

# North Carolina Association of Insurance Professionals

## BYLAWS

Revised 11/11

### Article I – Name

IAIP serves its members by providing professional education, an environment in which to build business alliances and the opportunity to make connections with people of differing career paths and levels of experience in the insurance industry. The name of this non-profit organization shall be known as the North Carolina Association of Insurance Professionals, an association affiliated with the International Association of Insurance Professionals, hereinafter referred to as NCAIP. NCAIP is a state council of IAIP.

### Article II – Purpose

- Section 1. To foster and promote education in matters pertaining to insurance.
- Section 2. To maintain a spirit of goodwill among its members and to further the welfare and advancement of its members in their chosen work.
- Section 3. To promote cordial relationships between the local associations in the state and the International Association of Insurance Professionals.
- Section 4. To assist in the organization of local associations within the state.
- Section 5. To further the purpose of the International Association of Insurance Professionals.

### Article III – Conformity

These bylaws and standing rules shall be supplemental to IAIP bylaws and standing rules. If any amendment to IAIP bylaws or standing rules causes these bylaws to conflict with IAIP bylaws or standing rules, the North Carolina Association of Insurance Professionals bylaws and standing rules shall automatically conform to IAIP bylaws and standing rules with the exception as shown in Article IV Section 3 of the IAIP bylaws.

## Article IV – Members

### Section 1. Classification

- A. **Active.** Active membership is open to persons primarily employed or who have been previously employed at least two years in the Risk Management or Insurance Industry as defined in the membership eligibility policy of IAIP. Active members are entitled to make recommendations and to hold both elective office and appointive office at all levels of the association.
1. Active members not belonging to a local association shall be known as “Members-at-Large.”
  2. Active members who have been a member for at least 5 years and who are at least 65 years of age by 7/1 of the renewal year shall be known as “Retired Members.”
- B. **Student.** Student membership is open to persons who are full time students enrolled in a minimum of twelve (12) credit hours per term in a college or university. Student members who belong to a local association are entitled to make recommendations and to hold both elective and appointive office at all levels of the association. Student members not belonging to a local association shall be known as “Student Members-at-Large” and shall not be entitled to vote or to hold elective or appointive office in the association.

### Section 2. Membership

- A. **Application.** Application for and renewal of membership shall be made on the official form obtained from IAIP Corporate Centre accompanied by the required amount of dues. Membership is effective upon receipt at IAIP Corporate Centre of these items. Membership year shall be July 1 through June 30.
- B. **Resignation.** Members belonging to a local association may resign from IAIP by notifying their local association and IAIP Corporate Centre in writing; Members-at-Large may resign by notifying IAIP Corporate Centre in writing.
- C. **Revocation.** In the event of an uncollected indebtedness to IAIP, and/or a violation of the Code of Ethics, the membership of any member may be revoked by a two-thirds (2/3) vote of the International Board of Directors (“Board of Directors”). The same policy and procedure shall apply to NCAIP members.
- D. **Reinstatement of Expired Membership.** An individual eligible for active membership who has been a member for at least three (3) years may rejoin without a lapse in membership by paying current annual dues plus a \$50 reinstatement fee to IAIP. NCAIP members shall pay a \$10 reinstatement fee. An individual eligible for active membership who has been a member for less than three (3) years or who does not desire reinstatement may join as a new member. A retired member whose membership lapses may rejoin by paying 125% of the annual retired member rate.

Section 3. Dues. In addition to those payable to IAIP, the following shall be paid to NCAIP:

A. NCAIP annual dues shall be:

1. Active member \$8
2. Member-at-Large \$10
3. Members (other than Student, Members-at-Large or retired members) who join NCAIP between January 1 and June 30 shall pay one half (1/2) the annual dues.
4. Retired member dues shall be 50% of the current annual active membership rate.
5. Retired Lifetime memberships are available to retired members at 700% of the annual retired membership rate.
6. Student member dues shall be 75% of the current annual active membership rate.
7. Any proposed change in NCAIP annual dues shall be approved by the delegates to the annual convention one (1) year prior to the fiscal year in which the change is to take effect. The fiscal year of this association shall be from the first day of July to the last day of June of the following year, inclusive.

B. Dues Payable

1. NCAIP dues for active and student members belonging to a local association shall be due and payable to the local association. The local association shall remit payment to the NCAIP treasurer on or before July 1 of each year.
2. Members-at-Large shall remit NCAIP dues directly to the NCAIP treasurer on or before July 1 of each year.

C. Delinquent Dues

Membership shall be delinquent if dues are not paid by August 1 and forfeited if dues are not paid by the end of the last business day of August.

## **Article V – Officers**

Section 1. The officers of the state association shall be: President, President-Elect, Vice-President, Secretary, Treasurer and Immediate Past President.

- A. All officers must be active members of the state association.
- B. All officers must have the endorsement of their local association.

Section 2. These officers, except the President and the Immediate Past President, shall be elected annually for a term of one (1) year, or until their successors are elected and assume

office. No officer shall serve two (2) consecutive terms in the same office except for the office of Treasurer.

Section 3. Vacancies

- A. A vacancy in the office of President shall be filled by the President Elect who shall succeed to the office of President for the remainder of the unexpired term, and then serve for the full term for which elected.
- B. A vacancy in the office of President-Elect shall not be filled until the next annual meeting. A President and a President-Elect shall be elected. The duties of the vacant position, except the right to vote and succeed or assume office of President, shall be assigned to other members of the Board of Directors by the President.
- C. A vacancy in the positions of Secretary or Treasurer shall be filled by vote of the Board of Directors.
- D. Should an officer fail to perform the duties of the office or be unable to fulfill those duties, the Board of Directors, upon a two thirds (2/3) vote, may remove the officer from office. Any subsequent vacancies created shall be filled in accordance with A – C above.

Section 4. Nominations

- A. The Nominating Committee shall consist of a Chairman, six members and two alternates. Candidates for chairman of the committee for the following year will be interviewed by the nominating committee of the current year and elected by the annual meeting delegates. The six members and two alternates for the following year shall be nominated from the floor during the annual meeting, immediately following elections, and shall be elected by the annual meeting delegates. Alternates are elected to serve in the even a member is unable to fulfill his or her duty.
- B. The Committee shall meet at the annual meeting following its election to Recommend one (1) or more candidates for each office to include officers, Chairman of the Nominating Committee, and a representative and alternate to the Regional Nominating Committee. The Nominating Committee Chairman shall have a vote.
- C. The Committee shall receive recommendations and qualifications of candidates or it may submit its nominations.
- D. The Nominating Committee shall present at the first business meeting a slate of nominees who have consented to serve.
- E. Nominations may be made from the floor provided the nominee(s) have met the qualifications and have consented to serve.

Section 5. Elections

- A. The election shall be conducted as shown in the program for the annual meeting of the state association. In the event there is only one nominee for each office or position, the Secretary may be instructed to cast a unanimous ballot for the

entire slate. Should there be more than one nominee for an office or position, a ballot will be used.

Should there be more than one candidate for office and the ballot vote cast by Certified delegates is a tie, each candidate will be asked a question by the NCAIP president and given two minutes to respond. The delegates will caucus with their respective Associations, and the vote will be asked for again by ballot. This procedure will continue until a candidate receives the majority of votes cast.

B. Those elected shall assume the duties of their office on July 1<sup>st</sup>.

Section 6.

Duties of Officers. The officers shall perform the duties prescribed by these Bylaws, the Standing Rules and the Parliamentary Authority adopted by the association.

A. The **President** shall:

1. Preside at all meetings of the state association and the Board of Directors.
2. Appoint, with approval of the Board of Directors, all committee chairmen as required by the Bylaws.
3. Be an ex-officio member of all committees except the Nominating Committee.
4. Appoint a Parliamentarian.
5. Attend the Regional Conference, Annual NCAIP Board Meeting and the National Convention of IAIP.
6. Perform the duties as pertain to the office of President.
7. Be known as the Council Director for the purpose of IAIP State Council.
8. Maintain the State Nominating Committee file in accordance with procedures established by the IAIP Board of Directors and contained in the Nominating Committee manual.
9. The President shall visit associations within the state during the current Term subject to the following guidelines:
  - i. Not to exceed the travel budget allocated for the term.
  - ii. Not to exceed one (1) visit per association unless the local association extending the invitation defrays the expense for additional visits.

B. The **President-Elect** shall:

1. Be an active aid to the President.
2. Acquaint themselves with the affairs of the state association and prepare for their term as President.
3. In the event of the absence or inability of the President to perform their Duties, the President-Elect shall perform the duties of the President.
4. Automatically accede to the office of President at the end of the term as President-Elect.
5. Perform other duties as pertain to the office.
6. Have served on the Board of Directors one year prior to their election.
7. Confirm the date and site of the annual meeting, immediately following election to office, in accordance with the standing rules, and subject to the approval of the current RVP.
8. Serve as chairman of the Bylaws Committee.
9. Be known as the Director-Elect for the purpose of the IAIP State Council.
10. Attend the Regional Conference and the National Convention of IAIP.

- C. **The Vice President shall:**
  - 1. Perform the duties of the President and President-Elect in the event of their absence or disability.
  - 2. Perform any additional duties assigned by the President or stated in these bylaws.
  - 3. Serve as Chairman of the Membership Committee.
  
- D. **The Secretary shall:**
  - 1. Take the minutes of the meetings of the state association.
  - 2. Conduct the general correspondence of the state association.
  - 3. Give proper notice of meetings.
  - 4. Perform any additional duties assigned by the president or stated in these bylaws.
  
- E. **The Treasurer shall:**
  - 1. Be custodian of all state association funds.
  - 2. Receive all monies and disburse funds only upon the sanction of the Board of Directors or membership.
  - 3. Submit written reports at each meeting.
  - 4. File any tax reports required.
  - 5. Keep the membership records
  - 6. Perform any additional duties assigned by the president or stated in these bylaws.
  
- F. **The Immediate Past President shall:**
  - Serve as an advisor to the President and Board of Directors of NCAIP.

## **Article VI – Meetings**

- Section 1. The annual meeting of the state association shall be held at a time and place determined by the Board of Directors two and one-half (2-1/2) years prior to the meeting, held in the fall not earlier than September 1<sup>st</sup> and not later than November 30<sup>th</sup>.
  - A. The meeting program and planning shall be at the discretion of the president.
  - B. The registration fee for the annual meeting shall be determined by the hosting association with the approval of the president.
  
- Section 2. All members shall be notified of the annual meeting at least forty-five (45) days prior to the meeting.
  
- Section 3. The voting body of the annual meeting shall be comprised of:
  - A. One certified delegate from each local association provided the delegate's Credentials form has been sent to the chairman of the Credentials Committee and state and national dues have been paid. Whenever possible, the local association President should not be the delegate.

- B. One certified delegate from the members-at-large to be selected by the members-at-large attending the annual meeting.
  - C. Certified delegates at the annual meeting shall register with the Credentials Committee prior to the business session.
- Section 4. Active members may make motions and take part in the discussion at the business meeting of the annual meeting, but shall not vote.
- Section 5. A quorum for the transaction of business at any meeting shall be a majority of the voting delegates certified by the credentials committee.
- Section 6. The official national representative shall be the Regional Vice President of the region who shall be provided time on the program to address the assembly. The President Elect and RVP shall conduct a delegates briefing that is presided over by the President Elect. The purpose of this briefing shall be to review any proposed amendments to IAIP bylaws and standing rules or council bylaws.
- Section 7. Associations in the council and Active members may submit recommendations for amendments to the NCAIP bylaws chairman in writing no later than 90 days before the annual state meeting.
- Section 8. The state association may submit recommendations to be considered at the Regional Conference or the National Convention provided:
- A. That the recommendation was circulated to all associations and members-at-large in the state at least sixty (60) days prior to the meeting at which it is to be voted on, and that the recommendation received a majority vote of the delegates present and voting, or
  - C. That the recommendation received two-thirds (2/3) vote of the delegates present and voting without previous notice.
- Section 9. In the event of an emergency, a special meeting may be called by a two-thirds (2/3) vote of the Board of Directors. Thirty (30) days' notice shall be given stating the reason for the call. The voting body shall be as set forth in Article VI, Section 3.

## **Article VII – Board of Directors**

- Section 1. The Board of Directors shall consist of the NCAIP Officers and the President of each local association and may include a member-at-large. Each shall have one vote. In the absence of the President or any local association, the current President-Elect, First Vice President and/or Vice President of that local association shall represent local association at the meeting of the Board of Directors. The representative may enter into discussion, make motions, vote and report to their local associations.
- Section 2. Appointed chairmen of standing committees and special committees shall attend and Participate in discussion, may make motions but may not vote.
- Section 3. All past State Presidents are honorary members of the Board of Directors. These individuals may attend and enter into discussion but may not vote.

- Section 4. The appointed Parliamentarian shall advise the Board on procedural matters but may not vote.
- Section 5. The Board of Directors may authorize the attendance of others who may not make motions, enter into discussions or vote.
- Section 6. The Board of Directors shall;
- A. Have the general supervision of the business of the state association, and shall transact all business on behalf of the state association between the annual meetings and shall report all action taken to the membership at the next annual meeting.
  - B. Adopt an annual budget prepared by the Finance Committee. The budget shall be adopted at the meeting of the Board of Directors following the annual-meeting.
  - C. Determine the date, place and time of the annual meeting.
  - D. Fill vacancies as provided in Article V, Section 3 and shall approve all appointments of the President.
  - E. Establish and adopt all policies and procedures of the state association. Those Policies and procedures may not conflict with the policies and procedures of IAIP.
- Section 7. The Board of Directors shall meet as follows:
- A. Current Board of Directors shall meet immediately prior to the opening of the annual meeting.
  - B. Incoming and outgoing Board of Directors shall meet at a NCAIP Board meeting to be held between April 10<sup>th</sup> and May 25<sup>th</sup> for the purpose of appointing committees, adopting a budget, and for carrying out any instructions received from the membership.
  - C. At time and place as designated by the President.
  - D. Special meetings may be called by the President upon written request of the majority of the Board of Directors or upon a petition signed by at least ten (10) percent of the active members, provided that the purpose is stated in the notice and a ten (10) days' notice is provided.
  - E. The Board of Directors is authorized to meet by telephone conference or through Other electronic communications media as permitted by law.

### **Article VIII – Local Associations**

- Section 1. Local Associations are represented at the state annual meeting by a certified delegate.
- Section 2. Local Associations shall elect officers at their March meeting and shall inform the President-Elect of the incoming officers and committee chairmen no later than March 30.



## Article IX – Committees

Section 1. There shall be the following standing committees: Finance, Bylaws, Education, Membership, Public Relations, Safety, Legislative, and Credentials. The President, with the approval of the Board of Directors, shall appoint the committees, which may include active members and shall serve a term of one year unless otherwise specified.

Section 2. The **Finance Committee** shall:

- A. Be composed of the current Treasurer, the retiring Treasurer, who shall serve as Chairman, and one active member appointed by the President.
- B. Prepare a proposed budget for presentation and adoption at the NCAIP Board meeting of the Board of Directors.
- C. Audit the financial records of both the current Treasurer and the immediate past Convention Chairman to ensure an accurate accounting of all financial transactions during the course of their respective terms.

Section 3. The **Bylaws Committee** shall:

- A. Be composed of the President-Elect who shall serve as chairman, the Immediate Past President and one active member appointed by the President.
- B. Be responsible for sending revised bylaws to IAIP Corporate Centre.
- C. The committee shall consider and/or correlate proposed amendments submitted, together with its own, and submit amendments receiving a majority vote of the committee to the annual meeting for consideration.
- D. The committee shall correlate and publish all standing rules and amendments adopted at the state meeting, and furnish revised copies to IAIP Corporate Centre for distribution to all local associations, members-at-large and the Regional Vice-President immediately following adoption at the state meeting.

Section 4. The **Education Committee** shall:

- A. Consist of a Chairman appointed by the President and each local association education committee chairman.
- B. Make appropriate educational material available to the local associations and members-at-large.
- D. The Education committee shall promote IAIP programs.

Section 5. The **Membership Committee** shall:

- A. Consist of the Vice President who shall serve as Chairman and each local association Membership Committee Chairman.
- B. Assist in the formation of new associations within the state.

- C. Promote membership development and retention within the state.

Section 6. The **Public Relations Committee** shall:

- A. Consist of a Chairman appointed by the President and each local association Public Relations Committee Chairman.
- B. Foster and promote public relations and shall submit the state's public relations Project to the Board of Directors for approval.

Section 7. The **Safety Committee** shall:

- A. Consist of a Chairman appointed by the President and each local association Safety Committee Chairman.
- B. Keep local associations and members-at-large informed in the area of safety and shall submit the state's safety project to the Board of Directors for approval.

Section 8. The **Legislative Committee** shall:

- A. Consist of a Chairman appointed by the President and each local association Legislative Committee Chairman.
- B. Make appropriate legislative materials and information available to the local associations and members-at-large.

Section 9. The **Credentials Committee** shall:

- A. Consist of a Chairman and two (2) members appointed by the President who shall be present at the annual meeting.
- B. Receive credentials, certify delegates and alternates, and register delegates and alternates at the annual meeting.
- C. Mediate for an NCAIP member who contests a delegate or alternate certification. The final decision on contested delegate or alternate certification shall be made by the President.

## **Article X – Parliamentary Authority**

Section 1. The rules contained in the latest edition of Robert's Rules of Order Newly Revised shall be the parliamentary authority for all matters of procedures for this association not specifically covered by IAIP bylaws, standing rules, these bylaws and the NCAIP standing rules.

## **Article XI – Amendment of Bylaws**

- Section 1. These bylaws may be amended at any annual meeting upon a two-thirds (2/3) vote of the certified delegates present, provided that a written notice of such proposed amendment(s) shall have been provided to all association Presidents and Bylaws Chairmen and members-at-large at least sixty (60) days prior to the meeting. Proposed amendments that conflict with IAIP bylaws shall be automatically disapproved.
- Section 2. Amendments may also be made at any annual meeting without notice, by the unanimous Vote of the certified delegates.
- Section 3. Approved amendments shall become effective immediately unless otherwise specified in the amendment. If any amendment to these bylaws causes them to conflict with IAIP bylaws, regional or state standing rules, this document shall automatically conform to the IAIP bylaws. A copy of the revised bylaws must be sent to IAIP Corporate Centre immediately following adoption.

## **Article XII – Dissolution Clause**

- Section 1. A resolution to dissolve the North Carolina Association of Insurance Professionals shall be adopted upon receiving at least two-thirds (2/3) of the votes entitled to be cast after ten (10) days' notice has been mailed to each member. In the event of dissolution, the association shall notify the Regional Vice President in writing indicating the reason(s) for dissolution and shall return all materials to the Regional Vice President as outlined in Article VI, Section 3 of the IAIP bylaws.
- Section 2. At any time when the dissolution of NCAIP is authorized the Board of Directors then holding office shall distribute the assets of the Association remaining after the payment, satisfaction and discharge of all liabilities and obligations, to one or more corporations, societies or organizations operated not-for-profit which shall be deemed to further the field of insurance.

# North Carolina Association of Insurance Professionals

## STANDING RULES

Revised 11/11

1. No member association or active member may enter into a contract under the name NCAIP without first obtaining approval of the Board of Directors.
2. New associations entering NCAIP shall be presented with a charter at the next annual meeting.
3. A plaque and gift shall be presented to each state president at the conclusion of their presidency from NCAIP, cost of gift not to exceed \$50 plus tax.
4. NCAIP shall pay cost of all maintenance, engraving, framing and printing of trophies, plaques and certificates.
5. A \$25 memorial will be sent to the IAIP Education Foundation or NCAIP Endowed Scholarship in memory of any current officer or past president of NCAIP upon their death. The donation assignment will be at the discretion of the NCAIP Board. For other members of the Board of Directors, a \$10.00 memorial will be sent on behalf of NCAIP.
6. NCAIP shall pay, when not paid by IAIP, the registration, travel (coach), lodging, and meals for the President and President-elect to attend the Regional Conference, Annual NCAIP Board Meeting and the National Convention of IAIP. The amount shall not exceed the amount budgeted annually. Mileage will be reimbursed at 80% of the IRS gas mileage reimbursement rate determined on July 1 of the current year.
7. The annual meeting shall be carried out in accordance with meeting planning section of the IAIP Comprehensive Manual.
8. The minutes of the past annual meeting and mid-year meeting of the Board of Directors shall be approved by the committee appointed by the President.
9. The annual meeting registration fee and lodging for all NCAIP officers and appointed Parliamentarian shall be charged to NCAIP as they serve without compensation.
10. After settlement of all annual meeting expenses, 50% of any funds in excess of \$5,000 shall remain in the annual meeting fund. The other 50% of any fund in excess of \$5,000 shall be transferred to the general operating fund.
11. The Immediate Past Convention Chairman shall present to the Board of Directors a full financial accounting of the annual convention of NCAIP at the NCAIP Board Meeting of the Board of Directors and the Finance Committee shall perform an audit and present the report to the membership at the next annual meeting.
12. The President shall order and present the plaque for the Immediate Past President at the annual meeting.
13. The President shall ensure that all awards are ordered for presentation at the annual convention.
14. NCAIP shall pay the registration, travel (coach), lodging and meals for the NCAIP CWC contestant to attend the Region II conference. The amount shall not exceed the amount budgeted annually.

15. The following AWARDS may be presented at the annual meeting:

1. NCAIP Rookie of the Year
2. NCAIP Claims Professional of the Year
3. NCAIP Insurance Professional of the Year
4. NCAIP Professional Underwriter of the Year
5. NCAIP Risk Management Professional of the Year
6. NCAIP Individual Excellence Award
7. NCAIP Excellence Award

*Criteria for these awards and submission format shall be set by the Board of Directors. Recipients of Awards 1-6 will receive a plaque. Associations chosen to receive the NCAIP Excellence Award will receive a certificate.*

16. All checks shall have two (2) signatures. It is recommended the signers be the State President and the custodian of the fund.

17. NCAIP Parliamentarian is appointed by the Incoming NCAIP President to serve for the fiscal year and shall be approved by the Board of Directors at the Annual NCAIP Board meeting. The appointed NCAIP Parliamentarian shall not serve NCAIP in any other capacity during their term.