

CONSTITUTION

ARTICLE I - PREAMBLE

We, the "Asian Pacific Islander Organization" (APIO), support the Natural Resources Conservation Service (NRCS) in its mission to conserve, enhance, and preserve the nation's natural resources. We have elected to form an organization to better assist in the NRCS delivery of program benefits and services to the Asian Pacific American (APA) community, which includes the Pacific Islander community, and to further expand opportunities for Asian Pacific Americans in NRCS. The Organization will showcase the value of APA NRCS employees' contributions to NRCS and the value of APA contributions to society. The APIO will promote a diverse workforce that includes APA employee representation at all grade levels in direct proportion to APA representation in the national and regional civilian workforce. APIO welcomes members of every race and ethnic background. With the following Charter and companion Bylaws, we will achieve our vision by:

- A. Assisting NRCS in the delivery of natural resources conservation program benefits and services to the APA community.
- B. Promoting Asian Pacific Americans as a vital component of a diversified NRCS workforce.
- C. Assisting NRCS in achieving proportionate representation of APA's in the NRCS workforce.
- D. Serving as a liaison for the NRCS APA workforce.

The Chief of NRCS and the United States Department of Agriculture have endorsed this Organization as a key partner of the Agency and Department.

ARTICLE II - NAME OF THE ORGANIZATION

The name of this Organization shall be the "Asian Pacific Islander Organization" (APIO). APIO will be referred to as the Organization in the Constitution and Bylaws.

ARTICLE III - ORGANIZATION MOTTO

Asian Pacific Americans - Partners for Progress and Success

ARTICLE IV - OBJECTIVES

The objectives of the Organization are to assist NRCS in the delivery of program benefits and services to the APA communities; to strengthen NRCS efforts in the recruitment, retention, development, and advancement of APA employees; to assist NRCS in the transfer of technical information to the APA communities, and to improve APA representation in all grade levels in NRCS.

The Organization will provide a forum that will fulfill the following objectives:

LIAISON TO THE APA CLIENT COMMUNITIES

- A. To serve as a partner and liaison among the APA community, APIO will work with NRCS/USDA, the National APA Program Manager, and conservation stakeholders to address natural resource management issues and promote natural resource conservation.
- B. To help NRCS understand and address the APA community's concerns regarding natural resource management issues.

- C. To assist NRCS in obtaining ideas from the APA community on ways to improve delivery of program benefits and services for a healthy land and a quality environment.
- D. To assist NRCS/USDA with identifying APA community leaders who can help promote effective delivery of program benefits and services to the APA community.
- E. To assist NRCS in the development and/or culturally acceptable multilingual resources for efficient technical transfer and/or outreach activities to better serve APA communities.

LIAISON TO THE APA NRCS WORKFORCE

- A. To promote recognition of APA employees as a vital part of the NRCS workforce.
- B. To foster a productive working relationship between APA employees, co-workers, and the leadership of NRCS.
- C. To heighten the awareness of NRCS leadership and employees of APA culture.
- D. To sponsor scholarships, training conferences, field days, and special events to showcase and enhance the technical and leadership skills of APA employees to meet the present and future needs of NRCS.
- E. To seek opportunities for APA employees to gain experience, visibility, and recognition.
- F. To sponsor a mentor program that is sensitive to the culture and the individual, and addresses professional needs of APA employees to aid in their retention, development, and advancement.
- G. To assist NRCS with increasing APA recruitment by strengthening the relationships between NRCS and APA in Higher Education (APAHE) and universities.
- H. To enhance APA employees' knowledge of issues at local, state, national, and international levels that have an impact on the management of natural resources concerns in USDA and NRCS.
- I. To promote a greater sense of pride, professionalism, and unity among all employees.

ARTICLE V - GOVERNMENT

The laws of this Organization shall consist of the Constitution, the Bylaws, Robert's Rule of Order, and any necessary and additional policy passed by the National Council.

ARTICLE VI - MEMBERSHIP

- A. Eligibility - Any person or organization subscribing to the Constitution and Bylaws of the Organization is eligible to apply for membership.
- B. Class - The membership in this Organization shall be the following classes as defined by the Bylaws:

- Charter
- Regular
- Life
- Student
- Honorary
- Associate
- Institutional

ARTICLE VII - MEMBERSHIP DUES

Membership covers the 12-month period of the calendar year. Dues will be determined by the National Council.

ARTICLE VIII - ORGANIZATION

This Corporation is organized exclusively for charitable purposes within the section 501(c) 3 of the Internal Revenue Code. Notwithstanding any other provision of the Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by the corporation exempt from Federal Income Tax

under section 501(c) 3 of the Internal Revenue Service Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law); or (b) by a corporation's contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Code).

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall be used for the benefit of, or be distributed to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes set forth in these Articles.

The governing body of the Organization consists of a National Council of five elected officers, the agency designated National Asian Pacific American Program Manager, and seven elected representatives from the seven regions. The officers are the President, Vice-President, Executive Vice-President, Treasurer, and Secretary. The National Program Manager is a non-voting advisor to the National Council.

The boundaries of the seven regions are:

1. East – (includes NRCS NHQ), Connecticut, Delaware, Maryland, Maine, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island, Vermont, West Virginia.
2. Midwest – Iowa, Illinois, Indiana, Michigan, Minnesota, Missouri, Ohio, Wisconsin.
3. Northern Plains – Colorado, Kansas, Montana, North Dakota, Nebraska, South Dakota, Wyoming.
4. South – Alabama, Arkansas, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, Oklahoma, Puerto Rico, South Carolina, Tennessee, Texas, Virginia, U.S. Virgin Islands.
5. West – Alaska, Arizona, California, Idaho, Nevada, New Mexico, Oregon, Utah, Washington.
6. Pacific Islands Area East – Hawaii.
7. Pacific Islands Area West – Pacific Basin

ARTICLE IX - CHAPTER

There is one national chapter of the Asian Pacific Islander Organization.

ARTICLE X – NOMINATION AND ELECTIONS

The President is a successive position. The Executive Vice President assumes office as the President after serving one two-year term. Officers and Regional Representatives of the National Council are elected for a two-year term as follows: The Executive Vice-President, Secretary, and Regional Representatives from the East, Midwest, Pacific Islands Area East, and West Regions shall be elected in odd numbered years (e.g., 2001, etc.). The Vice-President, Treasurer, and Regional Representatives from the Northern Plains, Pacific Islands Area West and South Regions shall be elected in even numbered years (e.g., 2002, etc.).

Any member of the organization seeking the office of Executive Vice President, Vice President, Secretary, Treasurer, or Regional Representative shall file an intention to run in writing with the Elections Committee 90 days prior to the election.

Regional representatives will be from, and elected by, the membership of the Region represented.

The Elections Committee shall provide a list of names of those nominated to each member 60 days prior to the annual business meeting. The election of all Officers and Regional Representatives shall be held 30 days prior to the annual business meeting (email, fax, mail-in ballot, web, or means determined by the National Council). The nominees receiving the largest number of votes shall be elected. In the event of a tie, the National Council will conduct a special ballot to determine the winner.

The terms of the newly-elected Officers and Regional Representatives shall be from the beginning of the annual business meeting. Newly-elected officers will take their positions during this time and their election will last for a period of two years.

The President and Executive Vice President will serve one two-year term. Any other Officer or Regional Representative may serve up to two consecutive terms in that office. The Treasurer, due to logistical circumstances, may serve up to two terms in that capacity. Treasurer requests to serve longer than two terms is subject to approval by the National Council.

In case of a vacancy, a replacement Officer or Regional Representative shall be appointed by the President with concurrence from the majority of the National Council. The appointee will serve only for the duration of the unexpired term of his/her predecessor.

Any member in good standing with Regular, Life, or Institutional membership in the Organization shall be eligible to vote in any election. Each Institutional membership will have one vote. Institutional membership does not confer the right to hold office. Student members are non-voting members.

ARTICLE XI - STANDING COMMITTEES

The National Council shall designate standing committees. Their duties shall be defined in the Bylaws. Work priorities of the committees shall be established by the strategic plan developed by the National Council.

Committee chairpersons shall report to the National Council through the Vice President.

Committee Chairpersons are responsible for developing a plan of action for any assignment by the Vice President. The plan should include issues, actions, person or persons responsible, and dates for completion. The Chairperson will submit to the Council a progress report (including a negative report if no action has been taken) on an as-needed basis through their liaison Council member. It is the duty and responsibility of the Committee Chairpersons to keep the Council informed of all activities within each committee.

ARTICLE XII - FINANCES, BOOKS AND RECORDS

No financial resource or net earnings of the Organization shall be used for the benefit of, or be distributed to, its members, Officers, Regional Representatives, or other private persons, except that the Organization shall be authorized and empowered by U.S. laws to pay a reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes set forth in Article IV.

Records and financial statements will be prepared in accordance with Generally Accepted Accounting Principles (GAAP).

ARTICLE XIII - ORGANIZATION PUBLICATIONS

The official publications of the Organization are:

- Organization Constitution
- Organization Bylaws
- Organization Directory
- Organization Newsletter
- Strategic Plan
- Web Site

The Organization shall not participate in the publishing or distribution of statements for any political campaign on behalf of any candidate for public office.

ARTICLE XIV - DISSOLUTION OF THE ORGANIZATION

A special meeting of the National Council shall convene to discuss and implement dissolution. Written approvals, in the form of a special ballot from members to authorize this meeting, will be prepared and mailed to members by the Secretary as directed by the National Council.

An affirmative, two-thirds vote of the Organization's voting members will be required to dissolve the Organization. The Organization shall be dissolved within sixty (60) days of the affirmative vote. A special ballot for this purpose shall be prepared and mailed to members.

Upon dissolution of this Corporation and after payment for its debts and obligations, any remaining assets shall be distributed to a non-profit fund, foundation, or corporation that is organized and operated exclusively for charitable, educational, religious, and/or scientific purposes, and that has established its tax exempt status under section 501(c)3 of the Internal Revenue Code.

ARTICLE XV - MEETINGS

An annual business meeting of the membership will be held. Training meetings will be held as appropriate. Meetings and voting as determined by the National Council may include but are not limited to email, fax, web, teleconference, or other means. The National Council may also call for a special meeting(s) if the need arises.

ARTICLE XVI - AMENDMENTS

Amendments to the Organization Charter and Bylaws will be proposed in writing by any Charter, Regular, Lifetime, and/or Institutional member at any regular or special meeting of the Organization, or through their Regional Representative. Amendments to the Bylaws must be proposed 30 days prior to the annual business meeting.

Amendments require a two-thirds vote of the voting membership present at the annual business meeting. Meetings and voting as determined by the National Council may include, but are not limited to, email, fax, web, teleconference, or other means.

Amendments shall become effective immediately upon adoption.

Asian Pacific Islander Organization (APIO)

NRCS Employees

BYLAWS

ARTICLE I - MEMBERSHIP

- A. Charter Membership**
Charter membership will be granted to those members of the Organization who financially supported the Organization prior to the adoption of the Constitution and the Bylaws.
- B. Regular Membership**
Any person eligible for membership shall be deemed a Regular Member upon payment of current annual dues.
- C. Life Membership**
Any person eligible for Regular Membership shall be deemed a Life Member upon payment of current lifetime dues.
- D. Student Membership**
Any student is eligible for Student Membership and shall have the rights and privileges of a Regular Member excluding the rights to hold office, make motions, and vote.
- E. Honorary Membership**
Any person is eligible for Honorary Membership for a year upon the majority vote of the eligible members present at meetings of the Organization. Honorary Members shall have the rights and privileges of Regular Members excluding the rights to hold office, make motions, and vote.
- F. Associate Membership**
Associate Membership may be granted to members of partner organizations such as SWCD's and Earth Team Volunteers. Partner organizations and Earth Team Volunteers who wish to join the Organization are included in this category. Associate Members shall have the rights and privileges of Regular Members excluding the rights to hold office, make motions, and vote. Associate Members shall have none of the obligations of Regular Members.
- G. Institutional Membership**
Organizations which subscribe to the purposes of the Organization are eligible for Institutional Membership after approval by two-thirds of the members present and voting at National Council meetings. Institutional Members shall have all the rights and privileges of a Regular Member except those of holding office. Each institution will be recognized as one member having one vote.

ARTICLE II – AUTHORITY AND DUTIES OF THE NATIONAL COUNCIL

Members of the National Council will consist of the President, Executive Vice-President, Vice President, Treasurer, Secretary, and Regional Representatives.

The major duties of the National Council shall be to:

1. Develop and maintain a strategic plan for the Organization.

2. Serve as the board of directors of the Organization.
3. Set the date, time, and place of the Organization's meetings.
4. Authorize necessary expenditures for any activity approved by the membership.
5. Authorize disbursement of funds over \$500.00.
6. Call upon Chairpersons of standing committees and ad hoc committee(s) to make presentations as deemed appropriate. (Such Chairpersons do not have voting privileges, or the right to make or second motions as a National Council Member.)
7. Be responsible for the well being of the Organization. The Audit Committee shall conduct a performance evaluation of the National Council at least once a year prior to the annual meeting.
8. National Council Members may serve as Chairperson of any standing committee.

A. President

The major duties of the President shall be to:

1. Serve as Chief Executive Officer of the Organization and preside at all meetings of the Organization and its National Council.
2. Act as official spokesperson for the Organization.
3. Fill the Organization's vacancies in the manner prescribed by the Constitution and Bylaws.
4. Appoint Chairpersons of standing and ad hoc committees.
5. Encourage all elected Officers and Chairpersons of committees to perform their respective duties.
6. Direct the Secretary to call regular and special meetings of the Organization and the National Council.
7. Perform such other duties as shall be imposed upon him/her by resolution of the National Council and/or the Organization.
8. Enforce observance of the Constitution and Bylaws.
9. The President shall not sign any agreement obligating the Organization to any conditions that are inconsistent with the Constitution and Bylaws, or established policies of the Organization.
10. The President or his/her appointed representatives may make commitments for the Organization subject to ratification by a majority of the National Council.
11. Provide information and data for the annual financial audit prior to the annual meeting.
12. The President shall be authorized to make emergency expenditures up to \$250 for special contingencies without prior approval. Emergency expenditures are subject to Council review.
13. The President will serve as an ex-officio member of all standing committees.
14. Upon leaving office, the outgoing President may serve as a non-voting advisor to the National Council for a period of one year.

B. Executive Vice-President

The major duties of the Executive Vice-President shall be to:

1. Assist the President and Vice-President in conducting the activities of the Organization.
2. Temporarily perform the duties of the President when the President is absent.
3. Complete the unexpired term of the President in the event that a vacancy occurs.
4. Develop policy/procedures for Article XI, Standing Committees.
5. Assist the Vice-President with providing oversight of all Committees, review plans of action on operations with all Committee Chairs, provide Committee progress reports to

the National Council, and develop a communication plan that provides for efficient flow of information between the National Council and the Committee Chairs.

6. Serve as a member of the Audit Committee.
7. Serve as a member of the National Council.

C. Vice-President

The major duties of the Vice-President shall be to:

1. Assist the President and Executive Vice-President in conducting activities of the Organization.
2. Assist the President and the Executive Vice-President in conducting the affairs of the National Council of the Organization
3. Provide oversight to Chairpersons of standing committees.
4. Appoint a Parliamentarian to provide expertise in the resolution of formal questions concerning the method and conduct of meetings of the Organization and its National Council in accordance with *Robert's Rules of Order*.
5. Serve as a member of the Audit Committee.
6. Serve as a member of the National Council.

D. Treasurer

The major duties of the Treasurer shall be to:

1. Properly collect annual membership dues through the issuance of bills for collection to all members no later than December 1 of each year, collect dues from new members, and issue a membership card to members having paid membership dues.
2. Have custody of all funds of the Organization. Deposit funds in savings and checking accounts in a bank approved by the National Council.
3. Maintain and report, as required by the National Council, a complete and accurate accounting of all funds of the Organization.
4. Maintain the procedure of disbursements and withdrawals.
5. Submit a written report at each regular meeting of the National Council and the Organization that covers receipts, expenditures, and balance of funds on hand.
6. Make full financial report at end of each calendar year, copies circulated to membership.
7. Be bonded by the Organization.
8. Update on an annual basis and provide upon request, a current list of members of the Organization to Regional Representatives, the National Council, and the Membership Committee. Develop a database that lists members by state, region and other information as needed by Regional Representatives and the National Council.
9. Serve as a liaison of the National Council with the Membership Committee Chair for membership drives.
10. Serve as an ex officio member of the Audit Committee.
11. Serve as a member of the National Council.

E. Secretary

The major duties of the Secretary shall be to:

1. Conduct such correspondence as the President of the Organization may direct.
2. Notify members, through Regional Representatives, of general or special meetings.
3. Prepare and distribute to members of the National Council and Standing Committees copies of the minutes of each of the meetings of the Organization and copies of other material as deemed necessary by the President.

4. Keep accurate and complete records of all proceedings of the Organization and National Council in the "Minutes Book" of the Organization. Be responsible for their preservation. When approved, these records shall serve as the official *Minutes* of the Organization.
5. Serve as a member of the National Council.

F. Regional Representative

The major duties of each Regional Representative shall be to:

1. Represent the membership in their respective administrative regions at general and special meetings of the Organization.
2. Inform membership in their respective administrative regions of general and special meetings of the Organization.
3. Present issues and concerns from members within their administrative regions, including amendments to the Organization Constitution and Bylaws.
4. Develop policies and procedures to assist members in their regions to voice issues, comments, and concerns to the National Council.
5. Serve as a member of the National Council.

ARTICLE III - COMMITTEES

- A. Standing committees will serve as the nuclei of the communications network through which members are informed of the items and issues of interest to the Organization.
- B. Chairpersons of these committees shall be members of the Organization who are appointed each year by the President, subject to approval of the National Council. Each Chairperson may select his/her own Vice-Chairperson and Secretary.
- C. Committee members and officers of standing and ad hoc committee(s) shall serve from the time of appointment until the following annual meeting of the APIO membership.
- D. Each Chairperson will be responsible for developing a Plan of Operation. The plan will be submitted to the National Council 60 days following their appointment.
- E. Standing Committees
 1. Natural Resources Committee
 - a. Establish a "Call for Technical Papers/Presentations" procedure to provide members with the opportunity to present papers during a training meeting.
 - b. Work with NRCS to ensure technical information is transferred from NRCS to the Asian Pacific American communities (urban and rural) to:
 - i. Lead in facilitating the development of a multilingual program and technology information.
 - ii. Lead in the identification and evaluation of the appropriate and innovative technologies and practices useful for APA communities.
 - iii. Assess and identify relevant resource concerns, agricultural and/or environmental science issues affecting APA communities for consideration for incorporation to NRCS programs and technical services.
 2. Communications Committee
 - a. Cooperate with other groups and associations to develop and disseminate newsworthy information that is of interest to APA in agriculture.

- b. Encourage news media, including trade journals, to publish and identify information that pertains to positive roles of APA in agriculture.
 - c. Enhance the awareness and roles APA have made in agriculture through various forms of communication.
 - d. Oversee the publication of a newsletter.
3. Mentoring/Recruitment/Career Development/Outreach Committee
 - a. Develop a marketing plan for the recruitment, retention, development, and advancement of APA in NRCS.
 - b. Facilitate recruitment of APA into USDA employment.
 - c. Facilitate efforts to enhance participation of APA in cooperative education programs.
 - d. Develop and maintain communication between the Organization and other organizations such as APAHE and colleges and universities that have a higher than average percentage of Asian Americans and Pacific Islanders. Attention will be focused on those two- and four-year institutions that have agriculture-related curricula, as well as high APA enrollment.
 - e. Develop and maintain contacts and relationships with APA-oriented organizations, groups, and agencies, as well as individuals with interests that are related to agriculture.
 - f. Develop, enhance, and support an NRCS mentoring program.
 - g. Develop strategies to strengthen the networking of APA employees and APA awareness of Asian Pacific American Employment Programs.
 - h. Affirm and strengthen APA heritage. Raise the awareness of Asian Pacific American heritage in NRCS.
4. Constitution, Bylaws, and Elections Committee
 - a. Review and recommend to the National Council for approval all proposed amendments to the Constitution and Bylaws in accordance with Article XVI of the Organization's Constitution.
 - b. This Committee is responsible for the nomination and voting process in order to conduct elections of the Organization as per the Constitution and Bylaws.
 - c. This Committee will have responsibility for the nomination and ballot processes, and will work with the Vice-President to conduct the elections for the Organization.
5. Budget/Ways and Means Committee
 - a. Provide guidance and the ways and means for raising funds to accomplish the goals and objectives of the Organization. The Committee shall plan and recommend the scheduling of special fundraising activities.
 - b. Develop and present the annual and multi-year budget of the Organization for approval by the National Council.
6. Awards and Scholarship Committee
 - a. Develop and recommend guidelines that lead to the implementation of the annual APIO Scholarship Program.
 - b. Establish an objective screening process to evaluate all scholarship applications.
 - c. Present and recommend scholarship applicants to the National Council for approval.
 - d. Coordinate with the Ways and Means Committee to conduct fundraising activities specifically earmarked to support the scholarship program as authorized by the National Council.

- e. Coordinate with the Communications Committee to promote and advertise the availability of scholarships to the membership.
 - f. Request nominations for awards from members.
 - g. Award categories include Leadership/Visionary Award; Award of Excellence in Natural Resources Conservation; Award of Excellence in Asian Pacific Islander Community Outreach; Outstanding Member Award; Special Achievement Award; and Outstanding SEPM Award.
 - h. Work with the webmaster to post candidates' biographies to the APIO web page.
 - i. Assemble and distribute elections forms and instructions to membership.
7. Grants Committee
- a. Establish and prioritize a list of needs, projects, and services for which APIO would like to procure funding. APIO will focus on activities related to APA professional development, training, and outreach to APA farmers/ranchers/landowners.
 - b. Research and develop a coalition with Philanthropic Organizations whose mission is in alignment with APIO priorities and interests.
 - c. Work with the Treasurer to develop an accounting process to track and distribute awarded funds from grantor Organizations. Establish a dedicated *APIO Grants* account in which to earmark funds.
 - d. Work with the Council members, National SEPM, and existing APIO Committees to develop proposal(s) and criteria that meet both our mission and that of the Grantor/Committee.
 - e. Submit full proposal(s) to the Grantors, as appropriate.
 - f. Track implementation of successfully funded projects and report our progress to the Grantor according to their timeline.
 - g. Provide an annual written report of the Grants Committee progress to the National Council.
8. Asian American/Pacific Islander Farmer-of-the-Year Award Committee
- a. Asian American/Pacific Islander Farmer of the Year Award Committee will be composed of three APIO members, selected by the National Council.
 - b. One AA/PI Farmer award will be presented each year.
 - c. The award will be presented to AA/PI farmers or ranchers making exceptional efforts and exhibiting the highest commitment to conserving, enhancing, maintaining, or protecting our Natural Resources.
 - d. AA/PI award subcommittee will operate under the APIO Awards Committee.
 - e. All AA/PI Farmer of the Year nominations will be made through the State Conservationist.
 - f. A plaque will be awarded, along with \$500.00 cash to the winner (amount can be changed with simple majority vote of the National Council).
 - g. An article of awardees' conservation accomplishments will be printed in the local newspaper to recognize the individual.
9. Audit Committee
- a. This Committee shall consist of the Executive Vice President, Vice President, and Chairperson of the Budget Ways and Means Committee as official members.
 - b. The President and Treasurer as ex-officio members.
 - c. The Executive Vice President shall be the Chairperson of the Audit Committee.

- d. The Committee shall audit the books of the Association annually by December 15th of the current year and report the findings to the National Council.
10. Ad Hoc/Conference Committee(s)
The President may appoint any ad hoc committee(s), or representatives to other organizations, whenever deemed advisable by the National Council.
11. Membership Committee
The Regional Representatives will be assigned to this Committee. They will be responsible for assisting with updating the membership list and directory annually and conducting the membership recruitment.

ARTICLE IV - MEETINGS

Meetings of the general membership shall be called at least once a year by the President on a date, time, and place set by the National Council, and at such other times as a majority of the National Council so requests. Meetings and voting as determined by the National Council may include but are not limited to email, Fax, web, teleconference, or other means.

ARTICLE V - PROCEDURE

All meetings of the Organization, to include the National Council, shall be conducted in an orderly, democratic manner. In case of dispute, the most recent available edition of *Robert's Rule of Order* shall apply.

ARTICLE VI - QUORUM

- A. A quorum for the transaction of business at any meeting of the Organization shall consist of two thirds of members present at an Annual meeting of the Organization.
- B. A National Council quorum shall consist of two thirds of the members of the Council.
- C. All members of the National Council may not be able to be physically present at a common meeting location; therefore, all means of available communication will be used to conduct Council meetings and to meet the quorum requirements.

ARTICLE VII - DISBURSEMENTS

- A. Disbursements of funds over \$500.00 shall require approval of the National Council.
- B. The president may make disbursements not exceeding \$250 without prior approval of the Council.


ARTICLE VIII - INFORMATION DISSEMINATION

- A. The President shall develop and disseminate by appropriate means information on important APA matters to members of the Organization.
- B. The Communications Committee shall develop an annual plan for communication and information dissemination for presentation to the membership.

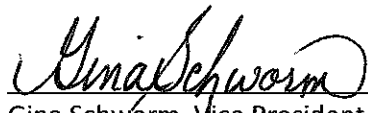
The Constitution and Bylaws were adopted at an official meeting of the general membership on October 6, 2011, as amended. This action is so recorded in the official minutes of said meeting.

 11/4/11

Jay T. Mar, President

 11/7/11


Angela L. Biggs, Executive Vice President



Gina Schworm, Vice President



Oliver Miranda, Secretary

 1/4/2012

Nick Vira, Treasurer

JAN 4 2012