

**Bylaws**  
**Kalamazoo Parliamentary Law Unit**

**Article I – Name**

The name of this organization shall be the Kalamazoo Parliamentary Law Unit, hereinafter referred to as KPLU. KPLU is a chartered unit of the NATIONAL ASSOCIATION OF PARLIAMENTARIANS®, hereinafter referred to as NAP, and affiliated with the Michigan State Association of Parliamentarians, hereinafter referred to as MSAP.

**Article II – Object**

The object of KPLU shall be exclusively for the educational purposes of studying, teaching, and promoting parliamentary procedure and the programs of NAP, a 501(c)(3) organization, on a local level and cooperate closely with MSAP.

**Article III – Membership**

**Section 1. Qualifications.** Any person shall be eligible for membership who is interested in the object of KPLU.

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

- A. **Primary:** Primary members shall be those who pay dues to KPLU and hold membership in NAP and MSAP. They are counted in the unit as of March 1 of the convention year for the purpose of determining the number of delegates to which the unit is entitled at NAP conventions.
- B. **Affiliate:** Affiliate members shall be those holding primary membership in another unit of NAP. They are not counted for the purpose of determining the number of delegates to which the unit is entitled at NAP conventions.
- C. **Provisional:** Provisional members shall be KPLU members who are preparing for NAP membership. Provisional members are not NAP or MSAP members and are not counted for the purpose of determining the number of delegates to which the unit is entitled at NAP conventions.
- D. *[Life: Life members shall be those members who have been active contributors to KPLU for a minimum of fifteen years and who, upon a 2/3 vote, have been designated life members of KPLU. Their names shall be included in the yearly roster. They shall have none of the obligations of members, but if previously a primary member, shall retain all the rights and privileges of that category of membership. Only life members who are primary members are counted in the unit as of March 1 of the convention year for the purpose of determining the number of delegates to which the unit is entitled at NAP conventions.]*

*Proviso:* Current Life member retains Life member status. *[Bracketed language was struck in November 2015 and is provided for reference only.]*

**Section 3. Good Standing.** A member in good standing is one whose current KPLU dues are paid and who complies with the provisions of the KPLU Bylaws and Standing Rules.

**Section 4. Resignation, Reinstatement, Forfeiture.**

- A. **Resignation.** A member in good standing may resign in writing before March 1 of the year in which the resignation is to become effective.
- B. **Reinstatement.** A member who has resigned may be reinstated by paying the current dues.
- C. **Forfeiture.** A member who forfeits membership for nonpayment of dues may be reinstated by paying the current dues

**Section 5. Membership Year and Dues.**

- A. **Membership Year.** The membership year shall be from January 1 through December 31.
- B. **Dues.**
  - 1. The annual unit dues shall be as established by KPLU and shall be payable in January. Dues shall be delinquent on February 1. If dues are not received by March 1, membership shall be forfeited.
  - 2. Dues of individuals admitted to KPLU between August 1 and December 31 shall extend through the next calendar year.
- C. **Fiscal Year.** The fiscal year of the unit is December 1 through November 30.

**Section 6. Voting.** Voting privileges on local questions shall be extended to all primary, affiliate, and provisional members. Voting privileges on MSAP and NAP questions shall be limited to primary members. The chair shall determine which questions qualify as local versus MSAP and NAP issues.

**Article IV – Officers**

**Section 1. Officers.** The officers of KPLU shall be a president, vice-president, secretary, and treasurer.

**Section 2. Qualifications**

- A. The president and vice-president shall be primary members in good standing at the time of election.
- B. All officers shall have been a member of KPLU for at least one full year prior to election.

**Section 3. Term of Office.**

- A. Officers shall be elected at the Annual Meeting by a majority vote.
- B. All officers shall serve for a term of one year or until their successors are elected.
- C. Terms will start at the conclusion of the meeting at which they are elected.
- D. No person shall be eligible to serve more than two consecutive terms in the same office.

- E. All officers shall prepare and deliver notebooks to their successors at the close of the annual meeting.

**Section 4. Duties of Officers.** Officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the organization.

A. The president shall:

- 1. preside at all meetings;
- 2. appoint the chairpersons of all standing and special committees, with the exception of the nominating committee;
- 3. appoint members of the committees in consultation with the chairpersons;
- 4. serve or delegate a member to serve as unit representative to the MSAP Board of Directors;
- 5. serve as a unit delegate to the NAP convention; and,
- 6. perform other such duties applicable to the office.

B. The vice-president shall:

- 1. in the absence of the president, preside in their stead;
- 2. serve as a unit delegate to the NAP convention if the president is unable to attend; and,
- 3. perform such additional duties as may be delegated by the president and other such duties applicable to the office.

C. The secretary shall:

- 1. provide the president with the minutes of the previous meeting not later than ten days after said meeting;
- 2. conduct all correspondence of KPLU;
- 3. notify NAP Headquarters, the district director, and the MSAP president of officer changes, as needed; and,
- 4. perform such additional duties as may be delegated by the president and other such duties applicable to the office.

D. The treasurer shall:

- 1. have charge of all funds;
- 2. pay all approved bills;
- 3. present a financial statement at each regular KPLU meeting;
- 4. collect unit membership dues, and inform delinquent members in February;
- 5. present the books and annual report to the financial review committee at the end of the fiscal year; and,
- 6. perform such additional duties as may be delegated by the president and other such duties applicable to the office.

**Section 5. Parliamentarian.** The president shall appoint a parliamentarian to give opinions on parliamentary procedure, advise the bylaws committee, and attend all regular and executive committee meetings.

**Section 6. Nomination and Election of Officers.**

A. **Nominating Committee.** The nominating committee shall be elected by the membership at the annual meeting.

- 1. The nominating committee shall consist of two members elected by ballot for two-year terms, staggered so that only one term shall begin each year. A plurality shall elect. If there is only one nominee, the election may be held by voice vote.

2. The committee chairperson shall be the member serving the second year of their term.
  3. The committee shall nominate one candidate for each office to be filled and at least one candidate for the nominating committee. It shall report the nominees to the membership prior to the annual meeting.
  4. Vacancies on the nominating committee shall be filled by election via a ballot vote held at the next regular meeting. If there is only one nominee, the election may be held by voice vote.
- B. **Elections.** Elections shall be held at the annual meeting. If there is only one candidate for any office, the vote for that office may be taken by voice vote.
- C. **Consent of Nominees.** No name may be placed in nomination without the verbal or written consent of the nominee.

#### **Section 7. Vacancies.**

- A. A vacancy in the office of president shall be filled by the vice-president until their successor is elected.
- B. A vacancy in any other office shall be filled by the nominating committee subject to the approval of the membership.

### **Article V – Meetings**

**Section 1. Regular Meetings.** The regular meetings of KPLU shall be held in February, May, September, and November. Dates and times may be changed by the Executive Committee so long as there is at least ten days' notice given to the membership. Notice may be given by electronic communication or by telephone.

**Section 2. Annual Meeting.** The regular meeting in November shall be known as the annual meeting for the purpose of election of officers, receiving reports of officers and committees, and for any other business that shall properly come before the meeting.

**Section 3. Special Meetings.** Special meetings may be called by the president or at the request of any three members. Notice shall be sent to the members at least ten days prior to the date of the meeting. Notice may be given by electronic communication or by telephone and shall include the specific items of business to be considered at the meeting.

**Section 4. Quorum.** The quorum for local questions shall be five primary, affiliate, or provisional members. The quorum for NAP and MSAP questions shall be three primary or affiliate members. The chair shall determine which questions qualify as local versus MSAP and NAP issues. A lack of quorum shall not prevent proceeding with the educational program planned for the meeting.

## Article VI – Executive Committee

**Section 1. Composition.** The executive committee shall consist of the president, vice-president, secretary, treasurer, and immediate past president.

**Section 2. Meetings.** The committee shall hold meetings at the call of the president or at the request of any two members of the executive committee.

**Section 3. Responsibilities.** The committee shall have general supervision of the affairs of KPLU between business meetings, fix the time and place of meetings, make recommendations to KPLU, and perform other such duties as are specified in these bylaws or delegated to it by the membership.

## Article VII – Committees

### Section 1. Bylaws Committee.

- A. The bylaws committee shall be composed of at least two members.
- B. This committee shall have the duty of reviewing the bylaws annually and making recommendations for their amendment or revision as necessary.
- C. The committee shall also be responsible for sending a copy of updated KPLU bylaws to both the NAP Bylaws Committee and MSAP Bylaws and Standing Rules Committee annually, or if the bylaws have not changed, to inform NAP and MSAP of their unchanged status.

### Section 2. Communications Committee.

- A. The communications committee shall be composed of at least two members.
- B. This committee shall be responsible for KPLU public relations and marketing and for staying current on ways to acquaint the public with the functions, services, and educational programs of KPLU.

### Section 3. Education Committee.

- A. The education committee shall be composed of at least two members.
- B. This committee shall have the duty of planning educational programs for all regular meetings, promoting Registered Parliamentarian<sup>®</sup> and Professional Registered Parliamentarian<sup>®</sup> credentials for all unit members, and planning workshops to educate community members on parliamentary procedure.
- C. This committee shall also be responsible for maintaining and circulating all reference materials belonging to KPLU among the membership.

### Section 4. Financial Review Committee.

- A. The financial review committee shall be composed of at least two members.
- B. This committee shall have the duty to conduct a financial review of the unit at the end of the fiscal year and present its report at the next regular meeting.
- C. This committee may make a recommendation to the members to hire an external auditor if the need arises.

**Section 5. Membership Committee.**

- A. The membership committee shall be composed of at least two members.
- B. This committee shall have the duty of recruiting persons interested in the object of KPLU and encouraging provisional members to seek membership in NAP and MSAP,
- C. This committee shall be responsible for assembling and distributing the KPLU yearbook to the membership.

**Section 6. Special Committees.** There shall be such other special committees as are deemed necessary by KPLU or the executive committee.

**Section 7. Ex officio.** The president and vice-president shall be ex officio members without vote of all committees except the financial review and nominating committees.

**Article VIII – Delegates**

**Section 1. NAP Delegates.**

- A. Delegate representation is based on the primary membership of the unit as of March 1 of the convention year as follows:
  - 1. The president, or the vice-president if the president is unable to attend, as a delegate for the first five primary members of the unit; and,
  - 2. One additional delegate for each additional five primary members or major fraction thereof, elected by the unit.
- B. Any NAP member is eligible to serve as a delegate or alternate to which this unit is entitled.
- C. Vacancies in delegate or alternate positions may be filled by the president or the president’s designee.

**Section 2. NAP District Meetings.** All primary members of KPLU are considered to be delegates to district meetings.

**Section 3. MSAP Meetings.** All primary members of KPLU are considered to be delegates to MSAP meetings.

**Section 4. Provisional Members.** Provisional members may not serve as delegates or alternates to any NAP, District, or MSAP meetings. They shall be encouraged to attend all such meetings as observers.

**Article IX – Electronic Meetings**

**Section 1. Meetings.** KPLU, its executive committee, standing committees, and special committees are authorized to meet by telephone conference or electronic communications media so long as all the participants may simultaneously hear each other and participate in the meeting.

**Section 2. Communication.** Unless members indicate otherwise to the KPLU secretary, all communication required, including meeting notices, may be sent electronically.

## **Article X – Dissolution**

Upon the dissolution of this organization and after payment of all liabilities, assets shall be distributed for one or more exempt purposes with the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

In the event of dissolution of the unit, the assets shall be liquidated and distributed to MSAP or its lawful successor in accordance with governmental regulations. No funds shall inure to the benefit of individual members. The unit Charter shall be returned to NAP headquarters.

## **Article XI – Parliamentary Authority**

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern KPLU in all cases to which they are applicable and in which they are not inconsistent with these bylaws, the bylaws of NAP or MSAP, and any special rules of order KPLU may adopt.

## **Article XII – Amendment**

**Section 1. Amendment.** These bylaws may be amended at any regular meeting by a two-thirds vote of the members present and voting, provided that the amendment was mailed or transmitted electronically to each member at least fifteen days prior to the meeting.

**Section 2. Revision.** These bylaws may be revised only upon authorization of KPLU. The bylaws committee shall prepare and present an authorized revision. The proposed revision shall be sent to the members at least fifteen days prior to the meeting at which a vote on the revision will be taken.

**Section 3. Changes Necessitated by NAP or MSAP.** Any amendment to these bylaws necessitated by amendments to NAP or MSAP bylaws or standing rules shall be effected by the executive committee and reported to the membership at the next regular meeting following the adoption of such amendments by NAP or MSAP.

Revised 11/6/2021

Amended 11/17/2022