

BYLAWS OF APICS-QC CHAPTER

Voted & Approved: Month, Year

ARTICLE I. IDENTIFICATION

The name to this organization shall be the **APICS – The Association for Operations Management, QUAD CITIES CHAPTER**. It shall also be referred to as **APICS-QC**.

This Chapter shall be affiliated with the international organization known as **APICS – The Association for Operations Management**.

ARTICLE II. PURPOSES

APICS-QC is organized and shall be operated for the following purposes:

Section 1. To foster and maintain high standards in the field of operations and supply chain management.

Section 2. To provide a means of mutual exchange of problems and ideas in the field of operations and supply chain management.

Section 3. To promote educational programs and certification related to operations and supply chain management.

Section 4. To inform members and interested nonmembers of techniques and systems in the field of operations and supply chain management.

Section 5. To establish an awareness and recognition among leaders of industry in the field of operations and supply chain management.

Section 6. To provide opportunities for members to increase their knowledge and experience of operations and supply chain management through consulting and community service.

ARTICLE III. MEMBERSHIP & DUES

Section 1. Membership shall be open to all persons engaged in work related to operations and supply chain management.

Section 2. Classes of Membership:

Membership shall be divided into the classes listed below.

A. Corporate Membership

1. Enterprise professional:

Each such enterprise demonstrates its commitment to expanding the professionalism and relevance of operations management through membership for multiple sites and by contributing to the development of the APICS body of knowledge.

B. Individual Memberships for Working Professionals

1. Professional:

An individual currently working in supply chain and operations management

2. Academic professional:

An individual currently working in supply chain and operations management education

C. Student and Young Professionals

1. Young professional:

A young professional worldwide who graduated within the last two years

2. Student associate:

A student interested in working in supply chain or operations management across the globe

Section 3. Application for Membership should be made by completing the required "Application for Membership" form and submitting it properly endorsed and with the correct dues to APICS – The Association for Operations Management.

A. Transfer of Affiliation from one chapter to another shall be made with the approval of the Chapter to which the member is to be transferred. Affiliation with the original chapter shall continue until the transfer is affected.

B. The dues paid for the fiscal year are retained by the Chapter.

Section 4. Termination of Membership:

A. A member may resign from the Chapter anytime by signifying their intention in writing to APICS – The Association for Operations Management.

B. Any member whose dues are unpaid 90 days after the due date shall be notified of this with encouragement given to re-join the Chapter. If a negative response is received or if no response is received within 10 days, their name will be stricken from the membership roll of the Chapter.

C. The Board of Directors may suspend, for a definite or indefinite period, or expel any member for just cause. This action shall not be taken until the member has been given ample opportunity to defend themselves against the charges. The name of the expelled member shall be stricken from the membership roll.

ARTICLE IV. MEETINGS

Section 1. TIME and PLACE – Monthly PDMs (Professional Development Meetings) for all classifications of members will be held between September through May of each year.

Section 2. ANNUAL TRANSITION MEETING – The annual transition meeting will be held on a date between May 16 and June 16 inclusive.

Section 3. ANNOUNCEMENTS – Notice of the monthly meeting will be communicated to the members not less than 2 weeks before the scheduled reservation date of the meeting.

Section 4. PDM RESERVATIONS – Reservations, in accordance with the meeting facility requirements will be required for each monthly dinner meeting unless otherwise announced.

Section 5. BOARD OF DIRECTOR MEETINGS – The Board of Directors shall meet no less than eight (8) times during the course of the fiscal year.

ARTICLE V. FISCAL YEAR

Section 1. The fiscal year for the Chapter shall be July 1 through June 30.

ARTICLE VI. GOVERNMENT

Section 1. The control and management of the affairs, property and funds of the Chapter shall be vested in the Board of Directors.

Section 2. All questions coming before the Chapter, its duly authorized governing bodies and committees shall be decided by a majority of votes cast at a duly scheduled meeting unless otherwise provided.

Section 3. All contracts, releases, agreements, letters of intent or commitments made in the name of, or on the behalf of, the Chapter shall be submitted to the Chapter Board of Directors for appropriate review and signature by duly authorized person(s).

Section 4. No contract may be made that will bind the Chapter for amounts in excess of the funds of the Chapter.

Section 5. No voting member of the Chapter Board of Directors shall receive compensation for BOD services rendered.

Section 6. All contracts, releases, agreements, letters of intent or commitments will not exceed in length the term of the Chapter Board of Directors as stated in Article VIII, Section 4.

Section 7. Attendance at Chapter board meetings is a requirement of each Chapter Board member. If a member of the board misses three board meetings the other Chapter Board members may review the circumstances and vote to retain or dismiss that member.

ARTICLE VII. INDEMNIFICATION & DISSOLUTION

Section 1. INDEMNIFICATION - To the fullest extent permitted by law, this Corporation shall indemnify its directors and officers, including persons formerly occupying any such positions, against all expenses (including attorney's fees), judgments, fines, settlements and other amounts actually and reasonably incurred by them in connection with any action, suit or proceeding to which any such person or his/her legal representative may be made a party by reason of his/her being or having been a director or officer of the Corporation, except that no person shall be entitled to indemnification for any liability in connection with a proceeding by or in the right of the Corporation, **except** for reasonable expenses incurred in connection with the proceeding, or for any liability arising out of conduct constituting any of the following:

- A. Receipt by an officer or director of a financial benefit to which the officer or director is not entitled
- B. An intentional infliction of harm upon the Corporation, or
- C. An intentional violation of law.

Section 2. DISSOLUTION -

- A. The Chapter shall use its funds to accomplish the objectives and purposes specified in these By-laws, and no part of said funds shall insure, or be distributed, to the Members of the Chapter.
- B. Upon the dissolution of the Chapter, any funds remaining shall be distributed to the schools with active Quad Cities Chapter associated Student Chapters for the express purpose of funding of scholarships in Operations Management and/or Supply Chain Management – as the Board deems necessary and appropriate. Such distributions shall be made with consideration to the proportion of each school's respective Student Chapter membership on the first day of the month of dissolution.

ARTICLE VIII. OFFICERS AND DUTIES

Section 1. The officers of the Chapter shall be:

President – The president shall be the chief executive officer of the Chapter and shall in general supervise and control all of the business and affairs of the Chapter. The president shall preside at all meetings of the membership and Board of Directors. The president shall assist the treasurer in preparing the annual operating budget. The president, with the approval of the Board of Directors, shall appoint all committee chairpersons. The president is an ex-officio member of all committees. The president may approve all checks authorized by the Board.

Vice President – The Vice President is also the President-Elect and shall undertake special projects for the President of the Chapter and preside in the absence of the President. He/She shall administrate the Chapter Benchmarking & Reporting (C-BAR). He/She shall complete the President's term if the President is unable to do so. He/She will recruit, appoint, and chair the Nominations Committee. He/She shall become President the following Chapter year.

Programs and Seminars – The Programs and Seminars Officer shall develop the annual program plan for all programs provided by the APICS QC. He/She will make all speaker

arrangements, assist the Treasurer in dinner and facilities arrangements and budgets, and prepare announcements for meetings and other related activities.

Membership – The Membership Officer shall develop objectives for recruitment of new members and establish annual membership goals. He/She shall follow up on resignations from the Chapter and maintain current membership records and mailing list. He/She shall develop a program for the Annual Membership Campaign.

Education – The Education Officer shall update the Board and the members on the educational offerings of the Chapter and Society, shall be responsible for the coordination of the qualified instructor program, and shall report to the Board regarding certification program participation.

Treasurer – The Treasurer shall be the financial officer for the Chapter. He/She shall keep complete records of all monies received and disbursed. He/She shall be responsible for collecting the local dues from APICS-National. He/She shall report at each meeting of the Board of Directors the financial status of the Chapter. He/She shall report to the membership at each September meeting the financial status of the Chapter as of the previous June 30, and at each March meeting the financial status as of the previous December 31. He/She shall also counsel and assist the other Chapter officers with price negotiations related to their respective duties.

Secretary – The Secretary shall act as recording and corresponding secretary for the Chapter. He/She shall be responsible for coordinating the acceptance of reservations for the monthly meetings and preparation of nametags. He/She shall coordinate with the Treasurer to provide meeting attendance figures to the Board of Directors. He/She shall assist the Vice President in the preparation of the Chapter Benchmarking & Reporting (C-BAR) processes and requirements.

Marketing/Communications – The Marketing/Communications Officer shall be responsible for increasing APICS awareness in the Quad Cities area, evaluating the needs of our customers, personal contact with current members for their input, design and maintenance of the Chapter website, and assisting in the development of a local marketing plan.

Student Chapter – The Student Chapter Officer shall be responsible for increasing awareness of APICS on the local college campuses, organization and recruitment of new student associates, and serve as a liaison to the faculty and staff on these campuses, including case studies and student events.

ARTICLE IX. ELECTION OF OFFICERS

Section 1. Membership of the Nominating Committee shall be announced at the January Chapter Meeting and shall consist of no fewer than three (3) members. The Nominating Committee shall report a recommended slate of officers at the March meeting. All members nominated must have been consulted and consented to their nomination.

Section 2. Nominations from the floor will be called for at the March meeting.

Section 3. All nominations will be published and distributed to the members along with an announcement of the upcoming election before the April meeting.

Section 4. Officers shall be elected during the April dinner meeting and shall assume their duties as of July 1st for a term of one year until their successors are elected and assume the office. Election shall be by written vote of the eligible members (as defined in Section III). Election may be by voice for each office for which there is only one nominee.

Section 5. Any office becoming vacant (or officeholder unable to perform) shall be filled by election by the Board of Directors.

ARTICLE X. BOARD OF DIRECTORS

Section 1. The Board of Directors shall be composed of:

- A. Officers of the Chapter
- B. The most recent Past-President who is willing to serve.
- C. One other Chapter member appointed by the president.

Section 2. Each member of the Board of Directors shall have only one vote.

Section 3. A quorum of the Board of Directors shall consist of a simple majority of its members.

ARTICLE XI. COMMITTEES

Section 1. There will be one standing committee. It is:

- A. Nominations Committee, responsible for putting together the nominations slate for the election of officers. To be chaired by the Vice President and containing no fewer than 3 members inclusive of the Vice President.

Section 2. The President shall appoint any additional committees deemed necessary for him/her.

Section 3. Selection of the committee members shall be by the committee Chairman, subject to the approval of the President.

Section 4. Duties of all additional committees shall be defined by the President of the Board of Directors.

ARTICLE XII. PROCEDURE

Section 1. Robert's Rules of Order, newly revised, where applicable and required, shall determine the conduct of business in all meetings of the Chapter and committees, except where inconsistent with the Article.

ARTICLE XIII. AMENDMENT TO BYLAWS

Section 1. These Bylaws may be amended or new Bylaws adopted in the following manner only:

The proposed new Bylaw or amendment may be submitted by any member in writing to the Chapter Board of Directors. The Chapter Board of Directors will review the submission and can:

- A. Submit it 'as is' to the General Membership with a recommendation for acceptance or rejection and a reason for such recommendation along with a request for input. Or:
- B. Revise it (with approval from submitting member) and submit to the General Membership with a recommendation for acceptance or rejection with accompanying reason along with a request for input. The new Bylaw or amendment will be voted on by the Board of Directors any time after 30 days from submission to the General Membership and after reviewing their input, if any. The Board of Directors will then vote on the recommendation and if approved by two-thirds (2/3) of entire Board of Directors, said addition or amendment will become part of these Bylaws.