

# AMERICAN ACADEMY OF CERTIFIED PUBLIC MANAGERS®

## CONSTITUTION AND BYLAWS

### Article 1. Name and Purpose

**1.1 Name.** The name of this organization shall be the American Academy of Certified Public Managers® (Academy).

**1.2 Purpose.** The purpose of the Academy shall be to unite Certified Public Managers®, Public Management Practitioners and strategic partners to encourage the acceptance of management in government as a profession; to promote high professional, educational and ethical standards in public management; to improve communication, cooperation and coordination among public entities; to foster leadership through example and innovation; and to facilitate positive changes which enhance the delivery of public service.

### Article 2. Memberships

**2.1 Members.** The categories of members are:

- **Certified Public Manager®:** A fully accredited Certified Public Manager®
- **Public Management Practitioner:** An individual who currently works in public service as a supervisor, manager, or higher level
- **Contributing Member:** A CPM Program Director or faculty member, or other individual who supports the mission and vision of the American Academy of Certified Public Managers®
- **Emerging Professionals:** Anyone currently enrolled in a Certified Public Manager® program, Bachelors or Masters program in Public Administration, Public Policy, Political Science or Business Administration
- **Retired Member:** Anyone who has retired from the field of public service and remains committed to the principles of AACPM
- **Honorary Member:** An individual who has performed notable service to or support for AACPM or the profession of public management. Honorary members do not pay dues.
- **Corporate, University or Organization Member:** Academic organizations, Government and Non-Government entities, corporations, associations who support AACPM through financial assistance, in-kind contributions and/or technical assistance.

**2.2 Member in Good Standing** is any person who has fulfilled the requirements for membership as outlined in the membership categories, is current in payment of dues or fees and who neither has voluntarily withdrawn from membership nor has been expelled or suspended from membership after appropriate proceedings consistent with lawful provisions of the Academy's constitution and bylaws.

**2.3 Rights and Responsibilities of Members.** Every member is entitled to attend any general meeting of the Academy. Every member excluding Corporate, University or Organization Member is entitled to one vote during the Annual Business meeting. A member in good standing of the Academy shall be entitled to use the designation "Member of the American Academy of Certified Public Managers<sup>®</sup>" with the Academy logo. It is the responsibility of every member to notify the Academy with any change in contact information.

**2.4 Suspension of Membership.** A member may resign from the Academy by submitting a written resignation. The action of immediate suspension of membership will be initiated by the Academy Board for the following reasons:

- A finding of improper conduct or conduct unbecoming a member upon a confidential investigation by the Ethics Committee of allegations made against the member.
- During an investigation by the Ethics Committee, conclusive evidence is found of gross misconduct causing irreparable harm to our profession or organization, maleficence, improper conduct or conduct unbecoming a member.
- The decision of the Academy Board shall be final.

**2.5 Expulsion of a Member.** A member whose personal conduct or fitness is such as to make further affiliation with the Academy undesirable may be expelled from membership. The same process applicable to the suspension of a member for cause shall be followed.

**2.6 Reinstatement.** A member suspended due to resignation from the Academy may be reinstated upon becoming a member in good standing .

- A member suspended due to nonpayment of dues or other monetary obligations shall be reinstated upon payment to the Academy.
- A member suspended or expelled from the Academy for cause may be reinstated upon written application to the President of the Academy and a majority vote of the Board of Directors.

### **Article 3. Officers**

**3.1 Officers.** The officers of the Academy shall be the President, President-Elect, Immediate Past-President, Secretary, Treasurer, Director of Communications, Director of Membership, Director of Education.

**3.2 The President** shall be the chief executive officer of the Academy and shall be responsible for the management of its operation. The President shall supervise the administration of the Academy, including the implementation of policies adopted by the Academy Board and those approved by the membership. The President may not seek election as President-Elect earlier than one year following their end of the term as President. The President shall be a Certified Public Manager<sup>®</sup>

**3.3 The President-Elect** shall succeed to the office of President upon expiration of the President's term. The President-Elect shall chair the Elections Committee and Finance Committee; and perform other duties as directed by the President. The President-Elect shall be a Certified Public Manager<sup>®</sup>

**3.4 The Secretary** shall record the minutes of Academy Board meetings and the Annual Business meeting; serve as custodian of the Constitution and Bylaws, Standard Operating Procedures, records and files of the Academy; send notice of all meetings of the Board and membership; coordinate the functioning of the Annual Business meeting; and perform other duties as directed by the President. All members shall be notified electronically via email, social media and through the Academy's website.

**3.5 The Treasurer** shall assume responsibility for the financial affairs of the Academy; receive and maintain receipts including dues; make necessary disbursements for duly authorized purposes; serve as a member of the Finance Committee; make recommendations concerning the Academy's financial affairs to the President; and perform other duties as directed by the President.

**3.6 The Immediate Past President** shall chair the Bylaws Committee and Standard Operations Committee and perform other duties as directed by the President.

**3.7 The Director of Membership** shall maintain the official membership roster, perform duties directly related to the Academy membership; shall act as an advocate for the membership and perform other duties as assigned by the President.

**3.8 The Director of Communications** shall perform duties related to various Academy promotions, publications, communications and social media, and perform other duties as assigned by the President.

**3.9 The Director of Education** shall make recommendations to the Board for educational programming and perform other duties as assigned by the President.

**3.10 The Consortium Liaison** appointed to attend meetings of the Consortium and provide updates of the Academy. The Consortium Liaison shall be an ex-officio member of the Board.

**3.11 Vacancies.** In the event of the absence, death or resignation of the President, the President-Elect shall become President and assume responsibility for the functions of the Academy. If the office of President-Elect becomes vacant, the membership shall elect a successor. If any other elective office becomes vacant, the Academy Board shall elect an eligible member to fill the office for the unexpired term. Service in an office for an unexpired term does not make that officer ineligible for nomination or election to an office. If the President-Elect completes the unexpired term of the President, they are still

expected to complete their full term as a result of their original succession to President from President-Elect.

**3.11 Removal of an Officer.** Any officer of the Academy may be removed from office for cause, that is, misconduct or neglect of duty in office. The procedure to be followed shall be outlined in the Standard Operating Procedures under the section covering the "Responsibilities & Restrictions of the Board of Directors, Removal of an Officer.

#### **Article 4. Academy Meetings**

**4.1 Annual Business Meeting.** The Academy shall hold at least one meeting each Academy year at a time and place prescribed by the Academy Board. The Board will approve the final dates and location of the Annual Business meeting. Attendance is open to any Academy member in good standing. Notice of the meeting shall be given to members of the Academy at least three months prior to the meeting.

**4.2 Special Meetings.** In addition to the Annual Business meeting, the Academy may hold such meetings, including special meetings, as the Academy Board may prescribe.

**4.3 Electronic Meetings.** Meetings of the Academy Board, Executive Committee the Annual Business Meeting and committee meetings can be held electronically.

#### **Article 5. The Academy Board**

**5.1 Board Composition.** Academy Board shall consist of the President, President-Elect, Immediate Past-President, Secretary, Treasurer, Director of Communications, Director of Membership, Director of Education. An appointed liaison representing the Consortium shall be an ex-officio member of the Academy Board.

**5.2 Powers and Functions.** The Academy Board shall be responsible for the general operation of the Academy, outside of the Annual Business meeting. The Academy Board shall appoint chairpersons as it deems necessary to carry out the objectives of the Academy Board.

**5.3 Executive Committee** shall consist of the President, President-Elect, Immediate Past-President, Secretary, Treasurer of the Academy Board.

**5.4 Election.** The President-Elect, Secretary, Treasurer, Director of Communications, Director of Membership and Director of Education shall be elected by vote of the membership from the slate of nominees presented by the Elections Committee. When possible, the slate should include a minimum of two names per office. Election to office shall be by majority vote. Elections can be conducted by ballot or electronically.

**5.5 Term of Office.** The Academy President and President-Elect shall serve for one year, beginning January 1 and ending December 31 of the same year. The Academy Secretary and Academy Treasurer shall serve two consecutive years. The Secretary is elected in odd numbered years and the Treasurer is elected in even numbered years. Beginning in 2017, the Director of Communications shall be elected to a one-year term; the Director of Membership and Director of Education shall be elected to a two-year

term. Thereafter, the Director of Membership and Director of Education shall be elected in odd-numbered years and the Director of Communications shall be elected in even-numbered years by vote of the membership.

**5.6 Meetings of the Board.** The Academy Board shall meet at the annual conference, and upon agreement of the Board, may meet one other time each Academy year. Special meetings of the Board may be held on call of the President, or at the request of three (3) or more members of the Board.

**5.7 Quorum.** Five (5) members of the Academy Board shall constitute a quorum.

## **Article 6. Committees**

**6.1 Elections Committee.** The Board of Elections is an empowered committee responsible for conducting nominations, elections and all referenda for the Academy. The President-Elect shall chair the Board of Elections, which shall consist of two (2) other Academy members who are not members of the Academy Board.

**6.2 Bylaws Committee.** The Bylaws Committee shall be responsible for proposing changes or amendments to the Constitution and Bylaws of the Academy.

**6.3 Ethics Committee.** The Ethics Committee shall be responsible for proposing changes or amendments to the Code of Ethics. The Immediate Past President shall chair the committee, of six (6) members.

**6.4 Finance Committee.** The Finance Committee shall be responsible for preparation of the Academy's annual budget, ensuring completion of financial records reviews and audits, and for implementation and oversight of financial recommendations approved by the membership or the Academy Board. The President-Elect shall chair the committee, which shall consist of the Treasurer, and at least three (3) members appointed by the Board.

**6.5 Henning Award Committee.** The Henning Award Committee is responsible for annually selecting the Henning Award recipient and coordinating the presentation of the award at the Academy's annual meeting. The last Henning Award recipient shall chair the committee, of least four (4) additional members appointed by the Board.

**6.6 Askew Award Committee.** The Askew Award Committee is responsible for the coordination of the awarding of one Askew Award per Certified Public Manager® program.

**6.7 Communications Committee.** The Communications Committee shall be responsible for reviewing Academy publications to ensure they represent the national view, to oversee Academy communications efforts including the publication of Academy newsletter, the maintenance of the Academy web site, and the use and control of Academy social media accounts. The Director for Communications shall chair the committee, which shall consist of a minimum of two (2) other members appointed by the Board.

**6.8 Scholarship Committee.** The Scholarship Committee in coordination with the Certified Public Manager® Education Foundation shall be responsible annually for selecting the Wilkinson Scholarship recipient(s) and coordinating the presentation of the award at the Academy's Annual Business meeting. Whenever possible a previous Wilkinson Scholarship recipient shall chair the committee, which shall be composed of five (5) members appointed by the Board.

**6.9 Conference Committee.** The Conference Committee shall be responsible for planning, coordinating and administering the Academy Conference and events. The chairperson shall be appointed by the Board.

**6.10 Ad Hoc Committees.** The Academy board may establish ad hoc committees as necessary to carry out its function.

### **Article 7. Academy Year**

**7.1** The **Academy year** shall mean a calendar year.

### **Article 8. Dues and Assessments**

**8.1 Dues and Fees.** The Academy Board shall determine the annual dues and/or any fees. Annual dues is due and payable to the Academy by January 1st. Members may join at any time of the year upon payment of prorated dues.

### **Article 9. Constitution and Bylaws**

**9.1 Adoption and Amendment.** The membership shall adopt a Constitution and Bylaws consistent with the purpose of the Academy. The Constitution and Bylaws may be amended at any annual meeting by a 2/3 vote of voting members. Not later than two months before the Annual Business meeting, any proposed amendments shall be filed with the Secretary. Thirty (30) days notice of any proposed Bylaws change shall be given to members. Unless otherwise prohibited, an amendment is effective upon adjournment of the meeting at which it is adopted.

**9.2 Correction.** Upon adoption of an amendment to the Bylaws, the Secretary may correct punctuation, grammar, or numbering where appropriate in the Bylaws, if the correction does not change the meaning.

### **Article 10. Rules of Order**

**10.1** All questions of procedures not covered by the Academy's Constitution and Bylaws shall be determined in accordance with "Robert's Rules of Order Newly Revised".

### **Article 11. Dissolution**

**11.1 Dissolution.** Upon dissolution of the American Academy of Certified Public Managers®, all of the organization's assets remaining after payment of all costs and expenses of such dissolution shall be distributed to the CPM Education Foundation or

other organizations that qualify under state tax regulations and are approved by the Board of Directors. None of the assets will be distributed to any member, officer, or trustee of the dissolved organization.

## **PROPOSED STANDING RULES:**

### Dues Structure:

- **Certified Public Manager®:** A fully accredited Certified Public Manager® - \$50.00 (\$48 dues + \$2.00 processing fees)
- **Public Management Practitioner:** An individual who currently works in public service as a supervisor, manager, or higher level - \$50.00 (\$48 dues + \$2.00 processing fees)
- **Contributing Member:** A CPM Program Director or faculty member, or other individual who supports the mission and vision of the American Academy of Certified Public Managers® - \$50.00 (\$48 dues + \$2.00 processing fees)
- **Emerging Professionals:** Anyone currently enrolled in a Certified Public Manager® program, Bachelors or Masters program in Public Administration, Public Policy, Political Science or Business Administration - \$25.00 (\$24 dues + \$1.00 processing fees)
- **Retired Member:** Anyone who has retired from the field of public service and remains committed to the principles of AACPM - \$25.00 (\$24 dues + \$1.00 processing fees)
- **Honorary Member:** An individual who has performed notable service to or support for AACPM or the profession of public management. Honorary members do not pay dues.
- **Corporate, University or Organization Member:** Academic organizations, Government and Non-Government entities, corporations, associations who support AACPM through financial assistance, in-kind contributions and/or technical assistance. Contact AACPM Chair for additional information.