

## PUGET SOUND FINANCE OFFICERS ASSOCIATION BYLAWS

### ARTICLE I: NAME

The Name of This Association Shall Be "The Puget Sound Finance Officers Association, PSFOA".

### ARTICLE II: PURPOSE AND OBJECTIVES

The purpose of the Puget Sound Finance Officers Association shall be:

To keep abreast of current legislation, data and information pertinent to financial administration at the local government level.

To promote the improvement of governmental finance in the State of Washington as developed and recommended by the Governmental Finance Officers Association of the United States and Canada, the Governmental Accounting Standards Board, the Washington Finance Officers Association and other recognized authorities in the field of local government administration.

To foster closer relationships and provide the exchange of information between governmental finance officers and Associations.

### ARTICLE III: MEMBERSHIP AND DUES

Section 1. MEMBERSHIP. Active membership may be held in this Association by any unit of local or state government within the Puget Sound Region. Associate membership may be held in this Association by any person or organization who is interested in the principles and practices of governmental finance, and who subscribes to the purposes of the Association.

Section 2. DUES. Annual dues, payable for the calendar year, shall be One Hundred Dollars (\$100.00) per year for Cities with a population of 30,000 or more; Fifty Dollars (\$50.00) per year for Cities with a population between 10,000 and 30,000; and Twenty-five Dollars (\$25.00) per year for Cities with a population of less than 10,000. Dues for Divisions of State and County Organizations shall be Fifty Dollars (\$50.00) per year. Dues for Associate Members shall be Seventy-five Dollars (\$75.00) per year.

Reinstatement may be granted upon payment of the full year's dues. The Board shall determine the monthly meeting fee and give members at least thirty (30) days' notice of any changes.

Section 3. VOTING. Each active member in good standing shall designate one voting delegate on all business coming before the Association at any regular or special meeting. At all times a majority of the Board will consist of active members.

#### ARTICLE IV: OFFICERS AND COMMITTEES

Section 1. BOARD OF DIRECTORS. The Board of Directors shall be established to govern the affairs of the Association consisting of at least nine but not more than twelve members, which shall be assembled as follows: (a) the five duly elected officers as provided for in Article IV, Section 2 and (b) at least four but not more than seven additional Board members as provided in Article IV, Section 3. Said Board of Directors shall meet when called together by the President or a majority of the then-current members of the Board of Directors. A vacancy for an unexpired term shall be filled by a majority vote of the Board of Directors.

Section 2. OFFICERS. The regular officers of the Association shall be President, President-elect, Vice President, Secretary and Treasurer.

Section 3. BOARD MEMBERS. In addition to the five elected officers of the Association, there shall be at least four but not more than seven permanent Board members. In addition, the Board of Directors may choose to recommend that additional ex-officio Board members be added for one term. One Board member may be the immediate past President, the others shall be elected. In addition to the above, the President of the Washington Finance Officers Association shall serve as an ex-officio member of the Board of Directors.

Section 4. NOMINATING COMMITTEE. The nominating committee (consisting of President, past President, and President-elect) shall submit a slate of officers and Board members to the membership at the November meeting and the election shall be held at that meeting. The suggested slate of officers shall be mailed to all members with the November meeting announcement.

Section 5. ELECTIONS. All officers and Board members shall be elected for a period of one year from January 1 through December 31 of the year following their election. Officers shall not hold the same office for more than two consecutive terms.

#### ARTICLE V: POWERS AND DUTIES OF OFFICES AND COMMITTEES

Section 1. PRESIDENT. The President shall be the presiding officer and the chief executive of the Association. The President shall have the authority to direct and supervise the activities of the Association at its regular, special or Board of Directors' meetings. The President shall be the presiding officer of the Board of Directors and call meetings whenever the President deems it necessary. The President shall be entitled to an annual honorarium not to exceed \$100 for representing PSFOA at business functions.

Section 2. PRESIDENT-ELECT. The President-elect shall exercise the powers and perform the duties of the President in the President's absence. The President-elect shall also perform other duties as assigned by the President, and shall chair the Program Committee. The President-elect shall also coordinate all arrangements for the monthly program and provide for a summary of said program for inclusion in the monthly meeting announcement.

Section 3. VICE PRESIDENT. The Vice President shall exercise the powers and perform the duties of the President-elect in the President-elect's absence. The Vice President shall make arrangements for the monthly meeting place and shall perform other duties as assigned by the President.

Section 4. SECRETARY. The Secretary shall record the minutes of the meeting of the Association, shall be the custodian of correspondence and other documents, and shall distribute monthly meeting announcements and maintain a current mailing list. The Secretary shall distribute dues statements annually and maintain records of current membership status.

Section 5. TREASURER. The Treasurer shall collect and be the custodian of all funds of the Association, disbursing the same for the conduct of Association business. The Treasurer shall forward copies of paid dues receipts to the Secretary for preparation of an accurate list of members.

Section 6. BOARD OF DIRECTORS. The Board of Directors shall be the governing body which acts for the Association and, during said periods, shall have the power to exercise all the authority of the Association not inconsistent with any action taken at a regular or special meeting of the Association. The Board of Directors shall have special powers to: (a) fill vacancies in the offices of the Association, (b) arrange for financing the affairs of the Association and provide for the immediate past President to perform an annual review of the records of the Treasurer, (c) authorize any member of the Board of Directors to represent the Association at designated functions and authorize payment of approved expenses for the appointed designate, and (d) exercise all other powers necessary and proper for the accomplishment of the objectives of the Association. During their term of office, all Officers and Board members are expected to actively participate in monthly meetings and attend the meetings of the Board of Directors. Failure to attend at least one meeting per quarter may, at the discretion of the other Board members, result in the Board member being asked to vacate his or her position.

Section 7. MEMBERSHIP COMMITTEE. The Membership Committee shall consist of the Past-President, Secretary, Treasurer and two members-at-large. The committee shall be responsible for annually reviewing the PSFOA membership and mailing list for possible addition of other persons or organizations for promotional or other administrative purposes.

#### ARTICLE VI: REGULAR AND SPECIAL MEETINGS.

Section 1. REGULAR MEETINGS. The Association shall meet once monthly, on the second Wednesday of each month except for the month of December. Meetings for the month of January and the months of the annual Washington Municipal Treasurers Association conference and the annual Washington Finance Officers Association conference shall be optional and be held at the discretion of the Board of Directors.

Section 2. SPECIAL MEETINGS. Special meetings may be held upon call of the President with the approval of the majority of the Board of Directors at such times as deemed advisable for the general welfare of the Association. Written notice shall be given to active members at least five (5) days in advance of such special meetings. Only those matters specified in the call may be considered at special meetings.

Section 3. BOARD MEETINGS. The Board of Directors shall meet at least twice a year. Board meetings may be held upon call of the President with the approval of a majority of the Board of Directors at such

times as deemed advisable for the general welfare of the Association. Written notice shall be given to active members at least five (5) days in advance of such special meetings.

Section 4. QUORUM. Those active members present shall constitute a quorum at all regular or special meetings of the Association. A majority of the then-current members of the Board of Directors shall constitute a quorum at meetings of the Board of Directors.

#### ARTICLE VII: AMENDMENT OF BYLAWS.

These bylaws may be amended at any regular meeting of the Association by a two thirds' majority vote of the members present, provided that written notice of the proposed amendment has been approved by a majority of the Board of Directors and has been distributed to all active members at least five (5) days before the meeting.

#### ARTICLE VIII: RULES OF ORDER.

The current edition of Robert's Rules of Order shall apply in matters not covered herein