

CHAPTER BY-LAWS

Greater Philadelphia

Date: May 11, 2016

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ARTICLE I: NAME, ORIGIN AND PLACE OF BUSINESS

- A. The name of this chapter is the Greater Philadelphia. The address of the Greater Philadelphia Chapter is 1511 Pilgrim Lane, Quakertown, PA 18951 which is the mailing address of the current chapter Treasurer. The chapter number is Twenty-One (21) and the date of the chapter charter is October 6, 1965.
- B. These chapter by-laws are consistent with the national association by-laws and national association policies (and all revisions there-to), which are incorporated into this document by reference. In the case of any inconsistency between the NCMA by-laws and the chapter bylaws, the NCMA by-laws shall govern.
- C. The fiscal year of the chapter shall be the same as the national association, which is from July 1 through June 30. The fiscal year and program year shall be the same dates.

ARTICLE II: CHAPTER OFFICERS

- A. The elected officers of the Greater Philadelphia Chapter shall be: President, Executive Vice President, Secretary, Treasurer, Vice President – Programs, Vice President – Membership, Vice President – Communications, Vice President – Education, and Vice President – Technology. The elected chapter officers shall be called the “Chapter Executive Council”.
- B. Additionally, the officers shall appoint the following committee chairs: Awards and Community Service. This list may be adjusted according to the chapter's needs and operations.
- C. Elected officers and committee chairs must be current members of NCMA. The duties of the chapter officers and committee chairs are as stated in NCMA’s policy and procedure documents.

1. Chapter President

- a. Presides at all Chapter and Executive Council meetings and promulgates the aims, purposes, mission, objectives, and Code of Ethics of the Chapter and NCMA.
- b. Assigns responsibility to elected and appointed officers to foster the accomplishment of Chapter goals and objectives.

- c. May establish Ad Hoc Committees with the concurrence of a majority of the Chapter Executive Council.
- d. Makes appointments to fill temporary vacancies and committee chairs.
- e. Exercises general supervisory responsibility over the other elected and appointed officers.
- f. Maintains the continuity of Chapter activities and functions by assuring the election of successors to Chapter Officers.
- g. Maintains the Chapter Charter.

2. Chapter Executive Vice President

- a. Acts as alternate authority in the guidance and supervisory functions of the President.
- b. Acts in the absence or incapacity of the President on a temporary or on a permanent basis, if required, for the full unexpired term of the President.
- c. Exercises general supervisory responsibility over the Treasurer, Secretary, and other appointed positions as may be delegated by the President.
- d. Assists the President and acts in the President's behalf as otherwise required in the extension and support of the Chapter's objectives and purposes.

3. Chapter Secretary

- a. Records the minutes and business decisions of the Chapter and assures the availability of the minutes for each regular meeting of the Chapter or Executive Council.
- b. Maintains the Chapter Bylaws and historical data.
- c. Other duties as assigned by the President.

4. Chapter Treasurer

- a. Prepares the Chapter Budget
- b. Collects fees and revenue due the Chapter.
- c. Submits a monthly treasurer's report to the Chapter Executive Council.
- d. Maintains the Chapter bank accounts and draws checks for approved Chapter purposes.
- e. Ensures appropriate additional signatory authority is established to assure continuity of financial operations.
- f. Forwards payments due to the Treasurer of the National Association.
- g. Presents the financial records for an annual audit to the President.
- h. Other duties as assigned by the President.

5. Chapter Vice President – Programs

- a. Exercises general responsibility over the planning of Chapter events, seminars, dinner meetings, and workshops and the selection of the speakers for these events.
- b. Works with the Vice-Presidents of Education and other ad hoc members appointed by the President to identify speakers for meetings, seminars, and workshops with a goal

of having several Chapter events during the business portion, normally September through June of the Program Year.

- c. Responsible for inviting, confirming, and thanking speakers for all events, unless coordinated with and taken care of by the Vice- President of Education.
- d. Other duties as assigned by the President.

6. Chapter Vice President – Membership

- a. Exercises general supervisory responsibility over the Longevity Awards, Membership, and other committees as may be created or deemed appropriate the Executive Council and assigned by the President.
- b. Maintains Chapter roster.
- c. Assists new and prospective members in processing their membership registration forms.
- d. Sends "Welcome" letters to new chapter members.
- e. Sends "Reminder" letters to chapter members whose memberships are expiring.
- f. Other duties as assigned by the President.

7. Chapter Vice President – Communications

- a. Responsible for preparing and coordinating event notices.
- b. Works with Vice President – Technology in posting and disseminating event notices.
- c. Other duties as assigned by the President.

8. Chapter Vice President – Education

- a. Oversees the preparation and coordination of Certification Study Groups.
- b. In coordination with the Vice President – Programs, exercises general responsibility over the planning and presentation of Chapter seminars and symposiums and the selection of their speakers.
- c. Other duties as assigned by the President.

9. Chapter Vice President – Technology

- a. Exercises general supervisory responsibility over the Chapter website and social media sites.
- b. Other duties as assigned by the President.

D. **Order of Succession.** In the absence or incapacity of the President on a temporary basis, or on a permanent basis if required, the Chapter officers will succeed the President in the order below. Permanent succession shall be for the full un-expired term of the President. a.

President-Elect

- b. Executive Vice President
- c. Secretary
- d. Treasurer

E. The Greater Philadelphia Chapter may have a Council of Advisors. The members of the Council of Advisors shall be nominated by the Chapter Executive Council and meetings shall be chaired by the chapter president. The chapter Council of Advisors shall have similar duties and responsibilities as listed in the NCMA policy on the “Executive Advisory Council.” **ARTICLE III: ELECTION OF CHAPTER OFFICERS**

- A. The chair and members of the Nominations and Elections Committee shall be responsible for filling the slate of officer candidates. The committee shall operate within the guidelines of the NCMA policy on “Nominations and Elections Committee” and ensure that chapter elections are completed by May 1 of each program year.
- B. Officer candidates shall be nominated from the general chapter membership and elected by an affirmative vote of the majority of chapter members casting ballots.
- C. Chapter elections may be held at a chapter meeting or may be conducted by mail or electronic ballot. Association members in good standing, whose dues are paid in full and assigned to the Greater Philadelphia Chapter, as of the date of the chapter election are entitled to cast a ballot in chapter elections.
- D. If possible, newly elected chapter officers should be installed at the last meeting of the program year, but not later than the first meeting of the next program year, to ensure proper authority to act on behalf of the chapter and in planning actions for the next program year.
- E. Chapter officers may be removed from office for cause in accordance with the NCMA bylaws.
- F. Vacancies in any elected chapter officer position caused during the program year by resignation, succession or other reasons, shall be filled by a vote of the members of the Chapter Executive Council, and not the membership as described above. The chapter member elected to fill such vacancy shall serve until the completion of the term of the vacated office.

ARTICLE IV: TERM OF OFFICE/EXECUTIVE MEETINGS

- A. The Chapter Executive Council. The Chapter Executive Council shall convene on a regularly scheduled basis, usually once a month, and conduct the business of the chapter.
- B. The term of office for chapter officers shall be for two (2) years. Once elected to a chapter officer position, an officer may be reelected for one (1) additional term for the same officer position. Years of service for the same officer position shall not exceed four (4) consecutive years.
- C. The chapter president shall conduct the executive council meetings and will provide each council member with an agenda for the meeting.
- D. Each member of the executive council is responsible for reporting on the activities in their area of responsibility.

ARTICLE V: CHAPTER MEETINGS

- A. The chapter shall have regularly scheduled membership meetings. The chapter shall meet during the months of September through June of each program year.
- B. The time, day and place of chapter meetings shall be established by the Chapter Executive Council and will be provided to the membership via the chapter website (www.ncmaphilly.org) and other regular methods of chapter communication.

ARTICLE VI: CHAPTER ASSETS

- A. The National Contract Management Association is a 501(c) (6) nonprofit association chartered in accordance with the Internal Revenue Service Code of 1954 and the Articles of Incorporation filed under the Virginia Non-Stock Corporation Act. Therefore, it is imperative that the Greater Philadelphia Chapter, and all of the Greater Philadelphia Chapter officers adhere to the fiduciary responsibility conferred on them in the operation of the chapter. They shall ensure that the chapter assets are utilized in accordance with the NCMA Chapter Guidelines and Article II of the NCMA By-laws.
- B. Each chapter officer shall submit a budget to the chapter treasurer at the beginning of the program year in accordance with guidelines provided by the treasurer. The budget shall consist of intended program year expenditures and estimated income from planned chapter activities for their area of responsibility.
- C. The chapter treasurer shall prepare an overall chapter budget from the officer inputs and shall submit the program year budget to the Chapter Executive Council. The Greater Philadelphia Executive Council shall approve the chapter budget at the beginning of the chapter program year.
- D. The chapter treasurer shall prepare a monthly report of the financial balance sheet and income/expense sheet for review by the Chapter Executive Council. The financial report shall include the event attendance report from the Chapter Secretary, and any other sources of income.
- E. Specific guidance on disbursement of chapter funds will be developed and reviewed at the beginning of each chapter year and address at a minimum the use of checks and debit cards by chapter officers.
- F. An independent audit shall be initiated by the chapter treasurer and approved by the chapter president at the end of each program year. The independent audit shall be performed by an individual outside of chapter leadership; that is, the individual cannot be an officer, committee chair or serve in any other official volunteer capacity. A formal audit report shall be submitted to the NCMA Headquarters within 90 days of the end of the program year.
- G. In the event of charter revocation or chapter dissolution in accordance with NCMA Policy 57, all residual chapter funds and tangible property acquired by the chapter shall be forwarded to

the principal office of NCMA and the chapter shall cease the use and display of the NCMA/chapter logo immediately following revocation.

ARTICLE VII: BY-LAWS AND AMENDMENTS

- A. The chapter by-laws shall be revised when there are major changes to the NCMA by-laws or other sections of the NCMA policy that create an inconsistency between that document and these by-laws, or every five years. Failure to revise the chapter by-laws shall not, however, render these by-laws invalid.
- B. Amendments to the chapter by-laws shall be proposed in writing to the chapter president.
- C. The Chapter Secretary or other chapter designee by the Chapter President shall be instructed to transmit a ballot of the proposed by-laws or revisions to the by-laws to the Chapter's Executive Council. Approval of chapter by-laws and revisions to chapter by-laws shall be subject to an affirmative vote of three-fourths of those members present at a scheduled meeting of the Greater Philadelphia Executive Council.
- D. Upon resolution adopted by the chapter voting members, the NCMA Governance Committee, or the individual/body granted the authority, shall be requested to approve the by-laws or the by-laws as amended, as specified in NCMA's policy.
- E. A copy of the Greater Philadelphia Executive Council Chapter by-laws and amendments shall be kept in a book of record with the chapter secretary and posted to the Chapter's website.

ARTICLE VIII: CONTRACT MANAGEMENT CODE OF ETHICS & CONFLICT OF INTEREST ANNUAL OBLIGATION

- A. The chapter strongly supports integrity and ethics in the government contracting profession. Therefore, the chapter will start each program year off with a reminder to its members of the importance of complying with the Contract Management Code of Ethics and NCMA Policy 5-11 Conflict of Interest (COI), by either pointing members to where they can be found on the NCMA website, or providing copies at the beginning of the program year.
- B. At the beginning of the program year all chapter officers, directors, and committee chairs shall be provided a written copy of the Code of Ethics and Conflict of Interest policy. In accordance with the COI policy, Chapter officers, directors and committee chairs are required to sign and date the COI policy indicating they have read and understand the policy and agree to comply with it. These signed copies will be retained by the chapter secretary along with the chapter bylaws in accordance with NCMA's records retention policy.