

The Bylaws of the National Certified Public Manager® Consortium

Article I The Organization

The purpose of the National Certified Public Manager® Consortium is to approve and accredit Certified Public Manager® (CPM) programs, promote high standards, facilitate program development, encourage innovation and develop linkages with programs and organizations with similar interests. The Consortium does this by setting competency-based standards that govern the entire process of program development, accreditation, implementation, and continuous improvement towards our mutual goals.

The National Certified Public Manager® Consortium is incorporated as a 501 (c)(6) in the state of North Carolina under IRS Code.

Certified Public Manager® is a registered service mark owned by the National Certified Public Manager® Consortium.

Article II Membership Applications for Admission and Status

Programs for individual states of the United States of America and its Territories, quasi-governmental organizations, organizations with a public purpose, and other designated programs may be considered for admission.

2.1 Associate Status

- 2.1.1 Eligible organizations with an interest in establishing a Certified Public Manager® program may submit a written request for admission to the Consortium.
- 2.1.2 Upon a favorable majority vote by the Executive Council, the organization shall be granted *Associate* status.
- 2.1.3 *Associate* status shall be granted for a two-year period and may be renewed for one additional one-year term by approval of the Executive Council.
- 2.1.4 *Associate* programs may not award the Certified Public Manager® designation.

2.2 Active Status

- 2.2.1 Organizations in *Associate* status that have secured support for a proposed Certified Public Manager® program may request *Active* status in writing to the Consortium.
- 2.2.2 The application shall include a letter from the Governor, University President, or other appropriate executive-level official which demonstrates sustainable support for the proposed program.
- 2.2.3 *Active* status shall be granted upon a majority vote of the Board of Directors.
- 2.2.4 *Active* status shall be granted for a two-year period while the organization develops a program for accreditation and may be renewed for one additional one-year term by approval of the Board of Directors. Cases of hardship shall be reviewed by the Board of Directors and additional time may be granted.
- 2.2.5 *Active* programs may not award the Certified Public Manager® designation.

2.3 Accredited Status

- 2.3.1 Upon favorable review, recommendation from the accreditation team and an affirmative majority vote by the Board of Directors, *Accredited* status shall be granted to the organization.
- 2.3.2 Accreditation is granted for six years as long as the program remains in compliance.
- 2.3.3 Accredited programs may award the Certified Public Manager® designation.
- 2.3.4 **Initial Accreditation**
 - 2.3.4.1 Organizations in *Active* status may request an initial accreditation review in writing to the Consortium Chair.
 - 2.3.4.2 Requests for initial accreditation shall be submitted no later than six months before the program expects to award the Certified Public Manager® designation.
- 2.3.5 **Continuing Accreditation**
 - 2.3.5.1 Organizations in *Accredited* status shall request in writing continuing accreditation at the Annual Meeting prior to accreditation expiration.

2.4 Deferred Accreditation Status

- 2.4.1 An *Accredited* program may be deferred for cause by action of the Board of Directors or by request of the program.
- 2.4.2 *Deferred Accreditation* status is granted by a majority vote of the Board of Directors.
- 2.4.3 *Deferred Accreditation* programs may not award the Certified Public Manager® designation.
- 2.4.4 *Deferred* status shall be for a period of one year from the date of original action by the Board of Directors placing them in *Deferred Accreditation*. Progress reports are due to the Executive Council every three months during this period.

- 2.4.5 The program must complete an accreditation review with a positive recommendation for accreditation before the Board of Directors considers restoring *Accredited* status.
- 2.4.6 At the end of one year if the program has not been granted *Accredited* status the program shall be terminated from the Consortium.

2.5 Inactive_Status

- 2.5.1 An *Accredited* program may be placed in *Inactive* status for cause by a vote of the Board of Directors or Executive Council when authorized by the Board of Directors and given 90 days to come into compliance.
- 2.5.2 For cause means lack of compliance with Consortium governing documents (i.e., the Constitution, Bylaws, Standard Operating Procedures). The Consortium Board has the discretion to determine what cause/s may result in changing a program's status. For a detailed list of causes, see the Standard Operating Procedures.
- 2.5.3 After 90 days in *Inactive* status without coming into compliance, the program shall be terminated by a majority vote of the Board of Directors.
- 2.5.4 *Inactive* status programs may not award the Certified Public Manager® designation.

2.6 Withdrawal

- 2.6.1 Programs may request withdrawal from the Consortium in writing to the Chair of the Board of Directors.
- 2.6.2 Withdrawal from the Consortium means that there is no Certified Public Manager® program in that approved jurisdiction and the Consortium will consider admission applications from qualified organizations.

2.7 Termination

- 2.7.1 The Board of Directors may terminate a program from the Consortium for lack of compliance with Consortium governing documents.
- 2.7.2 Termination from the Consortium means that there is no Certified Public Manager® program in that approved jurisdiction and the Consortium will consider admission applications from qualified organizations.

2.8 Program Standards

- 2.8.1 *Accredited* programs will meet the competency-based standards set by the Consortium. Key concepts shall include a public service mission, core competencies, adequate resources, program capacity, planning, implementation, effectiveness, and sustainability.

Article III

Organizational Leadership & Administration

3.1 Board of Directors

- 3.1.1 The Board of Directors shall be composed of representatives from programs in *Accredited* and *Active* status.
- 3.1.2 Each *Accredited* and *Active* program shall be permitted to designate two representatives to the Board of Directors, a primary representative, for voting purposes, and an alternate. Both representatives are encouraged to participate fully. Designated representatives shall be recorded with the Consortium Administrator.
- 3.1.3 Each program will have one vote.
- 3.1.4 All programs are required to send a primary and/or alternate representative to the Annual Meeting, and are strongly encouraged to also participate in the Midyear Meeting.
- 3.1.5 **Role of the Board of Directors**
 - 3.1.5.1 The Board of Directors is actively involved in developing policy to advance the goals of the organization.
 - 3.1.5.2 The Board of Directors will direct the activities of the Consortium.
 - 3.1.5.3 The Board sets the Accreditation standards to maintain the quality of Certified Public Manager® programs.
 - 3.1.5.4 The Board determines program status and awards, defers, or denies accreditation.
- 3.1.6 **Duties and Responsibilities of the Board of Directors**
 - 3.1.6.1 Provide leadership to clarify and sustain the mission of the Consortium.
 - 3.1.6.2 Always act in accordance with the Constitution and Bylaws, and to achieve the Consortium's mission through prudent and ethical action.
 - 3.1.6.3 Attend the annual business meeting and actively participate in the decision-making process.
 - 3.1.6.4 Review and approve the annual budget and its financial goals to assure the Consortium's financial stability.
 - 3.1.6.5 Participate in establishing and implementing strategic plans and objectives.
 - 3.1.6.6 Participate actively in committee and/or goal team work to accomplish the Consortium's strategic objectives.
 - 3.1.6.7 Finance their own participation as a Board member.
 - 3.1.6.8 Assure program compliance with all Consortium requirements.

3.2 Executive Council

- 3.2.1 The Chair, Chair-elect, Secretary, Treasurer, Immediate Past Chair, six Members-at-Large, and the Consortium Administrator (non-voting), will constitute an Executive Council of the Consortium Board.

3.2.2 Role of the Executive Council

3.2.2.1 The Executive Council may conduct the business of the Consortium, as delegated by the Board of Directors and as designated in the governing documents, at times other than meetings of the Board of Directors.

3.2.2.2 The Executive Council is actively involved in identifying, exploring, and proposing policy to the Board of Directors to advance the goals of the organization.

3.2.2.3 In addition, the Executive Council is instrumental in assisting the Board in implementing Board policy and resolving pressing matters.

3.2.2.4 The Board may refer matters to the Executive Council.

3.2.3 Duties and Responsibilities of the Executive Council

3.2.3.1 Provide leadership to the organization.

3.2.3.2 Attend and actively participate in Annual, Midyear, and Executive Council meetings, including new member orientation.

3.2.3.3 Actively participate on committees and goal teams.

3.2.3.4 Serve on a committee or champion a specific strategic goal as identified by the Board or Executive Council, and as assigned by the Consortium Chair.

3.2.3.5 Follow up with members on assigned work.

3.2.4 Qualifications for Elected Executive Council Members

3.2.4.1 The following general qualifications are required when selecting Executive Council candidates:

3.2.4.2 Must be a **primary** Board representative or designated alternate from a fully Accredited CPM program in good standing.

3.2.4.3 No two Executive Council members may be from the same CPM program.

3.2.4.4 Must be able to participate fully in Annual and Midyear meetings and all meetings at the call of the Chair.

3.2.5 Executive Council Member-at-Large

3.2.5.1 The Members-at-Large (MAL) each serve a two-year elected position.

3.2.5.2 There are six MAL positions, elected on alternate years. On even years, three (3) are elected. On odd years, three (3) are elected.

3.2.6 Removal for Cause

3.2.6.1 The Board of Directors may remove an Executive Council member for failing to fulfill the required responsibilities of that position.

3.2.7 Vacancies in Executive Council

3.2.7.1 In the event of a vacancy in any of the offices or among any of the Members-at-Large; the Executive Council shall appoint replacements from among the *Accredited* programs.

3.2.7.2 Individuals appointed to fill vacancies shall complete the term and shall be eligible for election to a full term of office.

3.3 Officers

3.3.1 Chair

3.3.1.1 The Chair will call and preside at all business meetings of the Board of Directors and Executive Council.

3.3.1.2 The Chair will develop the meeting agenda with support from the Administrator.

3.3.1.3 The Chair will oversee the business activities of the Consortium.

3.3.1.4 The Chair will appoint committees, goal teams, task forces or special working groups, and will confirm or appoint each respective chair, as required.

3.3.2 Chair-elect

3.3.2.1 The Chair-elect will oversee and coordinate all activities of the strategic goal teams.

3.3.2.2 The Chair-elect will assume the duties of the Chair in the Chair's absence at a required meeting.

3.3.3 Secretary

3.3.3.1 The Secretary will oversee and coordinate all activities of the initial and continuing accreditation committee process.

3.3.3.2 The Secretary will oversee and advise an appointed recorder in the preparation of records of Annual and Midyear business meetings and their distribution to the Board of Directors.

3.3.3.3 The Secretary will assume the duties of the Chair-elect in the Chair-elect's absence at a required meeting.

3.3.4 Treasurer

3.3.4.1 The Treasurer will oversee the management and reporting of the organization's finances. This includes the review and audit of financial reports prepared by the Administrator; keeping the Board of Directors regularly informed of key financial events, trends, concerns, and assessment of fiscal health; overseeing the development and observation of the organization's financial policies.

3.3.5 Immediate Past Chair

3.3.5.1 The Immediate Past Chair shall chair the Nominating Committee. The Immediate Past Chair shall also serve as the Consortium historian to assure the historical record is kept current annually.

3.3.5.2 Vacancy in Immediate Past Chair shall defer to the most recent Immediate Past Chair.

3.4 Administration

3.4.1 Administrator

The Administrator is contracted by the Board of Directors to conduct the business of the organization on its behalf. This position is a non-voting member of the Executive Council and Board of Directors.

3.4.2 Recorder

The recorder shall be appointed by the Chair and provided, whenever possible, by the host program at the Midyear and Annual Meetings of the Consortium Board to prepare the record for said meeting under the oversight and assistance of the Secretary and Administrator.

Article IV **Dues and Fees**

- 4.1** Annually, the Board of Directors shall approve fees for accreditation reviews and annual dues for Consortium programs as part of the budget process.
- 4.2** Dues and fees changes shall not be retroactive.
- 4.3** Failure to pay applicable dues and fees may result in action by the Board of Directors up to and including termination of the program.

Article V **Business Meetings**

5.1 Annual Meeting

The purpose of the Annual Meeting of the National Certified Public Manager[®] Consortium is to provide the Board of Directors and the full Consortium membership an opportunity to meet and conduct Consortium business.

5.2 Midyear Meeting

The purpose of the Midyear Meeting is to provide the Executive Council with an additional opportunity to conduct business that may require special or immediate attention or that must be completed before the Annual Meeting is convened. All Board Members are strongly encouraged to participate.

5.4 Committee, Goal Team, Task Force, and Additional Meetings

5.4.1 Committees, goal teams, and task forces are formed to address issues of strategic importance, including goals identified in the Consortium's strategic plan. Meetings are scheduled throughout the year by the Committee Chairs.

- 5.4.2 Committees, goal teams and task force chairs have the responsibility of providing oral and written summary report to either the Board of Directors or the Executive Council at Annual and Midyear Meetings.
- 5.4.3 Additional meetings may be called by the Chair or by call of a simple majority of the Executive Council.

Article VI

Parliamentary Authority, Voting and Quorum

6.1 Parliamentary Authority

The business of the Consortium shall be conducted according to the Rules of Order adopted by the Board of Directors as designated in the Standard Operating Procedures of the National Certified Public Manager® Consortium.

6.2 Voting & Quorum Definition

- 6.2.1 Voting may be done at any meeting of the Board of Directors, electronically or by mail.
- 6.2.2 Each *Accredited* and *Active* program will have one vote.
- 6.2.3 Each program will designate a primary representative, for voting purposes, and an alternate to vote in the absence of the primary representative.
- 6.2.4 In the absence of representatives, a program may designate a proxy through written notification to the Board of Directors.
- 6.2.5 For votes requiring representation of the Board of Directors, a quorum is defined as a majority of *Accredited* and *Active* programs.
- 6.2.6 For votes requiring representation of the Executive Council, a quorum is defined as a majority of Executive Council members.

Article VII

Amendment Procedures

- 7.1 These Bylaws may be amended by a majority vote of the Board of Directors.
- 7.2 Proposed amendments to the Bylaws shall be distributed to the Board of Directors at least thirty days prior to a vote.
- 7.3 Voting on such amendments may be done at any meeting of the Board of Directors, electronically or by mail.
- 7.4 Votes shall be ratified.

7.5 Exceptions to these Bylaws

- 7.5.1 The Board of Directors may grant a program an exception to the Bylaws of the Consortium. Such exceptions may be granted when, in the opinion of the Board it would be equitable considering the circumstances of the requesting program and other programs who are similarly situated or when, in the opinion of the Board, the circumstances peculiar to the requesting program are such that enforcing that Bylaw will not accomplish the intended purpose or will work a substantial hardship on the requesting program.
- 7.5.2 A request for an exception must be filed in writing by the requesting program to the Consortium Administrator not less than 30 business days before the meeting of the Board of Directors at which the request is to be considered, and shall include facts and circumstances supporting the request.
- 7.5.3 Exceptions to the Bylaws of the Consortium must be approved by a 2/3 majority vote of the Board of Directors at any meeting of the Board of Directors, electronically or by mail.