



**PUBLIC PURCHASING ASSOCIATION  
OF CONNECTICUT  
CHAPTER OF NIGP  
BY-LAWS**

REV. 12/02/09

**NIGP** *Chapter 71*

# BY-LAWS

## ARTICLE I - NAME

1. This organization shall be known as the Public Purchasing Association of Connecticut, Chapter 71 of NIGP.

## ARTICLE II – PURPOSE

1. This Association is organized and shall be administered and operated exclusively to receive, administer and expend funds for the following charitable and education purposed within the meaning of section 501(c)(3) of the Internal Revenue code of 1986:
  1. To promote ethical, efficient and cost-effective public purchasing policies and practices;
  2. To provide educational programs, products, and services for public purchasing personnel;
  3. To enable public purchasing personnel to exchange useful information about policies, practices, procedures, products and services of common interest;
  4. To otherwise facilitate the conduct of purchasing activities by government and other public agencies;
  5. To assist other charitable and educational organizations in the conduct of similar activities, and
  6. To engage in any and all lawful activities to accomplish the foregoing purposes, except as restricted herein.

In order to accomplish the foregoing charitable and educational purposes, and for no other purpose or purposes, this Association shall also have all of the powers granted to nonprofit associations by applicable state law; provided, however, that this Association shall not, except to and in any substantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.

## ARTICLE III – MEMBERSHIP

1. Membership in this Association shall be limited to persons who are employed by a governmental, quasi-governmental or non-profit agency or subdivision thereof, and whose duties in whole or in part consist of purchasing supplies, materials, or services or duties related thereto.
2. Only members will be allowed voting privileges during elections for officers or any other vote scheduled at regular or special meetings.
3. Vendors and consultants are not eligible for membership and may attend meetings only if asked to be a speaker or a presenter at the meetings. Vendors and consultants are not allowed to distribute promotional literature or soliciting materials of any type. Only presentation related materials will be allowed to be distributed to the membership.
4. Any person who acts as an outside consultant or hired contractor, even though they may be performing services in a purchasing capacity for a member community is not considered eligible for membership and will be considered a guest.
5. Upon retirement, an active PPAC member in good standing will be entitled to a no cost, non-voting “Honorary Lifetime Membership”. The membership will be valid as long as he/she

remains retired. If the member reenters the work force, as defined by Article III, Section 1 of the By-Laws, in any purchasing capacity including advisory, they must become a dues paying member or if they are not eligible for membership with their current employer then the membership will be terminated. The retired member would be responsible for the cost of attending meetings.

#### ARTICLE IV – EXECUTIVE COMMITTEE

1. The Executive Committee of the Association shall consist of a President, a Vice-President, a Secretary, Treasurer, the immediate Past President of the Association, and the 3 appointed members at large.
2. The President, Vice-President, Secretary and Treasurer shall perform the usual duties normally associated with the respective office.
3. The President shall appoint standing committees on Membership, Programs, Professional Development, technology, legislative, Cooperative Purchasing and Marketing. Membership on standing committees shall, to the extent possible, be composed of one member from each county of the state represented by membership in the Association at the time elections are held, with the Chairman of each of the standing committees being selected from the Executive Committee and the members at large. The President may appoint special committees with the approval of the Association or the Executive Committee.
4. The Executive Committee shall have charge of the management of the Association, forming a consultative and advisory body for the direction of its activities.
5. Vacancies occurring within the Executive Committee shall be filled by an appointment by the Executive Committee. Appointee will remain on the Executive Committee until the next election.
6. All votes resulting in a tie by the Executive Committee shall be brought to the membership.

#### ARTICLE V – NOMINATIONS AND ELECTIONS

1. The Nominating Committee and its chairperson are appointed by the President and shall consist of not less than two (2) members. The Nominating Committee will recommend a slate of officers for a membership vote at the 1<sup>st</sup> meeting of the calendar year. The slate of candidates will be announced by mail to the membership in the meeting notice. Officers shall be elected at that meeting from the slate of candidates presented by the Nominating Committee and any eligible and consenting members nominated from the floor. A simple majority vote of members in attendance will be required for a candidate to win election.

The following officers shall be elected:

- President
  - Vice-President
  - Secretary
  - Treasurer
2. The officers shall be elected at the 1st meeting to serve for two (2) years. They shall not hold the same office for more than one two (2) years term. The officers shall take office at the

January meeting next following their election. It is the intent of the Association to have each Officer serve in the next highest office with each upcoming term and to move up through the offices until the position of President is reached.

3. In addition 3 members-at-large will be appointed by the executive committee to serve a two-year term. They will serve to assist the executive board in various special projects as required by the board and the membership. Each member of the executive committee including the appointed members-at-large shall serve as a chair of one of the standing committees previously listed in Article IV item #3.
4. No member of this chapter shall be eligible for any office unless he/she has been a member in good standing for at least one (1) year immediately preceding the election.
5. No two (2) members from the same office may serve as officers at the same time, unless no other members are willing to serve.

#### ARTICLE VI – MEETINGS

1. This Association shall meet a minimum of four times per year. The meeting dates shall be set by the Executive board no later than August for the upcoming fiscal year.
2. The Executive Committee may, if conditions warrant, change or cancel the date of any regular meeting, as well as arrange for special meetings.

#### ARTICLE VII – DUES

1. The dues of the Association shall be billed by the Treasurer and shall be payable at the beginning of each fiscal year. The executive committee shall establish the dues on an annual basis for the upcoming year. (See Appendix A)
2. Membership dues are payable within 30 days of invoice (in advance at the January meeting). Dues of new members shall be due and payable in full upon admission to membership. If membership application is received after January 1<sup>st</sup>, dues will be reduced by one half.
3. Meeting and seminar fees: Meeting and seminar fees will be set in accordance with the expenses associated with the various topics presented. Guests will be required to pay additional fees as determined by the Executive Committee.

#### ARTICLE VIII – SPONSORSHIP OPPORTUNITIES

1. Sponsorship opportunities may be offered to vendors only during events such as vendor expositions, or hosting of a forum. The purpose of these events will be mainly for fundraising. The Executive Committee shall make and/or modify all related policies. (See appendix B)

#### ARTICLE IX – AMENDMENTS

1. These By-Laws may be repealed or amended at any regular meeting by a vote of three-fourths (3/4) of all members present; provided that notice of such amendments shall have previously been submitted to the membership in writing at least ten (10) days in advance of the meeting.

## ARTICLE X – RESTRICTION ON ACTIVITIES

1. No part of the net income of the Association shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of the purposes set forth in Article II. No substantial part of the activities of the Association shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Association shall not participate in or intervene in any political campaign on behalf of or against any candidate for public office.
2. Notwithstanding any other provisions set forth in these Articles of Incorporation, at any time during which it is deemed a private foundation, the Association shall not engage in any act of self-dealing as defined in Section 4941(ed) of the Internal Revenue Code of 1986; the Association shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income as imposed by Section 4942 of the Internal Revenue Code of 1986; the Association shall not own any excess business holdings that would subject it to tax under Section 4943 of the Internal Revenue Code of 1986; the Association shall not make any investments in such manner as to subject it to the tax imposed by Section 4944 of the Internal Revenue Code of 1986; and the Association shall not make any taxable expenditures as defined in Section 4945(60) of the Internal Revenue Code of 1986. Any reference in this document to any section of the Internal Revenue code of 1986 shall be deemed to incorporate by reference that corresponding provisions of any subsequent federal tax laws.
3. Notwithstanding any other provision of these Articles, the Association shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, or by an organization contributions to which are to be deductible under Section 170(c)(2) of such Code.

## ARTICLE XI – DISSOLUTION

Upon the dissolution of the Association or the winding up of its affairs, the assets of the Association shall be distributed exclusively to the National Institute of Governmental Purchasing, Inc. (“NIGP”), a Wisconsin nonprofit corporation, if NIGP is then exempt from federal income tax under Section 501(c)(3) and contributions to NIGP are then deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, for the Association’s charitable and educational purposes; and if not, then to other organizations that are then exempt from federal income tax under Section 501(c)(3), and to which contributions are then deductible under Section 170(c)(2) of the Internal Revenue Code of 1986.

Adopted	November 30 <sup>th</sup> , 1960
	Amended March 6 <sup>th</sup> , 1963
	Amended March 10 <sup>th</sup> , 1971
	Amended November 19 <sup>th</sup> , 1979
	Amended September 25 <sup>th</sup> , 1981
	Amended September 9 <sup>th</sup> , 1987
	Amended January 12 <sup>th</sup> , 1994
	Amended January 15, 2003
	Amended Sept. 28, 2005
	Amended September 13, 2006
	Amended December 13, 2006
	Amended December 2, 2009

## **Appendix A**

Effective 9/29/05 –  
Membership dues shall be at a fee of Thirty dollars (\$30.00) per year/per person

## **Appendix B**

### SPONSORSHIP OPPORTUNITIES

- 1 .Sponsorship opportunities may be offered to vendors only during events such as vendor expositions, or hosting of forum. The purpose of these events will be mainly for fund raising. The Executive committee shall make and/or modify all related policies. (See appendix B)
2. When events of this nature are held, there shall be established a schedule of sponsorship levels by the Executive Board which the vendors will be allowed to select based on their interest. Sponsorship opportunities will be offered to all vendors interested in participating. The list will be generated by a cooperative effort of the towns participating in the event or by the industries affiliated with the type of event.
3. Vendors shall not be allowed to be a sole sponsor of any one particular event. No Conditional offers will be entertained for sponsorship. The Executive Committee will have the right of refusal of any vendor requesting a sponsorship opportunity which does not benefit the organization or would have negative implications associated with it to hinder the independent reputation of the organization. The Committee's decision is final.
4. Reverse Trade Show- Sponsorship opportunity shall be limited to the purchase of advertisement in the program booklet or similar type of sponsorship opportunities. Any other type of sponsorship must be approved by the executive Board prior to acceptance and distribution of promotional items

