

AMERICAN PROSPECT RESEARCH ASSOCIATION
BY-LAWS

Approved - February 1988

ARTICLE I - NAME OF ORGANIZATION

The name of the organization shall be the American Prospect Research Association which shall operate as a private non-profit association.

ARTICLE II - PURPOSE AND METHOD

The American Prospect Research Association is a national organization for people interested in the field of prospect research. The goals of this organization are to facilitate education about research, to act as a central source of information about prospect research, to encourage professional development among its members, and to advance cooperative relationships.

ARTICLE III - MEMBERSHIP

Section A. Requirements

The American Prospect Research Association's membership will be open to individuals who seek to foster a positive association with the community and whose terms of affiliation shall not be contrary to the goal of the (APRA) association, yet shall uphold the responsibilities and integrity of the American Prospect Research Association without conflict of interest.

Section B. Membership Types

1. Individual - a member in good standing entitled to full rights and benefits of APRA, eligible to hold office in the national organization, may become a member of a local chapter
2. Local Chapter - a member in good standing entitled to full rights and benefits of APRA, eligible to hold office in the national and/or the local organization

Section C. Good Standing

A member in good standing is one whose dues are paid and who has agreed to uphold the goals and the bylaws of the American Prospect Research Association. A membership year shall begin on January 1st and end on December 31st of the same year.

ARTICLE IV - DISSOLUTION OF INCORPORATION

At such time as the board of directors shall see fit, by a majority vote of the board, to dissolve the American Prospect Research Association due to lack of membership, diminished interest or other reasons, any and all funds remaining in the treasury after payment of

debts shall be given to another similar nonprofit organization. The recipient of these funds shall be chosen at the discretion of the members of the board of directors.

ARTICLE V - BOARD OF DIRECTORS

Section A. Composition

The American Prospect Research Association shall be governed by an elected Board of Directors comprised of eight (8) members representing four (4) geographic regions (I, II, III, IV) and four (4) organizational types (education, health, arts, social service/other).

Section B. Term of Office

Each director shall be elected through a process of nomination and, under the authority of the bylaws of this association, serve at least one (1) but not more than three (3) consecutive terms, a usual term being two (2) years.

Directors elected to represent organizational type shall be elected in odd numbered years. Directors elected to represent geographic regions shall be elected in even numbered years.

A director may be re-elected only so long as she/he remains in good standing and is deemed by a majority of the board to be eligible for continued membership.

The term of office shall conform to the fiscal year ending December 31st.

Each elected board member, except the President, shall have an equal vote of not more than one (1) and shall forfeit her/his vote during absence at a regular board meeting. The President shall cast the deciding vote in case of a tie.

Section C. Vacancies

A vacancy on the board shall occur when and if a director becomes disqualified, deceased, is unable to perform her/his duties and/or board responsibilities, resigns, or whenever the board shall elect to increase its membership. A vacancy shall be filled by appointment of the President with the approval of the board. A vacancy in the office of President shall be filled by the Vice President. A vacancy in the office of Vice President shall be filled by appointment by the President with approval of the board of directors. A vacancy shall be filled for the balance of the respective unexpired term of office. Any person filling a vacancy on the board shall be eligible for nomination for the office for 2 consecutive terms thereafter.

Section D. Structure of the Board

The board shall be comprised of four (4) officers and four (4) directors. The board shall be responsible for electing its own officers to fulfill the following positions:

1. President - chairs all meetings; acts as a spokesperson of the membership at large; sets the agenda for the board meetings; is responsible for the enforcement of the bylaws; appoints, if necessary, members of committees or authorizes other board members to make these appointments; serves as an ex-officio member of all standing committees except the nominating committee; keeps the board of directors fully informed of the activities of the association; delivers to her/his successor in office all pertinent materials for which she/he is responsible.
2. Vice President - assumes all duties of the President during the President's absence; assists the President; serves as an ex-officio member of the nominating committee; coordinates the activities of all special committees; performs other duties as may be assigned by the President and/or the board of directors; delivers to her/his successor in office all pertinent materials for which she/he is responsible.
3. Secretary - keeps a record of all meetings of the board of directors; distributes to members of the board copies of these records of proceedings; prepares and maintains correspondence as directed by the President and/or the board of directors; assists in record keeping and reports as they pertain to the national conference unless another party is appointed by the President; performs other duties as may be assigned by the President and/or board of directors; delivers to her/his successor in office all pertinent materials for which she/he is responsible.
4. Treasurer - is the custodian of all of the funds of the association; receives all membership dues and other payments; disburses funds at the direction of the President and/or the board of directors; provides budgets and financial statements at the close of the fiscal year and at such other times as the board of directors may require; assists with the financial planning for the national conference; performs other duties as may be assigned by the President and/or board of directors; delivers to her/his successor in office all pertinent materials for which she/he is responsible.
5. Membership Director - consults with the board of directors in formulating chapter membership policies; maintains an up to date roster of members of the association; organizes and directs the publishing of a national directory; coordinates receipt of membership dues with the Treasurer; distributes start-up packets to newly forming local chapters; responds to inquiries by prospective members; orders and distributes name tags; sends out membership confirmation to new members; delivers to her/his successor in office all pertinent materials for which she/he is responsible.

6. Publicity Director - is responsible for planning, editing and printing the association newsletter; chairs the Newsletter committee; maintains contact with local chapters to seek their news; coordinates distribution of news releases or advertisements relating to national or local activities; delivers to her/his successor in office all pertinent materials for which she/he is responsible.
7. Conference Director - chairs the Conference committee; directs the planning for the national conference; is an ex-officio member of all conference committees; assists in securing a speaker and a site for the conference; serves as a resource for local chapter meetings and regional meetings; delivers to her/his successor in office all pertinent materials for which she/he is responsible.
8. Professional Development Director - maintains records of research positions available and resumes of those members who wish to be considered for new positions; assists with career development; performs other duties as may be assigned by the President and/or the board of directors; delivers to her/his successor in office all pertinent materials for which she/he is responsible.

Section E. Meetings

1. The board of directors for the American Prospect Research Association shall meet at least two (2) times a year during the fiscal year ending December 31st. One of these meetings will be held in conjunction with the national conference and the other will be held as such time and place as may be deemed appropriate by a majority vote of the board.
2. Any director who is absent from two (2) consecutive meetings without reasonable or sufficient cause may, upon consideration of the board, be removed from office.
3. Not less than one-half (1/2) of the elected directors shall be required in attendance to constitute a quorum, with not less than a majority of those present voting in order that an issue be approved and/or ratified.
4. Agendas shall be distributed at least one week prior to the board meetings.
5. Minutes of board meetings shall be available on the request of a member in good standing.

Section F. Powers and Authority

The board of directors shall have the ultimate authority to make and execute all rules, policies, and/or decisions necessary in order to conduct the affairs of the American Prospect Research Association in an efficient manner.

ARTICLE VI - FINANCES

Section A. Fiscal Year

The fiscal year of the association shall begin January 1st and end December 31st of the same year.

Section B. Dues

1. Membership dues and fees shall be set at the discretion of the board of directors and shall be payable between July 1st and August 31st of each year.
2. The dues structure must provide for development of new chapters, production of the newsletter and the national directory, directors' travel expenses to the board meeting which is held at a time other than the national conference, and the cost of other publications and expenses at the discretion of the board.
3. A portion of the dues of local chapter members shall be returned to the treasurer of the local chapter.
4. Dues shall not be prorated.

Section C. Delinquency and Reinstatement

1. Members whose dues have not reached the American Prospect Research Association by September 1st shall be considered delinquent, and automatically dropped from membership.
2. A delinquent or former member may apply for reinstatement following the criteria as provided for new members in Article III, Section A.
3. Any member who resigns or is terminated for any reason shall not be entitled to a refund of dues paid.

ARTICLE VII - NOMINATIONS AND ELECTIONS

Section A. Composition of the Nominating Committee

The President shall appoint a chairperson of the Nominating Committee. This chairperson shall select a committee of not less than three (3) members in good standing to comprise the Nominating Committee.

Section B. Nominating Procedures

1. Nominations are accepted from the general membership through the vehicle of the newsletter.
2. The Nominating Committee shall prepare from these nominations a slate of at least one (1) and not more than four (4) nominees for each board position to be filled and shall present such slate to the board of directors prior to May 1st of each year.

Section C. Election Procedures

1. Voting shall be by members in good standing.
2. Voting shall take place at the national conference and shall be by ballot
3. Absentee ballot voting shall be available to those members in good standing who cannot attend the national conference.
4. The Nominating Committee shall serve as the organizing and directing agent for the elections.

5. All ballots (both absentee and regular) must be received by the Nominating Committee by the end of the specified voting period.
6. Any nominee who receives a plurality of votes on the ballots received shall be declared elected. The chairperson of the Nominating Committee shall report the results to the President, who shall announce the results to the membership at the conference and through the newsletter.

ARTICLE VIII - LOCAL CHAPTERS

Section A. Name, Size, Composition and Officers

1. The name of the local chapter shall consist of the words "American Prospect Research Association - " followed by the name of the local area served; for example, American Prospect Research Association - Minnesota.
2. A local chapter shall have a minimum of three (3) members with no limit on the maximum number of members.
3. All members of the local chapter must be members in good standing of the American Prospect Research Association.
4. There must be at least one member in each local chapter who will be responsible for membership and organization, treasury and records and for sending newsletter information to the APRA.

Section B. Meetings

1. The APRA will provide the initial mailing to announce the formation of a new local chapter. The organizing member shall send to the APRA the names and addresses of candidates for membership in the local chapter along with the time and place of the start-up meeting.
2. Each chapter shall hold a minimum of two (2) meetings per year.
3. Meetings will support the stated purpose of the American Prospect Research Association.

Section C. Treasury

After its initial meeting the local chapter shall provide to the APRA a membership roster, the name of the person who will be responsible for the treasury, and an approved name for the new chapter. Upon receipt of the above the APRA will return twenty percent (20%) of each member's APRA dues to the local chapter.

Section D. Bylaws

At the time that a local chapter has a membership roster of ten (10) or more the chapter shall formulate bylaws and formalize the election of officers. The local chapter shall provide a copy of its bylaws to the President of the American Prospect Research Association.

ARTICLE IX - AMENDMENTS TO THE BYLAWS

The bylaws of the American Prospect Research Association may be amended as deemed appropriate by majority vote of the board.