



ERAPPA By-Laws

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ARTICLE I NAME

1. The name of the organization shall be:

The Eastern Region of APPA, hereinafter referred to as ***ERAPPA***.

2. The organization is a non-profit corporation incorporated under the laws of the Commonwealth of Virginia.

ARTICLE II PURPOSE

SECTION A PURPOSE OF ERAPPA

The purpose of ERAPPA shall be

- (i) to develop and maintain high standards in the administration, care, operation, planning and development of physical facilities used by educational institutions;
- (ii) to promote professional ideals and standards to better serve the objectives of education;
- (iii) to promote the interchange of information on all phases of educational facilities planning, design, construction, maintenance and operation, particularly with reference to problems of special interest to Institutions located in the region and
- (iv) to engage in such other related activities as may be desirable or required to fulfill the purposes and objectives of the organization.
- (v) to supplement and assist in the work of APPA in the Eastern Region.
- (vi) to schedule, plan, and conduct educational meetings of such type and format as may be necessary and desirable, but not less often than annually, to promote and achieve the above purposes.
- (vii) to support the education of facilities professionals through a variety of development, promotional and scheduling activities.
- (viii) to develop and distribute information through a variety of means to promote sustainable facilities practices.

SECTION B NON-PROFIT STATUS

ERAPPA is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the internal Revenue Code of 1986 (or the corresponding provisions of any future United States internal revenue law).

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its directors, officers, other private individuals, or organizations organized and operated for profit (except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes stated above).

No part of the activities of the organization shall be the carrying on of propaganda or otherwise attempting to influence legislation, or the publishing or distributing of statements for any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provision herein, the organization shall not carry on any activities not permitted to be carried on:

1. By an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States internal revenue law), or applicable Canadian laws and regulations.
2. By an organization, 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 law), or applicable Canadian laws or regulations.

ARTICLE III MEMBERSHIP

SECTION A MEMBER STATUS

A member in good standing is one who is up-to-date in payment of Annual ERAPPA Membership Fees and meets all the provisions of Article III.

The organization is to be divided into two classes of members;

- (1) members possessing voting rights and
- (2) members without voting rights.

The designation of each class of members and the qualifications and rights of the members of each class are as follows:

SECTION B VOTING MEMBERS

Voting Members shall consist of:

1. **Educational institutions**, who are members of APPA and are located in the following political subdivisions of the United States and Canada: *Connecticut, Delaware, the District of Columbia, Maine, Maryland, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island, Vermont* and *the Canadian Provinces of New Brunswick, Newfoundland and Labrador, Nova Scotia, Ontario, Prince Edward Island, Quebec*.

Each shall qualify under Section 115(A) of the Internal Revenue Code of 1986 or be exempt from federal taxation under Section 501(c)(3) and 509(a)(1), (2) or (3) of such Code (or the corresponding provisions of any future United States Internal Revenue Code or applicable Canadian laws or regulations).

The Member Institution shall maintain the position of a principal administrator in direct charge of the physical facilities of such institution.

The Member Institution shall designate a regular full-time employee to be the Institutional Voting Representative to ERAPPA.

Each Institutional Voting Representative may designate a qualified proxy voter in his/her absence.

2. **Systems of institutions of higher education**, which shall meet any additional criteria as may be prescribed in the organization's bylaws, each of which shall be composed of institutions which qualify under Article III, B.1, hereof, and which supervises the principal administrators in direct charge of the physical facilities or buildings and grounds of the institutions within such system. Such Principal Administrator is entitled to hold office in ERAPPA.

SECTION C NON-VOTING MEMBERS

1. **Associate Members** shall be Non-Voting Members of the organization who shall be physical facilities professionals, administrative or supervisory personnel employed at member institutions or systems thereof, who shall meet any additional criteria as may be prescribed in the organization's bylaws. Such Associate Member is entitled to hold office in ERAPPA, and where he/she does so, shall be entitled to vote on Board-related business.
2. **Affiliate Members** shall be nonvoting and shall consist of nonprofit institutions and organizations, including governmental or quasi-governmental agencies, or the professional individuals directly employed by the same, engaged in work related to physical facilities administration and having an interest in the purpose of and activities of ERAPPA. Such Affiliate Member is entitled to hold office in ERAPPA and, where he/she does so, shall be entitled to vote on Board-related business.
3. **Business Partners** shall be nonvoting individuals, organizations, manufacturers, or suppliers of goods and services operating for profit and ascribing to the policies and purposes of ERAPPA and wishing to support the activities of ERAPPA, subject to the approval of the Board of Directors. Designation to this category of membership shall not be construed as endorsement, actual or implied by ERAPPA.
4. **Emeritus Members** shall be nonvoting members. Emeritus Member status is considered to be a high honor that should be afforded to those retirees who have made significant contributions to ERAPPA and the facilities management profession through active participation at the chapter, region, or international level. Emeritus Member status shall be granted, upon application, by a majority vote of the Board. All Emeritus members of ERAPPA automatically become APPA Emeritus members as well. The Board shall forward any new ERAPPA Emeritus members to the APPA office.
5. **Retired Members** shall be Non-Voting Members who wish to continue association with ERAPPA. Retired Member status may be granted to an individual who has retired as a member in good standing with the approval of the majority of the ERAPPA Board, when requested.

SECTION D VOTING ELIGIBILITY

A Member Institution or System is entitled to one vote and one vote only in conducting the business of ERAPPA. That vote will be cast by the Institutional Representative. If the Institutional Representative is unable to attend a Business Meeting of ERAPPA, the designated alternate Institutional Representative in attendance may cast the vote.

SECTION E DUES & ASSESSMENTS

Annual dues or assessments as are necessary to carry out the purposes of ERAPPA as indicated in Article-II, and which have been approved by the majority of voting members in attendance at the Annual Business Meeting, voting in accordance with Article III, B., shall be assessed against each Member Institution, Affiliate Member, and Business Partners.

SECTION F DISCONTINUATION OF MEMBERSHIP

Members shall be dropped from the individual membership rolls if their institution ceases to be a member of APPA; upon transfer to another Region; or upon change in membership

qualifications as defined under Article III.

SECTION G REINSTATEMENT OF MEMBERSHIP

Members who have been dropped from the individual membership rolls may be reinstated after due investigation, payment of such assessments as may be applicable, and fulfillment of all preceding prerequisites.

ARTICLE IV RIGHTS AND PRIVILEGES

SECTION A ENTITLEMENTS

The Voting Representative of a Member Institution or System shall be entitled to:

1. Attend regular and special meetings of ERAPPA.
2. Receive a copy of and may purchase additional copies of Proceedings of the Annual Meeting as may be printed or of other publications as may be distributed by ERAPPA as determined by the Board of Directors.
3. Bring guests to the Annual Meetings.
4. Vote on motions presented at the Business Meetings of ERAPPA in accordance with Article III, Section B, above.
5. Hold elected or appointed office in ERAPPA and vote at Board of Directors meetings in accordance with the provisions of Article V.
6. Engage in discussions and presentations during technical sessions at the Annual Meetings.

SECTION B ASSOCIATE MEMBERSHIP

Associate Members shall be entitled to:

1. Attend regular and special meetings of ERAPPA.
2. Receive a copy of, and may purchase additional copies of such Proceedings of the Annual Meeting as may be printed or of other publications as may be distributed by ERAPPA as determined by the Board of Directors.
3. Bring guests to the Annual Meetings.
4. Engage in discussions and presentations during technical sessions at the Annual Meetings.
5. Hold elected or appointed office in ERAPPA and vote at Board of Directors meetings in accordance with the provisions of Article V.

SECTION C AFFILIATE MEMBERSHIP

Affiliate Members shall be entitled to:

1. Attend regular and special meetings of ERAPPA.
2. Receive a copy of, and may purchase additional copies of such Proceedings of the Annual Meeting or other publications as may be distributed by ERAPPA as determined by the Board of Directors.
3. Bring guests to the Annual Meetings.
4. Engage in discussions and presentations during technical sessions at Annual Meetings.
5. Hold elected, or appointed office in ERAPPA and vote at Board of Directors Meetings in accordance with the provisions of Article V.

SECTION D BUSINESS PARTNERS

Business Partners shall be entitled to:

1. Attend regular and special meetings of ERAPPA.
2. Receive a copy of, and may purchase additional copies of such Proceedings of the Annual Meeting or other publications as may be distributed by ERAPPA as determined by the Board.
3. Bring guests to the Annual Meetings.
4. Engage in discussions and presentations during the technical sessions at Annual Meetings.
5. Eligible to hold the elected position of Business Partner Liaison on the Board of Directors.

SECTION E RETIRED MEMBERSHIP

Retired Members shall be entitled to:

1. Attend regular and special meetings of ERAPPA.
2. Upon request receive a copy of and may purchase additional copies of such Proceedings of the Annual Meetings as may be printed or other publications as may be distributed by ERAPPA as determined by the Board of Directors.
3. Bring guests to the Annual Meetings.
4. Engage in discussions and presentations during the technical sessions.
5. Hold appointed positions but not entitled to hold any elected office.

SECTION E EMERITUS MEMBERSHIP

Emeritus Members shall be entitled to:

1. Attend regular and special meetings of ERAPPA.
2. Upon request receive a copy of and may purchase additional copies of such Proceedings of the Annual Meetings as may be printed or other publications as may be distributed by ERAPPA as determined by the Board of Directors.
3. Bring guests to the Annual Meetings.
4. Engage in discussions and presentations during the technical sessions.
5. Hold appointed positions.
6. Entitled to hold any elected office if elected to the position while an employee of an ERAPPA member institution in good standing, are willing to perform their duties for the remainder of their elected terms, and have the concurrence of the majority of Board members to remain in that position.
7. ERAPPA will reimburse reasonable business expenses related to the Board position of the Emeritus member.

ARTICLE V OFFICERS

SECTION A OFFICERS

The Officers and Board of Directors of ERAPPA shall be a

- (1) President
- (2) President-Elect
- (3) Past President
- (4) Vice President for Technology & Communications
- (5) Vice President for Chapter Development
- (6) Vice President for Member & Community Engagement
- (7) Vice President for Professional Affairs
- (8) Vice President for Annual Meetings
- (9) Secretary
- (10) Treasurer
- (11) Business Partner Liaison and
- (12) ERAPPA Regional Director to APPA.

A quorum shall consist of six (6) members.

1. **The Board of Directors** shall be the policy determining body of ERAPPA.

The Board shall investigate and rule on all questions of membership and on the organization of Chapters.

The Board shall approve the budget and authorize expenditures from the funds held by the Treasurer.

The Board shall approve programs, the site, dates, and registration fees for all Annual Meetings.

The Board shall meet at its discretion to properly conduct the affairs of the Region.

2. **The Nominating Committee** shall present a slate of officers at the Annual Business Meeting and also accept nominations from the floor for positions to be filled.

Each person making nominations shall have the prior approval of the person being nominated. Elections will be conducted by the Past-President or his/her designee.

The election results shall be announced to those attending the meeting and shall be certified to APPA immediately following the Annual Meeting by the Past President.

3. **Appointed Positions.** The Board may designate such positions as may be deemed appropriate to carry out the purposes and the activities of ERAPPA. Appointees to such positions may sit with the Board by invitation, but shall not be entitled to vote.

4. **The position of Permanent Director** shall be filled at all times by the President and CEO of APPA.

This is a non-voting/non-elected position required for incorporation within the Commonwealth of Virginia.

The Permanent Director may designate a representative to act on his/her behalf at all meetings of the ERAPPA Board.

SECTION B ELECTION AND TERMS OF OFFICE

The officers shall be elected at the Annual Business Meeting held in accordance with Article VII by receiving the greatest number of votes from the qualifying voters present. They shall serve to the conclusion of the next Annual Meeting following their election, except where otherwise provided or until their successors have been elected and certified.

1. President

a. Election & Term

The President-Elect shall automatically become President following service the preceding year as President-Elect provided still a member in good standing in ERAPPA and APPA;

The President-Elect shall assume office as President at the ERAPPA Annual Meeting and shall serve a term of one year or until the next ERAPPA Annual Meeting.

b. Powers and Duties

- (1) Shall be the executive officer and shall be responsible, for the general supervision and direction of the affairs of ERAPPA and shall preside at the ERAPPA Annual Meeting.
- (2) Shall have the authority to appoint committees of ERAPPA not otherwise provided for; and shall advise the Board of Directors of the appointments. Also the President shall, with Board approval, provide a budget to the Treasurer prior to obligation of any funds required by committees.
- (3) Shall have the authority to appoint ERAPPA members to APPA or other committees and shall advise the Board of Directors of the appointments.
- (4) Shall, in the event of a vacancy among the officers, with concurrence of a majority of the remaining Board members, appoint a replacement. Notice of such appointments shall be given to all Board members in writing.
- (5) Shall have the authority to present awards not otherwise provided for; and shall announce these awards at the annual awards banquet.
- (6) The holder of this position will be bonded for his/her term of office with the cost of such insurance being the responsibility of ERAPPA.
- (7) Shall, with the concurrence of the majority of Board members, have the authority to appoint an ERAPPA member to the Board position of ERAPPA Regional Director to APPA

2. President-Elect

a. Election & Term

The President-Elect shall be elected each year at the ERAPPA Annual Meeting by receiving the greatest number of votes provided the candidate is a member in good standing in ERAPPA and APPA.

The President-Elect shall assume office at the ERAPPA Annual Meeting of which he/she is elected and shall serve a term of one year.

b. Powers and Duties

- (1) Shall accept the office of President following term of office as President-Elect.
- (2) Shall, in the absence of the President, perform the duties of the President as herein stated.
- (3) Shall, in the event of a vacancy in the Office of the President, serve as President as herein stated until a new President is named by the Board to serve out the unexpired term.
- (4) Shall perform such duties as the President or the Board of Directors may designate from time to time.
- (5) Shall Chair the annual ERAPPA Awards Committee.

3. Vice President for Professional Development

a. Election & Term

The Vice President for Professional Development shall be elected at the ERAPPA Annual Meeting in even numbered years by receiving the greatest number of votes provided the candidate is a member in good standing in ERAPPA and APPA.

He/she will serve a two-year term, and can serve two consecutive terms in this position if elected. (total 4 years)

b. Powers and Duties

- (1) Shall act as Chair of The Professional Development Committee.
- (2) Shall provide leadership and direction to Annual Meeting Host Committee chairs and manage ongoing collaboration between the ERAPPA Professional Development Committee and Annual Meeting Host Committee education planners.
- (3) Shall conduct and charter research and educational program development.
- (4) Shall produce an annual report to the Board pertaining to attendee feedback about educational programs and attendance at the annual meeting.
- (5) Shall serve on the Awards and Scholarships Committee.
- (6) Shall serve as the regional representative (or designate a representative from the ERAPPA Professional Development Committee) for the APPA Mentoring Committee.
- (7) Shall coordinate EFP/CEFP credentialing for the region to include monitoring the usage and keeping the board informed of participation.

4. Vice President for Technology & Communication

a. Election & Term

The Vice President for Technology & Communication shall be elected at the ERAPPA Annual Meeting in odd numbered years by receiving the greatest number of votes provided the candidate is a member in good standing in ERAPPA and APPA.

He/she shall assume office at the ERAPPA Annual Meeting at which he/she is elected.

He/she will serve a two-year term, and can serve two consecutive terms in this position if elected. (total 4 years)

b. Powers and Duties

(1) Shall serve as Chair of the Technology and Communications Committee.

(2) Shall act as principal officer for communications.

(3) Shall liaison with the Information Technology (WEB) Team.

5. Vice President for Member & Community Engagement

a. Election & Term

The Vice President for Member & Community Engagement shall be elected at the ERAPPA Annual Meeting in even numbered years by receiving the greatest number of votes provided the candidate is a member in good standing in ERAPPA and APPA.

He/she shall assume office at the ERAPPA Annual Meeting at which he/she is elected,

He/she will serve a two-year term, and can serve two consecutive terms in this position if elected. (total 4 years)

b. Powers and Duties

(1) Serve as Chair of the Member & Community Engagement Committee.

(2) Serve as Chair of the ERAPPA Scholarships Committee.

(3) Serve as principal liaison for the Board with Emeritus Members.

6. Secretary

a. Election & Term

The Secretary shall be elected in even numbered years at the ERAPPA Annual Meeting by receiving the greatest number of votes, provided the candidate is a member in good standing of ERAPPA and APPA;

The Secretary shall assume office at the Annual Meeting;

The Secretary will serve a two-year term and can serve up to three consecutive terms in this office if elected (total 6 years).

b. Powers and Duties

- (1) Shall record and maintain the minutes of the ERAPPA Annual Meeting, and of the Board of Directors meetings, and other general meetings.
- (2) Shall, under the direction of the President, be responsible for all records of ERAPPA and shall serve as the ERAPPA Historian. Records shall include membership file, emeritus members, award recipients and related information.
- (3) Shall be responsible for conducting the correspondence for the region and maintaining adequate stock of stationery and certificates.
- (4) Shall provide necessary historical data as requested by Awards Committee Chairperson and be responsible for awards and recognitions.
- (5) The holder of this position will be bonded for his/her term of office with the cost of such insurance being the responsibility of ERAPPA.

7. Treasurer

a. Election & Term

The Treasurer shall be elected in odd numbered years at the Annual Meeting by receiving the greatest number of votes, provided the candidate is a member in good standing of ERAPPA and APPA;

The Treasurer shall assume office at the ERAPPA Annual Meeting.

The Treasurer shall serve a two-year term and can serve up to three consecutive terms in this office if elected (total 6 years).

b. Powers and Duties

- (1) Shall receive and account for all funds turned over from the ERAPPA Annual Meeting and all dues or other monies collected or due the association.
- (2) Shall invoice for and receive all dues unless otherwise contracted to a collection agent.
- (3) Shall disburse all funds for expenditures as authorized in writing by the President or the Board of Directors and shall be authorized to disperse funds for normal operating expenses as required.
- (4) Shall render an itemized, written report of revenues and expenses at the ERAPPA Annual Meeting and at Board of Directors Meetings.
- (5) Shall receive and take appropriate action on applications for membership.
- (6) Shall prepare a proposed new annual budget for approval by the Board.
- (7) The holder of this position will be bonded for his/her term of office with cost of such insurance coverage being the responsibility of ERAPPA.

8. Vice President for Chapter Development

a. Election & Term

The Vice President for Chapter Development shall be elected at the ERAPPA Annual Meeting in odd numbered years by receiving the greatest number of votes provided the candidate is a member in good standing in ERAPPA and APPA.

He/she shall assume office at the ERAPPA Annual Meeting at which he/she is elected.

He/she shall serve a two-year term, and can serve two consecutive terms in this office if elected. (total 4 years)

b. Powers and Duties

- (1) Coordinate necessary Board member's Chapter visits.
- (2) Act as principal liaison for the Board with Chapter Presidents.
- (3) Facilitate the Chapter President's meeting at The ERAPPA Annual Meeting.
- (4) Serve on the ERAPPA Awards & Scholarships Committee.
- (5) Provide regular communication with Chapter Presidents.

9. Vice President for Annual Meetings

- a. The Vice President for Annual Meetings shall be elected at the ERAPPA Annual Meeting in even numbered years by receiving the greatest number of votes provided the candidate is a member in good standing in ERAPPA and APPA.

She/he will serve a two-year term, and can serve up to three consecutive terms in this position if elected. (total 6 years)

b Powers and Duties

- (1) Shall act as chief liaison between the Board and the Annual Meeting host committees.
- (2) Shall ensure the annual meeting program and budget are presented to the Board at the mid Year Board Meeting prior to the annual meeting.
- (3) Shall ensure the host committee for the annual meeting just concluded submits to the Treasurer an itemized written financial report of the expenditures and revenues for the annual meeting and shall remit any surplus funds to the Treasurer as stated in the agreement between the Board and the host committee.
- (4) Shall manage the maintenance of ERAPPA's Annual Meeting Guide.

10. Past President

- a. Shall perform such duties as the President or the Board of Directors may designate from time to time.
- b. Shall chair the ERAPPA Nomination Committee, which will nominate members for ERAPPA offices and recommend members for APPA offices and committees.

Shall conduct the elections, announce the results to those attending the Annual Meeting, and notify APPA immediately following the Annual Meeting.

11. Business Partner Liaison

a. Appointment & Term

The Business Partner Liaison shall be elected at the ERAPPA Annual Meeting in odd

numbered years by receiving the greatest number of votes provided the candidate is a member in good standing in ERAPPA.

He/she shall assume office at the ERAPPA Annual Meeting at which he/she is elected.

He/she shall serve a two-year term and can serve a total of two consecutive terms in this office if elected. (Total 4 years)

b. Powers and Duties

- (1) Chair and recommend members of the Business Partner Committee.
- (2) Act as principal liaison for the Board with Business Partners.
- (3) Coordinate Business Partner activities with other ERAPPA Committees.
- (4) Provide regular communication with Business Partners.

12. ERAPPA Regional Director

- a. Shall be appointed by the ERAPPA President.
- b. Must have previously served as a voting member on the ERAPPA Board of Directors.
- c. The term of office is three years.
- d. Shall be a voting member of both the ERAPPA and APPA Board of Directors and as a representative of ERAPPA shall attend all APPA Board Meetings whenever and wherever they are convened, as well as the APPA Annual Meeting.
- e. Shall be the main channel of communication between APPA and ERAPPA and shall be responsible for keeping ERAPPA and the Board of Directors apprised of any changes, happenings and developments within the APPA organization.
- f. Shall prepare agenda items for consideration by the APPA Board, including those-items dealing with specific needs or interests of ERAPPA, when needed or requested by ERAPPA's Board of Directors.
- g. Shall prepare and deliver a report to the APPA Board on all activities of ERAPPA.
- h. Shall take an active part in all APPA activities, including participation on committees, task forces and other endeavors for the furtherance of the professional aims.
- i. Shall report to the membership at the Region Annual Meeting and ERAPPA Board of Directors on the proceedings of the APPA Board.
- j. Shall transfer to his/her successor all APPA correspondence, minutes of the meetings, papers and other important and pertinent information at the termination of his/her term of office.
- k. Shall hold this position only once, regardless of the number of years served.

ARTICLE VI COMMITTEES

Committees shall be appointed by the President for such duties as may be directed by the members, the Board, or the President, for the proper conduct of the affairs of the Association.

Standing committees shall include the Nominating Committee,
the Awards and Scholarship Committee,
the Member & Community Engagement Committee,
the Technology & Communications Committee,
the Professional Development Committee and
the Annual Meetings Committee.

SECTION A NOMINATING COMMITTEE

The Nominating Committee shall be notified by the President not less than two months prior to the Annual Meeting to select a slate of candidates for offices for election at the Annual ERAPPA Business Meeting.

The Nominating Committee shall be chaired by the Past-President and consist of Chapter Presidents or their designee.

SECTION B AWARDS AND SCHOLARSHIPS COMMITTEE

Members of the committee will be the Vice President for Member & Community Engagement (Chair), Vice President for Professional Development, Vice President for Chapter Affairs, the Treasurer and the Secretary.

The Chair and the committee members shall serve a term which is congruent with their respective terms of office.

1. Awards

- a. The Committee shall recommend the recipients of various APPA and ERAPPA awards.

Award recipients shall be acknowledged in an appropriate ceremony at the Annual Banquet.

- (1) Awards shall consist of:

- (i) ERAPPA Certificates of Merit
- (ii) Certificates of Appreciation
- (iii) Norman H. Bedell Award for Distinguished Service
- (iv) Emeritus Status
- (v) Recommendations for APPA Meritorious Service Awards
- (vi) Pacesetter Awards and Certificates of Appreciation

- (2) The Board, at the recommendation of the Committee, may from time to time create other awards as are appropriate and develop selection criteria for such new awards.

- (3) The Board will develop appropriate selection procedures for use by the Committee.

2. Scholarships

- a. The Scholarship Committee shall recommend the recipients of APPA and ERAPPA scholarships for attendance at institutes, seminars, or meetings for educational achievement in the facilities management profession.
- b. One or more scholarships may be given by ERAPPA and APPA each year to individuals who show potential or advancement in the facilities management profession.
- c. The Board will determine the monetary value of scholarships.
- d. The scholarship recipients shall be notified by letter from the Committee Chair.

- e. The Board will develop appropriate selection procedures for use by the Committee.

SECTION C PROFESSIONAL DEVELOPMENT COMMITTEE

The Professional Development Committee shall be organized for the purpose of furthering ERAPPA's Strategic Plan, specifically in the area of professional development.

The Professional Development Committee shall review and approve all educational programs and resources offered by ERAPPA.

The Professional Development Committee shall also collaborate with, assist, and guide Host Committees in the development of educational programs offered at the Annual Meeting to ensure that they meet ERAPPA's strategic objectives and its Educational Program Guidelines and Standards.

The Professional Development Committee shall consist of a representative from each Chapter as designated by the Chapter's By-Laws or as appointed by the Chapter President.

The Professional Development Committee shall help facilitate regional mentor and mentee pairings.

Other members may be appointed by the Board.

The Chair shall be the ERAPPA Vice President for Professional Development.

SECTION D MEMBER & COMMUNITY ENGAGEMENT COMMITTEE

The Member & Community Engagement Committee shall be organized for the purpose maintaining proactive relationships with all categories of membership, and for maintaining and growing the number of members in all categories.

The Member & Community Engagement Committee shall consist of a representative from each Chapter as designated by the Chapter's By-Laws or as appointed by the Chapter President.

Other members may be appointed by the Board.

The Chair shall be the ERAPPA Vice President for Member & Community Engagement.

SECTION E TECHNOLOGY & COMMUNICATIONS COMMITTEE

The Technology & Communications Committee shall be organized for the purposes of providing broad oversight for all ERAPPA technological and communication devices such as the Web site.

The ERAPPA Newsletter, and any other such vehicles as may be formed by the Board of Directors or deemed to fall under this committee by the Board of Directors.

The Technology & Communications Committee shall consist of a representative from each chapter as designated by the Chapter's By-Laws or as appointed by the Chapter President.

Other members may be appointed by the Board.

The Chair shall be the ERAPPA Vice President for Technology & Communications.

SECTION F CHAPTER DEVELOPMENT COMMITTEE

The Chapter Development Committee shall be organized for the purpose of providing communications and idea exchange among all the Chapters of ERAPPA.

The Chapter Affairs Committee shall consist of the Chapter Presidents from all the Chapters within the Region.

The Chair shall be the ERAPPA Vice President for Chapter Affairs.

SECTION G ANNUAL MEETINGS COMMITTEE

The Annual Meetings Committee shall be organized for the purpose of maintaining proactive relationships with all host committees, and for developing and maintaining annual meeting standards from year to year.

The Annual Meetings Committee shall consist of the Host Committee Chairs representing each Chapter with an active Host Committee. Host Committee Chairs are designated by the Chapter's By-Laws or by the Chapter President.

Other members may be appointed by the Board.

The Chair shall be the ERAPPA Vice President for Annual Meetings.

ARTICLE VII ANNUAL MEETING

SECTION A CONDUCT OF ANNUAL MEETINGS

A meeting of the membership shall be held to transact ERAPPA business annually, and at such additional times as the Board of Directors may determine.

The times and places shall be in accordance with sites selected by the Board of Directors.

Meetings shall be scheduled and locations announced at least two years in advance.

Decisions on all matters relating to meetings shall rest with the Board of Directors.

The meeting sites will be rotated through the Chapters.

Election of officers will take place at the in-person Fall Annual Meeting. If unforeseen circumstances occur resulting in no in-person meeting, the current Board will remain intact until such time when an election can be held at the next in-person meeting.

SECTION B REGISTRATION FEES FOR MEETINGS

A registration fee as determined by the Board of Directors shall be assessed on each person attending any meeting to cover costs of such meeting and for purposes of conducting the affairs of the organization.

SECTION C CONDUCT OF SUPPLEMENTARY MEETINGS

Supplementary Meetings as desired by the members of ERAPPA may be held by formal or informal groups with the knowledge and approval of the Board of Directors.

These meetings shall not affect the organization, purposes, and scheduled meetings of ERAPPA and APPA.

SECTION D ROBERT'S RULES OF ORDER

Parliamentary rules, as stated in "Robert's Rules of Order", shall govern the procedures at the meetings of ERAPPA.

SECTION E ELECTIONS AT ANNUAL MEETINGS

Election of officers will take place at the Annual Business Meeting.

ARTICLE VIII CHAPTERS

SECTION A ASSEMBLY OF CHAPTERS

Groups representing specific geographic areas within ERAPPA, or groups representing specific segments of the profession, may organize themselves as a Chapter of ERAPPA with the approval of the Board of Directors.

SECTION B CHAPTER MEMBERSHIP

Each Chapter shall determine the qualifications for membership within the Chapter, the classification of its members, and the rights and privileges to be accorded each classification.

SECTION C CHAPTER GOVERNANCE

The Constitution and Bylaws of the Chapters of ERAPPA shall be submitted to and filed with the ERAPPA Board of Directors.

SECTION D GUIDING PRINCIPLES FOR AFFILIATION

The Board may develop and enter affiliate agreements with Chapters to ensure proper and legal protocol in matters relating to taxes and exemptions, insurance coverage, and the use of the names of APPA and ERAPPA.

ARTICLE IX AMENDMENTS

The notice of a desire to amend these Bylaws with copies of the proposed amendment shall be placed in the hands of the Institutional Voting Members not less than 30 days prior to the date of the vote.

These Bylaws may be amended, altered, changed, added to, deleted from, or repealed by the affirmative vote of the majority of Voting Members who vote.

ARTICLE X FISCAL YEAR

The fiscal year of the ERAPPA shall be from July 1 through June 30.

ARTICLE XI ANNUAL REPORT

The President shall cause to be prepared and filed such annual reports and tax returns as are required by law.

ARTICLE XII DISSOLUTION

Distribution of Assets. In the event of dissolution or final liquidation of ERAPPA, the Board of Directors shall, after paying or making provision for the payment of all the lawful debts and liabilities of ERAPPA, distribute all the assets of the ERAPPA to one or more of the following categories of recipients as the Board of Directors of ERAPPA shall determine:

1. **A nonprofit organization or organizations** which may have been created to succeed ERAPPA, as long as such organization or each of such organizations shall then qualify as a governmental unit under section 270(c) of the Internal Revenue Code of 1986 or as an organization exempt from federal income taxation under section 501(a) or such code as an organization described in section 501(c)(3) of such Code; and/or
2. **A nonprofit organization or organizations** having similar aims and objects of ERAPPA and which may be selected as an appropriate recipient of such assets, as long as such organization or each of such organizations shall then qualify as a governmental unit under section 270(C) of the Internal Revenue Code of 1986 or as an organization exempt from federal income taxation under section 501(c)(3) of such Code.

END OF BYLAWS