



COLORADO-WYOMING-MONTANA DIVISION

BYLAWS AND STANDING RULES

Amended June 4, 2005

**COLORADO-WYOMING-MONTANA DIVISION
INTERNATIONAL ASSOCIATION OF ADMINISTRATIVE PROFESSIONALS®**

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COLORADO-WYOMING-MONTANA DIVISION
INTERNATIONAL ASSOCIATION OF ADMINISTRATIVE PROFESSIONALS®

BYLAWS

ARTICLE I - NAME

The name of this Division shall be COLORADO-WYOMING-MONTANA DIVISION OF INTERNATIONAL ASSOCIATION OF ADMINISTRATIVE PROFESSIONALS. The Division shall also be known as and referred to by the letters and words CWM Division of IAAP®.

ARTICLE II - OBJECTIVES AND DEFINITION OF AN ADMINISTRATIVE PROFESSIONAL

SECTION 1. Objectives

The objectives of IAAP shall be to elevate the standards of all office professionals and to promote their working relationship with management through continuing education, authorized programs, and publications.

SECTION 2. Definition of an Administrative Professional

An Administrative Professional shall be defined as an individual who is responsible for office administrative tasks and coordination of information in a business-related environment.

ARTICLE III - MEMBERSHIP AND DUES

SECTION 1. Definition

- A. Division. This Division shall be the Chapters and Division Members-at-Large in the states of Colorado, Wyoming, and Montana.
- B. Chapter. A Chapter shall be a group of members chartered by IAAP.
- C. Division Member-at-Large. Any member who is not a member of a Chapter shall be a Division Member-at-Large of this Division upon payment of applicable dues.

SECTION 2. Responsibilities

This Division and all Chapters within this Division shall be self-supporting and shall adopt bylaws and standing rules as required for their operation, which shall not conflict with those of IAAP.

SECTION 3. Classifications and Qualifications

There shall be four classifications of membership: Professional, Professional-Merited, Student, and Associate.

A. A Professional member shall, at the time of admission to membership, be:

1. A person who is, or within the last two years has been, employed as an administrative professional or who has attained the Certified Professional Secretary® (CPS®) and/or Certified Administrative Professional® (CAP®) rating; or
2. A teacher who is employed in the teaching of business education.

Except as provided in Article IV, Section 2, a Professional member shall have the rights and privileges of full participation at all levels of IAAP for which applicable dues and fees have been paid.

B. A Professional-Merited member shall be a member who:

1. Has been a Professional member for five years at the time of retirement; and
2. Has either attained the age of fifty-five (55) years or received forced work retirement because of physical disability.

Except as provided in Article IV, Section 2 of these Bylaws, a Professional-Merited member shall have the rights and privileges of Professional membership.

Classification change to Professional-Merited shall become effective only at the beginning of the fiscal year.

C. A Student member shall, at the time of admission to membership, be enrolled as a student of business education. Membership in the student classification shall not extend beyond four years. A student member shall not serve as a delegate or alternate at the Division or International level.

D. An Associate member shall be an individual, firm, or educational institution that sustains the objectives of IAAP. An Associate member shall neither hold office nor serve as a delegate or alternate at the Division or International levels.

SECTION 4. Dues

Annual dues for the Division shall be:

Professional Member -----	\$9.00
Professional-Merited Member -----	4.50
Division Member-at-Large, Professional Member -----	15.00
Division Member-at-Large, Professional Merited Member -----	6.00
Student Member -----	5.00
Associate Member -----	140.00*

*Dues set by International Board of Directors and paid directly to IAAP Headquarters. The CWM Division receives a portion.

SECTION 5. Renewal of Membership

Membership shall be renewed each year by the payment of International dues and applicable Division and Chapter dues.

- A. Headquarters shall send notices of dues renewal to all members in accordance with procedures approved by the International Board of Directors.
- B. All renewal dues must be submitted to International Headquarters and must be postmarked no later than the date indicated on the renewal form.
- C. Applicable Division and Chapter dues will be transmitted by Headquarters to the respective units in accordance with procedures approved by the International Board of Directors.

SECTION 6. Reinstatement

- A. A member who resigns or is dropped for nonpayment of dues may be reinstated by payment of the current year's dues within thirty (30) days of the member's dues renewal due date.
- B. A member who has forfeited membership for any reason and wishes to reinstate within the next two years may do so by payment of the \$15 processing fee and the current year's dues and shall retain membership tenure.
- C. A member who has forfeited membership for any reason and has permitted more than two years to lapse shall reapply as a new member and shall forfeit tenure of past membership.

SECTION 7. Fiscal Year

The IAAP fiscal year shall be July 1 through June 30.

ARTICLE IV - OFFICERS, QUALIFICATIONS, NOMINATION AND ELECTION, TERM OF OFFICE, DUTIES, AND VACANCIES

SECTION 1. Officers

The officers of this Division shall be a president, a president-elect, a vice president, a secretary, and a treasurer, who shall, if possible, be selected from different geographical sections.

SECTION 2. Qualifications

- A. A candidate for office shall have been a Professional member of IAAP for at least two years prior to time of nomination, shall have served as a Chapter officer or chairman of an International or Division committee, and shall be employed in accordance with IAAP's definition of an administrative professional.
- B. Candidates for the office of president and president-elect shall have served as a Chapter officer and/or served on the CWM Division Board prior to nomination.
- C. A candidate for the office of treasurer shall have served as Chapter treasurer prior to nomination or have work experience in accounting or served as treasurer in another professional organization.
- D. No member shall serve as an International or chapter officer during the fiscal year for which elected to a Division office. No member shall hold more than one Division office at a time.
- E. Each Chapter and the Division Members-at-Large shall have no more than one elected officer from its membership. However, if there are insufficient nominations received from the Chapters or Division Members-at-Large by the deadline date for nominations, this provision shall be suspended; in that event, there shall be no more than two elected officers from one Chapter or the Division Members-at-Large.
- F. Within two weeks after the close of their terms, all outgoing officers, except the Treasurer, shall transfer to the incoming officers, by the least expensive means, all books and records of office in their custody. The books and records of the Treasurer shall be transferred to the auditor or Audit Committee appointed by the Board of Directors no later than 30 days after the close of the term of office.

SECTION 3. Nomination and Election

- A. The Nominating Committee, consisting of three members, shall be elected at the Annual Meeting. Nominations for the committee shall be made from the floor, and election shall be held after the election of officers. A plurality vote shall elect. The committee chairman will be selected by the committee members. In the event of vacancy, the Board of Directors shall fill said vacancy.
- B. By January 15, the Nominating Committee shall mail notice to all Chapter presidents and Division Members-at-Large requesting submission of names and qualifications of candidates for Division office.
- C. Any Chapter, by vote of its membership, may nominate any one of its Professional members as a candidate for a Division office. By March 1, each candidate shall submit the following to each member of the Division Nominating Committee: Resume of Qualification Form, a letter of interest and consent to serve if elected, and an endorsement letter from the chapter president.
- D. Any Division Member-at-Large wishing to be a candidate for Division office shall follow the same procedures as in paragraph C of this Section, except that the candidate's credentials shall be submitted to each member of the Nominating Committee by a letter signed by the Division President.
- E. If names of candidates for all Division officers are not received by March 1 from the Chapters and Division Members-at-Large, the Nominating Committee shall seek candidates for those offices for which no nominations were received.
- F. By April 1, the Nomination Committee shall mail the names and qualifications of all candidates for each Division office to the Division Board of Directors, all Chapter Presidents, and Division Members-at-Large.
- G. After the report of the Nominating Committee, nominations may be made from the floor by any delegate provided: (1) the nominee is a Professional member; (2) has consented to serve if elected; and (3) the required qualifications are presented at the time of the nomination. Each nomination from the floor must receive two seconds.
- H. Officers shall be elected by a majority vote at the Annual Meeting.
- I. Election shall be by ballot. However, when there is only one candidate for an office, the ballot may be dispensed with and the nominee elected viva voce. In the event no candidate receives a majority vote on the first ballot, all but the two highest for such office shall be eliminated, and the balloting continued. If neither candidate receives a majority vote after the second ballot, the election shall be decided by lot. Ballots cast for any other than the nominees shall be treated as blanks.

SECTION 4. Term of Office

- A. Officers shall serve for one year or until their successors are elected, and their term of office shall coincide with the fiscal year for IAAP, July 1 through June 30 except as set forth in Paragraph B of this Section 4.
- B. The President shall serve only one term in that office, being succeeded automatically by the President-elect. The President-elect shall serve only one term in that office succeeding automatically to the office of President. The Vice President, the Secretary, and the Treasurer shall serve no more than two consecutive terms in the same office. An officer having served six months or more in an office shall be deemed to have served one term.

SECTION 5. Duties

Division officers shall be obligated to uphold and represent the interests of IAAP and the profession as a whole.

- A. The President shall:
 - 1. Perform the duties prescribed by these Bylaws and by the Parliamentary Authority adopted by IAAP; preside at all meetings of the Division and the Board of Directors; call meetings of the Board of Directors when necessary; and prepare the business agenda for the Annual Meeting.
 - 2. Subject to the approval of the Board of Directors, appoint standing and special committees (except the Nominating Committee) and serve as an ex officio member of all committees except the Nominating, Tellers, and Audit Committees.
 - 3. Act as liaison between the International Director, Northwest District, and the presidents of the Chapters in the Division.
 - 4. Serve as Board of Directors' contact with the Division Members-at-Large.
 - 5. Keep the President-elect and the International Director, Northwest District, fully informed of all matters concerning Division activities.
 - 6. Appoint a parliamentary advisor or parliamentarian.
 - 7. Be authorized to sign checks on the Division account and be bonded.
 - 8. Appoint a Minutes Approval Committee for the Annual Meeting consisting of three members.

B. The President-elect shall:

1. In the absence of the President, serve as presiding officer at Division meetings or meetings of the Board of Directors.
2. Assist the President in all ways and perform such duties as may be assigned by the Board of Directors.
3. In the event of a vacancy in the office of President, succeed to the office for the unexpired term.
4. Succeed automatically to the office of President at the conclusion of the term as President-elect.
5. Serve as editor of the Division Newsletter to be published at least four times annually.
6. Serve as chairman of the Newsletters and Web Site Review Committee.
7. Prepare a scrapbook of the current year's activities of the Division and its members and present it to the current outgoing President at the Annual Meeting.

C. The Vice President shall:

1. In the absence of the President and President-elect, serve as presiding officer at the Division Meeting or meetings of the Board of Directors.
2. Serve as chair of the Chapter Development/Membership Committee.
3. Handle all student chapter and/or student member inquiries.
4. Assist the President in all ways and perform such duties as may be assigned by the Board of Directors.
5. Serve as a member of the Minutes Approval Committee.
6. Furnish a copy of the Division Bylaws and Standing Rules to new Division Members-at-Large of the Division.

D. The Secretary Shall:

1. Attend and act as secretary of all meetings of the Division and Board of Directors. Furnish complete Minutes of all Board meetings to the Board of Directors within fifteen (15) days after the meeting.
2. Notify the International Director, Northwest District, and all Chapters in the Division, within three days following the Annual Meeting, of the names and addresses of the newly elected Division officers. At the same time, remind the Chapters to submit, on the required forms (by the established deadline) the information necessary for the Official Directory.
3. Prepare and distribute a Division Directory no later than October 1 to the Board of Directors, committee chairmen, Division Members-at-Large, and Chapter Presidents. The Directory shall contain the names, and contact information of the International President, Northwest District Director; the Division Board of Directors; Division committee chairs; Division Members-at-Large; Chapter officers; Chapter committee chairs; and all members of the CWM Division.
4. Notify, in writing, all Chapter members, through the Chapter presidents, and Division Members-at-Large by February 15, the time and place of the Annual Meeting.
5. Request from the Chapters by April 1 the names of their delegates and alternates to the Annual Meeting.
6. Prepare the Annual Report as directed by the Board of Directors in sufficient quantity for use at the Annual Meeting.
7. Prepare and furnish Minutes of the Annual Meeting to the Minutes Approval Committee within forty-five (45) days after the meeting. Send approved Minutes to the voting members of the Annual Meeting.
8. Assist the President in all ways and perform such duties as may be assigned by the Board of Directors.

E. The Treasurer shall:

1. Be responsible for all the funds of the Division and for the records of its financial affairs; deposit and disburse all monies as instructed by the Board of Directors; furnish to the Board of Directors a quarterly report of all receipts and disbursements and the current balance in the account.
2. Maintain a complete and accurate record of Chapter membership and Division Members-at-Large within the Division.

3. Open the Division books and records at all times to any member of the Division Board of Directors.
 4. Assist the President in all ways and perform such duties as may be assigned by the Board of Directors.
 5. Serve as a member of the Ways and Means Committee.
 6. Be bonded with premiums paid from Division funds.
- F. Each member of the Board of Directors shall submit to the Secretary a written report four weeks prior to Annual Meeting for inclusion in the Annual Report and may render an oral report during the Annual Meeting.

SECTION 6. Vacancies

- A. Vacancies among the officers shall be filled for the unexpired term as follows (six months in office constitutes a full year):
1. If a vacancy occurs in the office of President after six months, the President-elect shall succeed to the office of President for the unexpired term and continue in the office of President for the following year.
 2. A vacancy occurring in the office of President-elect within six months after election shall be filled by a letter ballot of the delegates of the preceding Annual Meeting.
 3. If a vacancy occurs in the office of both the President and President-elect, the Vice President shall succeed to the office of President for the unexpired term, and the office of President-elect shall remain vacant until election of officers at the next Annual Meeting, at which time the delegates shall elect both a President and President-elect.
 4. Vacancies occurring in the office of Vice President, Secretary, or Treasurer shall be filled for the unexpired term by vote of the Division Board of Directors. The election to fill such office shall be by ballot, a majority vote being required to elect.
- B. An officer, with the exception of the Treasurer, vacating an office before the expiration of the term, shall, within thirty (30 days), transfer all records of the office as instructed by the Board of Directors. See also Article X, Section 2.

ARTICLE V - MEETINGS

SECTION 1. Annual Meeting

- A. A Division Meeting shall be held annually in the spring, the place to be fixed two years in advance by majority vote of the delegates. The Annual Meeting shall not be held in the same place in the Division for two consecutive years. If any Annual Meeting cannot be held on the date and in the place chosen, or a bid for the Annual Meeting is not received, the Division Board of Directors shall designate a time and place at which it shall be held.
- B. The incumbent Division Board of Directors shall be in charge of the Annual Meeting and shall be ex officio members of the delegate assembly with full voting privileges.
- C. The voting power of the members of the Division shall be exercised through properly accredited delegates to the Annual Meeting. Each Chapter shall have the right to select from its Professional and Professional-Merited membership one delegate and one alternate. The delegate shall be fully authorized to cast the vote of the Chapter on all matters voted on at the Annual Meeting.
- D. Each Chapter shall notify the Division Secretary no later than fifteen (15) days before the Annual Meeting of the names of the delegate and alternate to the Annual Meeting. If any emergency arises wherein the proposed delegate is unable to attend, the Chapter President may, by written certification, designate a delegate up to the time of the Annual Meeting.
- E. Prior to the Delegates' Briefing at the Annual Meeting, a member of the Division Board of Directors shall call a meeting of the Division Members-at-Large in attendance for the purpose of selecting a delegate from the Members-at-Large. If only one Division Member-at-Large is registered for the Annual Meeting, that member shall serve as the delegate. The delegate must be a Professional or Professional-Merited member.
- F. All Chapter members and Division Members-at-Large present at the Annual Meeting shall have the privilege of open discussion on the floor.
- G. Any Division committee chairman or designated representative who is required to make an official report at the Annual Meeting shall be a member of the meeting for the purpose of reporting and moving the adoption of recommendations in such report, but shall not have voting privileges unless serving as a delegate.
- H. At the Annual Meeting, the President shall appoint a Tellers Committee consisting of not less than four members, none of whom shall be a current officer, candidate for office, delegate, or alternate. The Committee shall be responsible for distributing and collecting the ballots and for tallying the vote.

After all votes are cast and tallied, the chairman of the Committee shall report the results of the election to the assembly, and the President shall then declare the officers of the Division duly elected.

SECTION 2. Special Meetings

Special meetings may be called by the President with the approval of a majority of the Division Board of Directors, or by one-third of the chapters of the division whenever deemed necessary to the welfare of the Division, provided notice specifying the principal business of the meeting is given to all members at least thirty (30) days prior to the date of the special meeting. The voting power at such meetings shall be exercised in accordance with paragraphs 1.B. and 1.C. of this Article. Notification of a special meeting shall be sent by the Secretary at the direction of the Division Board of Directors.

SECTION 3. Quorum

A quorum shall be a majority of the properly accredited delegates registered at the Annual Meeting.

ARTICLE VI- DIVISION BOARD OF DIRECTORS

SECTION 1. Composition

The Board of Directors shall be comprised of the Division Officers and appointed Parliamentary Advisor or Parliamentarian and shall be the governing body on all matters requiring action between Annual and Special Meetings, other than amending the Bylaws and Standing Rules. The Parliamentary Advisor or Parliamentarian shall be a nonvoting member of the Board of Directors.

SECTION 2. Duties

- A. The Board of Directors may transact business in person, by U.S. mail, courier service, electronic communication, or by conference call. For adoption, any business shall require a majority vote of the Board of Directors.
- B. The Board of Directors may, by a three-fourths vote of its membership, remove any officer or committee chairman for misconduct or neglect of duty. The Board of Directors shall request the resignation of such officer from the respective office. If such resignation is not received by the Board of Directors within ten (10) days after such resignation has been requested, the Board of Directors is empowered to and shall thereupon declare such office vacant, and such office shall be filled in accordance with the provisions of Article IV, Section 6.
- C. The Board of Directors shall prepare an annual budget and shall arrange for an annual audit of the financial records of this Division.

SECTION 3. Meetings

The Board of Directors shall meet at least twice a year, immediately after adjournment of and immediately prior to the Annual Meeting. A meeting of the outgoing and incoming Board members shall be held prior to the first meeting of the new Board.

SECTION 4. Special Meetings

Special meetings of the Board of Directors may be held at the call of the President or a majority of the Board of Directors.

SECTION 5. Quorum

A quorum shall be a majority of the elected members of the Board of Directors. A majority vote cast by mail or e-mail between meetings and in person during meetings shall be binding in every respect.

SECTION 6. Absence

In case of absence or disability of any officer for a period of sixty (60) days, the Board of Directors may delegate the duties of that officer to any other current officer who will serve concurrently with the absent or disabled officer.

ARTICLE VII - COMMITTEES

SECTION 1. Standing Committees

Standing Committees shall be composed of a chairman and any number of members, preferably each being from a different chapter, who are of Professional or Professional Merited standing. Appointments shall be for one year and coincide with the fiscal year of IAAP, July 1 to June 30.

SECTION 2. Duties

Standing committees and their duties are as follows:

- A. Newsletters and Web Site Review Committee shall mail to Chapter presidents by September 1 of each year a guideline for newsletters and web site excellence (after approval by the Board of Directors), receive and review all Chapter newsletters submitted during the fiscal year, and during the Annual Meeting display all reviewed newsletters in a prominent place, present a newsletter critique, and announce three Chapters whose newsletters accumulated the most points for excellence during the current fiscal year. They shall also review all

chapter web sites and announce three Chapters whose web sites accumulated the most points for excellence during the current fiscal year.

B. Bylaws and Standing Rules Committee

1. Shall maintain conformity in Division Bylaws and Standing Rules with the International Bylaws and Standing Rules.
2. Shall notify the Board of Directors, Chapters through the Chapter Presidents, and Division Members-at-Large, that proposed amendments to these Bylaws and Standing Rules must be received by each member of this committee by February 15.
3. May propose amendments and resolutions.
4. Shall edit/correlate all proposed amendments to the Bylaws and Standing Rules of this Division and submit them together with the committee's recommendations and the reasons for the recommendations, to the Board of Directors, the Chapters through the Chapter Presidents, and the Division Members-at-Large by March 15.
5. Shall submit Division Bylaws and Standing Rules and/or amendments to the District Representative and the Chairman of the International Bylaws and Standing Rules Committee for approval as amended or at least every four years.
6. Shall approve Chapter Bylaws and Standing Rules as amended or at least every four years.
7. Shall assist the Board of Directors in preparing and submitting amendments and resolutions to the International Bylaws and Standing Rules Committee on behalf of the Division.

C. Chapter Development/Membership Committee

1. Chapter Development shall develop and send out promotional materials; assist in the formation of new chapters.
2. Membership Recruitment and Retention shall identify and suggest areas for mailings where there are no established chapters, where chapters are failing, or in an area where numerous inquiries have been received. Answer all membership inquiries.

D. CPS/CAP Committee shall promote the CPS/CAP program, maintain a roster of Certified Professional Secretaries and/or Certified Administrative Professionals

within the Division, and perform such other duties as may be assigned by the Board of Directors.

- E. Ways and Means Committee shall devise and promote projects to raise funds for the Division.
- F. Retirement Trust Foundation (“RTF”) Committee shall promote interest in the Retirement Center, shall devise and promote projects for the purpose of raising money for the Retirement Trust Foundation, and handle all RTF inquires.

SECTION 3. Vacancies

Vacancies on committees occurring either by resignation or failure to perform during the fiscal year shall be filled through appointment by the President, subject to the approval of the Division Board of Directors.

SECTION 4. Special Committees

Special committees may be appointed when deemed necessary by the Board of Directors.

SECTION 5. Responsibility

All committees, except the Committee on Nominations, shall be directly responsible to the Board of Directors and shall submit all plans to them for approval prior to execution.

SECTION 6. Annual Report

The chairman of each committee shall make an annual report on the work of the committee, such report to be included in the Annual Report prepared by the Division Secretary.

SECTION 7. Files

All files and records of each committee shall be transferred to the new committee chairman within two weeks after the fiscal year end.

ARTICLE VIII - REPRESENTATION

SECTION 1. Division Representative

- A. The President shall be the designated Division representative to the annual International Convention.
- B. The President-elect shall be the designated Division representative to the incoming Division Presidents’ Conference.

SECTION 2. Alternate

The President-elect shall be the alternate to the annual International Convention. In the event the President-elect is unable to attend, another officer shall be designated in the following order: Vice President, Secretary, and Treasurer, respectively.

ARTICLE IX – PARLIAMENTARY AUTHORITY

The current edition of Roberts Rules of Order Newly Revised shall govern IAAP in all matters of procedure not otherwise covered by the International Bylaws and Standing rules and/or Division Bylaws and Standing Rules.

ARTICLE X - AUDIT

SECTION 1. Annual Audit

At the close of the Annual Meeting, the Division Board of Directors shall appoint an independent auditor, or an audit committee composed of two members, to audit the Division books and financial records. Such audit is to be completed within thirty (30) days after the close of the meeting and the books and records shall be submitted to the Board of Directors, and the books and records forwarded in accordance with instructions from the Board of Directors.

SECTION 2. Vacancies

In the event the Treasurer vacates the office before the expiration of the term, for any reason, the books and financial records shall be immediately transferred to either the independent auditor or the Audit Committee. An audit of the Treasurer's financial records shall be completed within ten (10) days and the financial records delivered as instructed by the Board of Directors.

ARTICLE XI - EMERGENCY ADMINISTRATION

In the event of emergency, when the holding of the Division Annual Meeting is made impracticable, then all powers, functions, and duties of the Annual Meeting shall be and are hereby vested in the Chapters of the Division and shall be performed and decided by electronic media or U.S. mail in such manner as the Division Board of Directors may prescribe.

ARTICLE XII - DISSOLUTION

SECTION 1. Revenue/Funds

In the event of dissolution, abandonment, or termination of the Division, no income, contribution, or other revenue or funds shall inure to the benefit of any individual or of any group not affiliated with IAAP, and any and all assets then possessed by the Division, after current indebtedness has been paid, shall go and be delivered forthwith to IAAP Retirement Trust Foundation.

SECTION 2. Records/Property

All records and remaining property of the Division shall be surrendered to International Headquarters.

ARTICLE XIII - AMENDMENTS

SECTION 1. Bylaws Amendments

These bylaws may be amended and adopted by any of the following methods:

- A. At any Annual Meeting by a two-thirds vote, provided copies of the proposed amendments shall have been mailed to the Division Board of Directors, Chapter presidents, and Division Members-at-Large at least thirty (30) days prior to the Annual Meeting.
- B. At any Annual Meeting by a four-fifths vote, provided copies of the proposed amendments shall have been distributed to the delegates at least two hours preceding the opening of the Annual Meeting.
- C. Any amendment not having been previously distributed as required in subparagraphs A and B of this section may be adopted by a unanimous vote of the delegates at any Annual or Special Meeting.

SECTION 2. Corrections

Automatic grammatical, punctuation, and correlation corrections in these Bylaws and Standing Rules or amendments thereto, which in no way alter the intent of the respective Bylaws or amendments thereto, shall be effected by the Division Bylaws and Standing Rules Committee, subject to the approval of the Board of Directors.

SECTION 3. Editing Changes

Editing changes in these Bylaws necessitated by amendments to the International Bylaws and Standing Rules shall be effected by the Division Bylaws and Standing Rules Committee, which shall make notification of said changes to the Division Board of Directors, all members of the Division through Chapter presidents, and Division Members-at-Large.

ARTICLE XIV - ENACTMENT

These Bylaws and/or amendments thereto shall become effective upon adjournment of the Annual or Special Meeting at which adopted, unless otherwise specified.

Bylaws adopted: May 19, 1962.

Bylaws revised: May 16, 1992.

Bylaws amended: May 21, 1994.

Bylaws amended: May 20, 1995.

Bylaws amended: May 17, 1997.

Bylaws correlated to International Bylaws as amended August 1998.

Bylaws amended: May 22, 1999

Bylaws correlated to International Bylaws as amended July 1999.

Bylaws amended: May 20, 2000

Bylaws amended May 19, 2001

Bylaws amended June 7, 2003

Bylaws amended June 5, 2004

Bylaws amended June 4, 2005

INTERNATIONAL BYLAWS AND STANDING RULES COMMITTEE

APPROVAL: Kay L. Gale CPS, Northwest District Representative

Date: 7/3/05

COLORADO-WYOMING-MONTANA DIVISION
INTERNATIONAL ASSOCIATION OF ADMINISTRATIVE PROFESSIONALS

STANDING RULES

1. The representative to the annual International Convention shall be reimbursed for expenses incurred to include registration fee, transportation, and lodging as long as funds are available. Lodging shall not exceed one-half of the cost of a double room. A per diem not to exceed \$20 will be allowed. In the event a representative's company or organization bears some or all expenses associated with above meeting, Division support will be reduced proportionately.
2. Members of the Division Board of Directors to attend the CWM Annual Meeting may request to be reimbursed for expenses incurred to include registration fee, transportation not to exceed Internal Revenue Service allowances per mile or airfare, whichever is less expensive, and lodging not to exceed one-half of the cost of a double room, and per diem not to exceed \$20, providing funds are available.
3. Members of the Division Board of Directors shall be reimbursed for expenses incurred in attending meetings of the Board of Directors not held in conjunction with other meetings to include transportation not to exceed Internal Revenue Service allowances per mile or airfare, whichever is less expensive, and per diem not to exceed \$15, providing funds are available.
4. Members of the Division Board of Directors shall be reimbursed for expenses incurred in making assigned official visits to include transportation not to exceed Internal Revenue Service allowances per mile or airfare, whichever is less expensive, and per diem not to exceed \$15, providing funds are available.
5. The alternate to the Annual International Convention shall be reimbursed for transportation, registration fee, and lodging as long as funds are available. Lodging shall not exceed one-half of the cost of a double room. A per diem not to exceed \$20 will be allowed. In the event an alternate's company or organization bears some or all expenses associated with above meeting, Division support will be reduced proportionately.
6. All bills shall be submitted to the Treasurer. The Treasurer may pay bills of \$125 or less immediately upon obtaining approval from the President. Bills in excess of \$125 must be approved by the Division Board of Directors before payment.
7. The chapter chosen to host the Annual Meeting of the Division shall be advanced \$500 as "start-up funds" for use in advance preparation for that meeting. Such advanced funds shall be payable to the Host Chapter at the first Board of Directors meeting of the newly elected officers and shall be an item in the budget adopted by the Board for the coming term. Such funds shall also be included in the Annual Meeting budget submitted by the Host Chapter to the Board of

Directors, identified as an advance from the Division, rather than projected income. The Host Chapter shall reimburse the Division for the start up funds prior to calculating the profit or loss split between Host Chapter and the Division.

8. The Division registration fee shall be waived for the Chairman/Co-chairman (sometimes called the Coordinator/Co-coordinator) of the Host Chapter(s), not exceeding two registrations, provided funds are available. This specifically does not include the charges for workshops and trips/tours that may be planned.
9. The Host Chapter for the Annual Meeting shall present a proposed budget to the Board of Directors for approval no later than February 1. Expenses incurred by the Host Chapter in excess of the approved budget shall be the responsibility of the Host Chapter unless previously approved by the CWM Division Board of Directors, in which case said expense shall be divided equally between CWM Division and the Host Chapter. The Host Chapter shall submit a written financial report, including any appropriated funds, to the Board of Directors within sixty (60) days following the annual Meeting. The Division and Host Chapter shall share equally in any profit or loss functioning under the approved budget; such profit or loss to be determined within 15 days following the receipt of the financial report.
10. There shall be, as appropriate, an Omega Chapter Section published in the Annual Meeting Program listing recently deceased members, their Chapter, and years of membership, as well as a memorial service for deceased members at each Annual Meeting.
11. Installation of newly elected officers shall be held at the Annual Meeting at a time set by the Board of Directors.
12. The outgoing Division President shall be presented with a gift not to exceed \$50 and a "past president" pin as recognition from the Division.
13. Each Chapter may request during the fiscal year one official Chapter visitation by a Division officer within a reasonable travel distance, the expenses for transportation to be borne by the Division upon approval, and availability of funds, of the Division Board of Directors.
14. Distribution of releases from the Division shall be to the Division Board of Directors, Division Committee Chairmen, and Chapter Presidents. Any Division Member-at-Large wishing to receive copies of releases shall make written request for them to the Division President.
15. Copies of correspondence:
 - a. Division level: Between any member of the Division Board of Directors, Committee Chairmen and/or member; or to Headquarters, any

International officers, International Committee Chairman and/or member; or to any Chapter officer, committee chairman and/or member a copy shall be sent to the Division President and President-elect and to the Chapter President where the Chapter is involved.

- b. Chapter level: By a Chapter officer, Chapter committee chairman and/or member to any member of the Division Board of Directors, committee chairman and/or member; or to Headquarters, any International officer, International committee chairman and/or member—a copy shall be sent to the Division President and President-elect.
16. Chapters shall submit bylaws and standing rules and/or amendments thereto to the Division Bylaws and Standing Rules Committee for approval as amended or at least every four years. Each Chapter shall furnish a copy, as distributed to the Chapter members, to the current Division Bylaws and Standing Rules Committee chairman for the Division file.
 17. Each Chapter shall furnish the names and addresses of Chapter Committee chairmen to the Division Secretary at the same time as the due date of the STF8C form.
 18. At the same time of Chapter transmittal to International Headquarters, each Chapter shall furnish to the Vice President a copy of the report covering the Chapter's contribution made to the Retirement Trust Foundation.
 19. Each Chapter shall furnish a copy of its newsletter to each member of the Division Board of Directors. If no newsletter is published, a bi-monthly report of Chapter activities shall be sent to the Division Board of Directors.
 20. The Division Scrapbook shall be presented during the Annual Meeting to the current outgoing President by the current outgoing Vice President.
 21. Standing Rules may be amended and adopted by either of the following methods:
 - a. By a majority vote of the delegates at any annual or special meeting, provided notice of the proposed amendments was communicated to the Division Board of Directors, Bylaws and Standing Rules Committee, Chapter presidents, and the Division Members-at-Large at least thirty (30) days prior to such meeting.
 - b. By a two-thirds vote of the delegates at any annual or special meeting without previous notice of the proposed amendments.
 22. Standing Rules may be adopted by the Division Board of Directors between Annual Meetings, provided that, at the time of adoption, notice is sent to each

Chapter through its president and Division Members-at-Large. Such Standing Rules shall be in effect until the next Annual Meeting at which time they must either be rescinded by the Board of Directors or ratified by the delegates at such meeting.

23. Automatic grammatical, punctuation, and correlation corrections in the Standing Rules, which in no way alter the intent of the respective Standing Rules, shall be effected by the Division Bylaws and Standing Rules Committee, subject to the approval of the Board of Directors.
24. Editing changes in these Standing Rules necessitated by amendments to the International Bylaws and Standing Rules shall be effected by the Division Bylaws and Standing Rules Committee subject to:
 - a. Approval of the Division Board of Directors;
 - b. Notification to all members of the Division through Chapter presidents; and
 - c. Notification to Division Members-at-Large.
25. These Standing Rules and/or amendments thereto shall become effective upon adjournment of the Annual or Special Meeting at which adopted, unless otherwise specified.

Standing Rules adopted:	May 14, 1962
Standing Rules revised:	May 21, 1993
Standing Rules amended and #7 adopted:	May 21, 1994
Standing Rules amended:	May 20, 1995.
Standing Rules amended:	May 17, 1997.
Standing Rules correlated to International Bylaws as amended August 1998.	
Standing Rules amended:	May 22, 1999
Standing Rules amended:	May 20, 2000
Standing Rules amended:	May 19, 2001
Standing Rules amended:	June 5, 2004
Standing Rules amended:	June 4, 2005

INTERNATIONAL BYLAWS AND STANDING RULES COMMITTEE

APPROVAL: Kay L. Gale CPS, Northwest District Representative

Date: 7/3/05

GLOSSARY OF TERMS

Adjourn Sine Die (from the Latin: adjourn without day)—Usually refers to the close of a session of several meetings where the adjournment dissolves the assembly. Often used in conventions and legislatures.

Adopt—Accept, agree to, approve.

Adopted, as in bylaws—The original date the bylaws were accepted/agreed to.

Agenda—A series of special orders or general orders—or a mixture of both. An order of business to be followed in a meeting.

Amend—To change a motion or to alter the bylaws.

Amended, as in bylaws—Modified or improved. When the bylaws are changed *in any way*, they are considered to be amended, not revised. (Compare to Adopted and Revised.)

Amendment—A correction or improvement to the bylaws.

Annual Meeting—The last meeting of the Division fiscal year, held in the spring.

Approve—To favor, accept, think favorably of. In fiscal matters, to “approve for payment” is to accept the receipts, invoices, vouchers, etc., as valid and within the scope of the authorized funds. Just because a voucher/invoice is presented for payment does not mean that it should be paid. Is it a valid expense or should it be denied?

Audit—An examination of records or accounts to check their accuracy.

Authorize—To give authority to; to confer power of action, with assurance of support; to commission as an agent. When the governing body of an organization adopts a budget, that budget authorizes the Treasurer to expend funds within the guidelines of that budget. Expenditures outside of or in excess of these guidelines must be authorized by the governing body.

Available Funds—Cash on hand. All negotiable funds belonging to an organization regardless of bank account. This includes, but is not limited to, checking and savings accounts.

Budget—An estimated schedule for expenditure of money in proportion to income. A budget is adopted by the governing body of an organization and lists the estimated income and expenses by category for one fiscal year. Expenditures outside or in excess of that budget must be approved by the governing body or a designated officer.

Budgeted—Funds allocated in a budget document adopted by the organization. All expenditures must fall within at least one category of a budget.

Business—Questions arising for discussion; can be “new” or “unfinished,” but never “old.”

Bylaws—The basic rules of a organization (IAAP, for instance), adopted by the organization chiefly for the government of its members and the regulation of its affairs. (Compare to Standing Rules and Procedures.)

Caucus—When members of a delegation need or wish to meet as a group to decide how they will act with reference to certain matters to come before the assembly, the meeting is called a caucus.

Committee—One or more persons, elected or appointed, to perform a particular function or task.

Incidentals—Miscellaneous travel-related expenses which include, but are not limited to, ground transportation, parking fees, and non-meal tips.

Interim Meeting—Any meeting held between regular meetings.

Majority Vote—More than half of the votes cast.

Meeting—Single official gathering of members in one room or area to transact business.

Nonbudgeted—Items or expenses that do not fall within the categories of an adopted budget.

Overbudget—Items or expenses that are included in the adopted budget, but exceed the guidelines or limits of that budget.

Plurality Vote—Is the largest number of votes to be given to any candidate or proposition when three or more choices are possible.

Program—Series of special orders or general orders—or a mixture of both, with times for speakers, meals, and other non-business matters.

Proviso—A conditional stipulation. Provisos are used in bylaws amendments and can either be written into the amendment or appear as a clause within a motion. As an amendment goes into effect immediately upon its adoption, a proviso can be used to specify another time for the amendment to become effective.

Quorum—The minimum number of members who must be present at meetings of a deliberative assembly for business to be legally transacted.

Ratify—To approve and sanction formally.

Recess—A short intermission within a meeting.

Regular Meeting—The periodic business meeting of a permanent organization held at regular, prescribed times.

Rescind—To make void.

Resolution—A formal statement of a decision or expression of opinion put before or adopted by an assembly.

Revised, as in bylaws—Bylaws are considered to be revised when a *total revision* of the bylaws takes place, i.e., when a complete set of bylaws is substituted for the existing bylaws. (Compare to Adopted and Amended.)

Special (or Ad Hoc) Committee—Committee appointed, as the need arises, to carry out a specified task, at the completion of which—that is, on presentation of its final report to the assembly—it automatically ceases to exist.

Special (or Called) Meeting—A separate session of a society held at a different time from that of any regular meeting, and convened only to consider one or more items of business specified in the call of the meeting.

Standing Committee—Committees constituted to perform a continuing function, and which remain in existence permanently or for life of the assembly that establishes them.

Standing Rules—Defined by IAAP Headquarters as rules having to do with administrative matters in preparing for or conducting meetings. (Compare to Bylaws and Procedures.) Defined in some parliamentary procedure manuals as 1) rules having to do with the day-to-day administration of an organization and which are likely to need changing from time to time, or 2) rules that relate to the details of administration rather than to parliamentary procedure.

Viva Voce—Voice vote; the normal way of voting on any motion that does not require more than a majority vote for its adoption. (Pronounces VIE-vuh VOE-see)