

NATIONAL PROPERTY MANAGEMENT ASSOCIATION

WESTERN REGION

BAY AREA CHAPTER

Located in the San Francisco Bay Area

(revised: January 9, 2008)

ARTICLE I - NAME AND LOCATION

- SECTION 1 The name of this chapter of the National Property Management Association (NPMA) is Bay Area.
- SECTION 2 The principal location of this Chapter of conducting business is the geographical area of the San Francisco Peninsula and the South Bay.
- SECTION 3 This chapter shall be associated with the Western Region of NPMA as stated by the National Office.

ARTICLE II - AFFILIATION

- SECTION 1 This Chapter shall be a member of the National Property Management Association and shall be entitled to representation therein as provided in the NPMA National Constitution and Bylaws.
- SECTION 2 This Chapter shall take no action nor formulate any policy in conflict with the purpose of Bylaws of the National Property Management Association (NPMA).
- SECTION 3 These bylaws shall be deemed automatically modified and amended to be in conformance with the National and Western Region Constitution and Bylaws as they now exist or thereafter may be legally changed or amended.

ARTICLE III - CHAPTER PURPOSE

- SECTION 1 To form a nonprofit association for the purpose of providing education, programs, material, and opportunities which will enable members of the Chapter to learn and apply the principles and techniques of effective property management and to broaden their knowledge in the field through effective interchange of ideas and methodology of the National Property Management Association.
- SECTION 2 To promote, enhance, encourage and unite the property management profession.
- SECTION 3 To maintain and improve sound business practices and promote high standards of professional conduct within the membership through encouragement of high personal conduct and moral integrity in accordance with the NPMA Code of Ethics.
- SECTION 4 To further the knowledge of industrial, commercial, institutional, and Government property management of all types, including personal and real property.
- SECTION 5 To encourage the understanding of the viewpoints, problems and ideas among personnel of the Government, industry, institutions and general public.
- SECTION 6 To provide a forum for the exchange of ideas between the Government, industry and institutional personnel that is conducive to the establishment of a more effective working relationship.
- SECTION 7 To further the knowledge of and promote an appropriate utilization of both a physical and fiscal system for improved property management.

ARTICLE IV - MEMBERSHIP

- SECTION 1 Membership in this Chapter shall be open to any person of good moral character at least eighteen years of age, and expresses an interest in the field of professional property management.
- SECTION 2 Any eligible person may petition the Chapter for membership by submitting a complete NPMA membership form accompanied by proper dues to a chapter officer or to the National Office.
- SECTION 3 Any member in good standing may sponsor an applicant for membership in the Chapter by presenting a completed NPMA membership form accompanied by proper dues as stated in Section 2 above.
- SECTION 4 Each new member shall be presented with a copy of the chapter bylaws, a membership card, and other appropriate NPMA material.
- SECTION 5 All tendered dues shall be promptly returned to the applicant in the event the applicant is not accepted for membership in the Chapter.
- SECTION 6 Membership in this Chapter after charter is not limited to the number of members.
- SECTION 7 A member in good standing is one who has been accepted for membership and whose payment of all dues is current.
- SECTION 8 Any applicant transferring from another NPMA chapter may become a member of this Chapter by presentation of the membership card from the previous chapter as evidence of membership in good standing, without payment of additional dues for the remainder of the year.
- SECTION 9 A chapter member may be expelled from the Chapter for misconduct or conflict of interest. The process for such action will include a hearing with the Executive Board at which time all the facts will be fully discussed. The matter of expulsion must be approved by a two-thirds majority of the Executive Board, notwithstanding the definition of a quorum in the Article XI, before presentation of the general membership. The member in question and the chapter membership must be given thirty (30) days notice of the proposed expulsion prior to the chapter meeting in which the expulsion is to be considered. Expulsion of a member will be effective after a two-thirds majority vote, by secret ballot, of a quorum of the Chapter, as defined in Article VI, Section 1.

ARTICLE V - DUES

- SECTION 1 Chapter dues are assessed on a yearly basis and payable in the amount billed by the National Office. Chapter and NPMA dues for new members are payable in advance and must accompany a membership application filed with the Chapter Vice President (Membership Chairman) or directly to the National Office.
- SECTION 2 Dues to the Chapter and the Association shall be renewed annually in advance, are due on the anniversary of joining NPMA, and shall become delinquent 30 days thereafter, except for members in good standing on or prior to September 30, 1987. Their dues shall be payable on January 1, 1988, and annually thereafter on January 1, 1988, and annually thereafter on January 1.
- SECTION 3 Annual dues for qualified retired members shall be as established by the National Office. A qualified retired member is one who has been a member in good standing of the NPMA for at least three years.
- SECTION 4 Any member not paying dues as required by their anniversary date shall not be in good standing and shall remain so as long as the members dues remain unpaid.

ARTICLE VI - MEETING

- SECTION 1 Chapter meetings are normally held once each month at the time and place designated by the Chapter. At a minimum, 10 chapter business meetings will be held annually at the time and place designated by the chapter.
- SECTION 2 Special meetings may be called by the President through written notification to the membership, by a written petition of two-thirds of the active membership in good standing, or by a vote, by secret ballot, at any regular Chapter meeting as defined by quorum.
- SECTION 3 The Chapter Executive Board shall meet monthly at the time and place designated by the chapter president.
- SECTION 4 In the event of an absence of the Chapter President and Vice President(s) from any scheduled meeting, the Past President, in order of succession, must assume the Presidents chair during that meeting.

ARTICLE VII - ELECTIONS

- SECTION 1 The officers of this Chapter shall be President, Vice President Membership, Vice President Communications, Secretary, Treasurer, Sergeant at Arms, and two National Delegates. The President may elect to serve or shall designate an alternate to serve in the absence of one of the National Delegates, when an alternate is needed in the absence of an elected National Delegate, the elected National Delegate must sign the proxy. All officers and the Past President shall constitute the Executive Board of this Chapter having general administrative powers. Any chapter officer may be elected as a National Delegate but shall have only a single vote in the conduct of chapter affairs and business.
- SECTION 2 Nomination for chapter officers shall be made by the Nominating Committee, appointed by the President, which consists of at least three active voting members not holding an elected office. The committee shall present the slate of eligible members who have consented to serve, if elected, to the membership at the meeting immediately preceding the meeting at which the elections are to be held. The committee shall ensure, if possible, that there are at least two nominees for each office. Additional nominations may be made from the floor by any chapter voting member. All elections shall be decided by plurality vote by secret ballot.
- SECTION 3 Election of officers shall be held during the month of November and the newly elected officers shall take office January 1. **Officers will serve 24 month terms of office. The elections of Chapter President, Vice President of Membership, Secretary and Delegate #1 will take place in odd years, and the elections of Vice President of Communications, Treasurer, Sergeant at Arms and Delegate #2 will take place in even years.**
- SECTION 4 The Chapter shall replace any Executive Board member upon notice of their demise, upon receipt of written resignation, or upon removal for just cause. The President shall make a temporary appointment of a consenting member in good standing and arrange for an election by the general membership.
- SECTION 5 A chapter member shall be permitted to hold the same elected office for open terms.
- SECTION 6 The Chapter is entitled to representation at all NPMA functions and affairs as provided in the NPMA Constitution, Bylaw, or other authorization. In event the elected National Delegate (or Delegates) can not represent the Chapter an alternate or Alternates, chosen by the President in descending order, President, Vice President, Secretary, Treasurer, Sergeant at Arms, or any member in good standing, will be designated by proxy. The proxy (or proxies) must be signed by the elected National Delegate(s) and presented to the meeting administrator at the time of roll call.
- SECTION 7 The Past President shall serve as a chapter board member as "Past President", also as many times as the current President is reelected. If for any reason the current Past President can not serve as an active board

member, the current President may select any of the previous Past Presidents to serve as an active board member as long as the Past President is in good standing as described in Article IV - Membership.

ARTICLE VIII - OFFICER

- SECTION 1 The “President” shall be the executive head of the Chapter and, when present, shall preside at all meetings of the Chapter and the Chapter’s Executive Board. The President shall be an exofficio member of all chapter committees except the Nominating Committee. The President shall exercise general supervision of the Chapter and shall see to the enforcement of the Bylaws. He/She shall keep the Chapter Executive Board fully informed and shall consult the Board frequently concerning the conducting of chapter business and affairs. The President shall make, on behalf of the Board, an annual report to the Chapter members.
- SECTION 2 The “Vice President Membership” shall assume the duties of the President in the absence of the President and shall provide assistance as required. The Vice President Membership shall manage chapter sponsored training and educational programs such as chapter seminars, workshops and monthly chapter meeting programs. The Vice President Membership shall be the Chairperson of the Membership Committee and shall initiate programs to encourage recruitment and retention of members and will also be the Chairperson of the Education and Programs Committee.
- SECTION 3 The "Vice President Communications" shall assume the duties of the President in the absence of the President and Vice President of Membership and shall provide assistance as required. The Vice President of Communications will be the Chairperson of the Communication Committee and will be responsible for all communications including the Chapter web site and newsletter and will be responsible for chapter history.
- SECTION 4 The “Secretary” shall keep minutes for all meetings of the Chapter and maintain the official minutes and supporting documentation thereto to be made part of the Chapter’s historical records. In the event of the temporary disability or absence of the Secretary, the President shall designate a member to perform the official duties of the Secretary.
- SECTION 5 The “Treasurer” shall maintain a record of all income and expenditures and shall establish and maintain a bank account in the name of the Chapter that at a minimum requires two signatures. The Treasurer shall prepare financial statements, budgets, and make reports to the membership and to the Executive Board as directed.
- SECTION 6 The “Sergeant at Arms” acts as the Parliamentarian and is responsible for maintaining order at the meetings. The Sergeant at Arms is the Chairperson of the Bylaws Committee.
- SECTION 7 The Bay Area Chapter National Delegates are elected by plurality vote of the membership. The Delegates are responsible to the membership to carry their ideas and votes on issues to othe Regional and National Board Meetings. The Delegates shall prepare a verbal and written report of Regional and National board meetings for the membership. They are to communicate information from the Regional and National Board Meeting to the Chapter President, Chapter’s Executive Board, and the membership. In the event the National Delegates’ company or organization does not sponsor them, the chapter shall absorb some of the expenses for travel as determined by the annual budget line item. The Chapter may absorb some of the expenses for travel not to exceed \$600 per trip, and not to exceed two (2) trips per calendar year per Delegate.
- SECTION 8 The order of precedence to assume the duties of the President in the absence of the President is the Vice President Membership, Vice President Communications, Secretary, Treasurer, Sergeant at Arms and National Delegates. The first National Delegate to volunteer to accept these duties will be the next officer in succession. If all else fails the most recent Past President, a member in good standing, shall conduct the meeting.

ARTICLE IX - COMMITTEES

- SECTION 1 The standing committees of this Chapter may be Membership, Communications, Bylaws and Constitution, Education and Programs, Finance and Nominating.
- SECTION 2 The Chairperson of each standing committee shall be appointed by the President except for Membership, Communications and Bylaws and Constitution which are designated to an officer (see Article VIII). The President may also appoint any special committees deemed necessary.
- SECTION 3 The duties of the Standing committees are:
- (a) **MEMBERSHIP COMMITTEE:** Solicits new members. Prepares publications and literature pertaining to increasing chapter membership and coordinating a membership retention program as well as membership participation in Chapter activities.
 - (b) **BYLAWS AND CONSTITUTION COMMITTEE:** Maintains the Chapter Constitution and Bylaws in agreement with the parliamentary decisions of the Chapter and with the NPMA Constitution and Bylaws. The chairperson "Sergeant At Arms" will serve as the Chapter Parliamentarian providing parliamentary advice and counsel as required.
 - (c) **COMMUNICATIONS COMMITTEE:** Develops and coordinates communications within the Chapter including the Chapter's web site and newsletter. The committee will assist the Vice President of Communications in fulfilling the duties of the Chapter Historian. In addition, the Communications Committee will assist, as required, the Membership Committee in developing of information pertaining to the recruiting and retaining of members.
 - (d) **EDUCATION and PROGRAMS COMMITTEE:** Develops and coordinates activities designed to bring about a better understanding of property management. Prepares workshops and training materials for the membership and makes reservations/arrangements for meeting places for dinners, parties and other programmed activities. Arranges for guest speakers/entertainment at meetings. Plans topic materials for chapter discussions and also develops and coordinates research activities regarding new developments and procedural changes pertaining to property management.
 - (e) **FINANCE COMMITTEE:** Examines and verifies the financial records of the Chapter pertaining to receipts and disbursements of chapter funds annually or as directed by the President when the Treasurer's office is to be transferred. Performs and audit during the month of December and presents the results to the membership for acceptance at the January meeting. Submits reports to the Chapter President and, in conjunction with the Treasurer, publishes a chapter financial statement, which is submitted to the National Office for tax purposes. It must be submitted prior to January 31 annually.
 - (f) **NOMINATING COMMITTEE:** Presents to the membership at the October meeting a slate of at least two candidates for each chapter office including National Delegates. The Chairperson prepares the ballot and supervises the election of new officers. Presents the list of newly elected officers to the President at the close of the meeting.

ARTICLE X - EXPENDITURES

- SECTION 1 All checks issued by the Treasurer for payment of any obligation incurred by the Chapter shall be cosigned by the Treasurer and either the President or the Vice President.
- SECTION 2 All expenditures exceeding \$250.00 and not included in the chapter budget shall require approval of the membership as referenced in Article XI – QUORUM, SECTION 1.
- SECTION 3 When the Treasurer's Office is to be transferred, the Finance Committee will review the records of receipts and disbursements as well as funds due or owing with the incoming and outgoing Treasurer. A formal transfer of accountability is made and the results are recorded in the Secretary's minutes.

ARTICLE XI - QUORUM

- SECTION 1 A majority of the active membership plus one present at a general meeting shall constitute a quorum of this Chapter for the transaction of any and all chapter business requiring a vote of approval. Written proxies by members in good standing are acceptable.
- SECTION 2 An active member is defined as a member who is in good standing as defined in Article IV - Membership.

ARTICLE XII - RULES OF ORDER

- SECTION 1 Chapter meetings will be conducted in accordance with the latest edition of Robert's Rules of Order, Newly Revised. These rules shall be interpreted by the chairperson of the Bylaws Committee as necessary and required insofar as they do not conflict with either the Chapter Bylaws or Constitution.

ARTICLE XIII - AMENDMENTS

- SECTION 1 All resolution(s) to amend this Chapter's Bylaws must be submitted in writing by a chapter member in good standing to the Bylaws Chairperson. All proposed amendments must be submitted to the membership at least 30 days prior to voting on the subject matter. All bylaw amendments will become effective immediately, if approved by a two-thirds vote of the members present at the business meeting which addresses the proposed change(s) . However, it shall be subject to ratification by the National Vice President for Parliamentary Procedures for review and ratification immediately following passage by the Chapter to insure that there is no conflict with National Bylaws.