member  
177 of the Council. The advisor shall provide the Council with objective opinion and input on  
178 Chapter initiatives and programs in furthering the Chapter's mission.

## 179 180 **Article VII Section**

### 181 **Section 7.01**

182 The Council may establish Chapter sections in conjunction with sections of the American  
183 Society for Public Administration or, whenever 10 Chapter members so request. The  
184 members of said sections shall elect a Chairperson, with approval of the Council

## 185 186 **Article VIII Fee**

### 187 **Section 8.01**

188 The portion of the national membership dues designated for rebate to the Chapter shall constitute  
189 the fee for Chapter membership

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**Section 8.02**

Other fees as deemed necessary for Chapter programs and events may be assessed by the Council

**Article IX. Amendments**

**Section 9.01**

Amendments to this Constitution may be made in the following manners:

- a) Amendments may be proposed by the Council or the Chapter membership. Such proposed amendments are to be submitted to the Chapter membership via electronic ballot for voting thirty (30) days prior to the annual meeting and such proposed amendments may be adopted by a two-thirds vote of the responding members.
- b) Amendments proposed by the Chapter membership shall have at least 10% Chapter members signing the amendment proposal and submitting it to the Council sixty (60) days prior to the annual meeting for electronic voting in accordance with Article IX, Section 9.01(a) of this Constitution.

**Section 9.02**

Consistent with inclusion of this Chapter in the group federal income tax exemption ruling of the American Society for Public Administration (identify by the Internal Revenue Service as Group Exemption Number 3155), all amendments to the Chapter Constitution which may be made from time to time shall be submitted to the American Society for Public Administration for its approval.

**Article X. Ratification**

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**Section 10.01**

This Constitution shall be considered ratified upon approval of the Chapter membership and American Society of Public Administration.

**Article XI. Miscellaneous Provisions**

**Section 11.01**

No part of the net earnings of the Chapter shall inure to the benefit of, or be distributable to any director or officer of the Chapter, or any other private person, except that the Chapter shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Chapter and to make payments and distributions in furtherance of the purposes set forth herein above.

**Section 11.02**

No substantial part of the activities of the Chapter shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by Section 501(h) of the Code, and the Chapter shall not participate in, or intervene in (including the publishing or distribution of statements concerning) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Chapter shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under Section 501(c)(3) of the Code, or (b) by any organization contributions to which are deductible under Section 170(c)(2) of the Code.

In the event of dissolution or final liquidation of the Chapter, after paying or making provision

234 for the payment of all of the liabilities and obligations of the Chapter and for necessary expenses  
235 thereof, all of the remaining assets and property of the Chapter shall be distributed to the  
236 American Society for Public Administration provided it remains organized and operate  
237 exclusively for charitable or educational purposes as shall at the time qualify as an exempt  
238 organization under Section 501(c)(3) of the Code, and if not, to an organization which does so  
239 qualify. In no event shall any of such assets or property be distributed to any director officer or  
240 to any private individual.

### 241 **Section 11.03**

242 The annual fiscal year of the Chapter shall begin January 1 and end December 31. The  
243 taxpayer identification number assigned by the Internal Revenue Services to this Chapter is  
244 52-1226 432.

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246 Adopted by the organization meeting of March 6, 2000

ADDENDUM 1.  
KEY RESPONSIBILITIES OF THE CHAPTER OFFICERS

Article III. Officers

Section 3.01

PRESIDENT: The President is the senior volunteer leader of the Chapter. The President oversees efforts to build and maintain a strong chapter by setting goals and expectations for the Chapter and cultivating leadership among individual Chapter Officers. The key responsibilities of the President include:

- (a) Work with leaders and Chapter members to develop professional development programming that will appeal to Chapter members.
- (b) Work with the ASPA liaison to establish the guiding principles, policies, and mission for the organization. For example, initiate a regular review of the Chapter's Strategic Plan, Mission, and Performance Measures in order to keep them fresh and relevant.
- (c) Oversee the budget of the Chapter and assume ultimate responsibility for the integrity of its finances.
- (d) Lead and facilitate Chapter meetings by making sure that the agenda is closely followed and every Officer has the opportunity to participate in discussions.
- (e) Work with the nominating committee to identify and recruit new board members who bring important skills and knowledge to the Chapter.
- (f) Guide the work of the Chapter to secure new and renewing members for ASPA.
- (g) Speak for the Board in the event of a controversy or crisis; oversee the development of communications policies; and work to promote the work of the organization in conversations, speeches, interviews, and other day-to-day activities.

Section 3.02

PRESIDENT- ELECT: The President-Elect is to preside in the Chapter President's absence and prepares to assume the office of the Chapter President. The key responsibilities of the President-Elect include:

- (a) Attend all Chapter meetings.
- (b) Carry out special assignments as requested by the Chapter President.
- (c) Understand the responsibilities of the Chapter President and be able to perform these duties in the President's absence.
- (d) Report on executive leadership activities at Chapter meetings.
- (e) Participate as a vital part of the Chapter leadership
- (f) Fill the office of Chapter President should that office become vacant, and subsequently fill the office of President for a regular term as is entitled to the President-Elect.
- (g) Assist the Chapter President in the execution of his or her duties.
- (h) Coordinate with the Liaison, activities between ASAP National and Chapter.
- (i) Provide a report at Chapter meeting of his or her activities since the previous Chapter meeting.
- (j) Perform any other duties as assigned by the Chapter President.

### Section 3.03

SECRETARY: The Secretary shall provide the Chapter's clerical and administrative support and ensure that actions of the Chapter are documented. The key responsibilities of the Secretary include:

#### (a) Council Meetings

##### *(i) In advance of Council meetings*

- 1) Work with President, and other Officers as needed, to draft the agenda and packet (at least 7 days prior to the meeting).
- 2) Email agenda and packet to the Council (at least 3 days prior to the meeting).

##### *(ii) At Council meetings*

- 1) Provide copies of the agenda and packet to the Council.
- 2) Take minutes.

*(iii) After Council meetings*

- 1) Prepare and provide draft minutes to Officers (within 2 weeks of the meeting).
- 2) File the approved minutes.
- 3) File the official list of Council members.

(b) Chapter Meetings

*(i) In advance of Chapter meetings*

- 1) Work with Council to solidify meeting dates and meeting topics and notice them on the Chapter's social media sites.
- 2) Work with Officers, and others as needed, to ready the agenda and packet including presentations.
- 3) Distribute the meeting notice to Chapter members and friends.
- 4) Receive and track RSVPs.
- 5) Create pre-printed sign-in sheet and pre-printed nametags.

*(ii) At the Chapter meetings*

- 1) Arrive early to help set up including setting up presentations.
- 2) Provide paper copies of the agenda and packet.
- 3) Assist in welcoming Chapter members and friends and signing them in.
- 4) Assist in receiving payment and distributing nametags
- 5) Take minutes.

*(iii) After the Chapter Meetings*

- 1) Prepare the draft minutes for Officer approval. Post the approved minutes and copies of the presentations to the ASPA website (within 2 weeks of the meeting).
- 2) File the approved minutes.
- 3) File the official list of Chapter members.



### Section 3.04

TREASURER: The Treasurer shall ensure that the current financial records are maintained and reflect the financial condition of the Chapter. The financial records need to include cash, outstanding advances, investments, accounts receivable and other assets, accounts payable, and fund balances. The key responsibilities for the Treasurer include:

- (a) Have general charge of the financial affairs of the Chapter (subject to the direction and control of the Chapter).
- (b) Collect and receive all money due or belonging to the Chapter and provide receipts.
- (c) Disburse or obtain authorization for disbursement of Chapter funds as may be directed by the Chapter, creating and securing proper vouchers for such disbursements.
- (d) Keep and maintain adequate and correct accounts of the Chapter's properties and business transactions of the Chapter's bank account at the University Federal Credit Union or other financial institution as decided by the Council.
- (e) Prepare and submit to the American Society of Public Administration all end of fiscal year financial and leadership reports to include the Financial Information Form.
- (f) Render to the Council at each Council meeting, or whenever requested, and at each annual meeting, an account of any and/or all transactions as treasurer and of the financial condition of the Chapter.

ADDENDUM 2.  
POSSIBLE CHAPTER PROGRAM ACTIVITIES

Article V. Meetings

Section 5.01

PROGRAM ACTIVITIES: Chapter program activities could include the following (based on historical activities):

- a) January: Annual legislative preview luncheon
- b) March: Annual legislative wrap-up luncheon
- c) May: Annual meeting and awards luncheon
- d) July: TBD
- e) September: TBD
- f) November: TBD