

KANSAS CHAPTER, Public Risk Management Association Bylaws

ARTICLE I—NAME

The name of this voluntary, non-profit organization shall be Kansas Chapter of Public Risk Management Association.

ARTICLE II—PURPOSE

The purpose of this chapter shall be:

1. To increase the proficiency of risk management in governmental entities and intergovernmental risk pools;
2. To strengthen the quality of risk management through continuing education;
3. To be an educational and research organization for the benefit of governmental entities and intergovernmental pools throughout the state of Kansas;
4. To provide members the opportunity to exchange ideas and to consult with one another and to meet with persons in or associated with public risk management, and to supply members with information concerning their organization, Public Risk Management Association (PRIMA);
5. To support the mission and goals of PRIMA as documented in its Strategic Plan; and
6. To act in any other manner which will further the best interests of governments, governmental agencies, intergovernmental risk pools, school and other special districts in their risk management activities.

ARTICLE III-OFFICES

The principal office of this Chapter shall be at the place of business of the Kansas Association of School Boards. Other offices may be established by the Board of Directors as required to carry out the work of this Chapter.

ARTICLE IV-MEMBERSHIP & VOTING

1. Voting Membership in this Chapter shall be open to governmental entities and intergovernmental risk pools that have been approved by the Board of Directors for admission.
2. Each governmental entity and intergovernmental risk pool shall be entitled to one vote in the affairs of this Chapter to be cast by its representative member or designated alternate in the absence of the representative member; hereafter referred to as the "Voting Member".

3. Voting Members shall be admitted in accordance with policies and procedures established by the Board of Directors. Such members shall be employees or officers of a governmental entity and shall be involved with that governmental entity's risk, insurance and/or safety management.
4. Application for membership shall be made in writing upon form or forms as may be prescribed by the Board of Directors.
5. In addition to Voting Members, there will be the following Non-voting Members:
 - a. Associate members are employees of Voting Member organizations other than the designated Voting Member. It is not required the Associate member be involved in risk management for his or her employing governmental entity;
 - b. Corporate Affiliate Member for private sector vendor organizations;
 - c. Corporate Associate Member for subsequent persons employed by Corporate Affiliate Members;
 - d. Organizational Affiliate Member for non-profit organizations;
 - e. Individual Affiliate Member for retired risk management professionals or other interested parties who don't fit in any of the other categories;
 - f. Student Affiliate Members for students pursuing a degree in risk management or insurance.
6. Any Member may be suspended or expelled by the Board of Directors for non-payment of dues, or for any act or conduct which shall be deemed detrimental to the best interests of this Chapter.

ARTICLE V-DUES

Member fees for each category shall be set on an annual basis by a majority vote of the Board of Directors.

ARTICLE VI-OFFICERS & DIRECTORS

1. The management of this Chapter shall be vested in a Board of Directors ("Board"). The Board shall give leadership to the Chapter and establish policy and have full administrative authority in all matters of this Chapter.
2. The Board shall consist of seven (7) Voting Members; the four (4) current officers: President, Vice President, Secretary, Treasurer; two (2) Directors at-large, and the most recent Past President. The President shall act as Chairperson of the Board.
3. All of the Board Members shall be, at the time of their nomination, Voting Members of governmental entities or intergovernmental risk pools that have been approved by the Board for admission. The President must be a representative of an entity that maintains membership in PRIMA. If the entity does not maintain membership in

PRIMA then the Chapter will pay for the membership in PRIMA for the one year the member serves as President.

4. The Board shall be elected by the Voting Members at the last meeting before the annual Missouri/Kansas Conference, and shall take office immediately following the annual Missouri/Kansas Conference.
5. The Directors at-large shall be elected to serve a two (2) year term, each elected in alternating election cycles.
6. The President and Vice-President shall be elected for a term of one (1) year; and the Secretary and Treasurer shall be elected for a term of two (2) years, each elected in alternating election cycles. All Board Members shall serve until their successor shall be elected or appointed as provided in Paragraphs 7 and 8, Article VI hereof.
7. No Board Member shall be elected to more than two (2) successive terms in any one office, but this provision shall not operate to disqualify such Board Member for subsequent service, provided that such subsequent service shall be subject to the same limitations as to its successive terms.
8. Any vacancy in the Board during the term of office shall be filled for the remainder of the unexpired term by appointment of the President, subject to the approval of a majority of the remaining members of the Board.

ARTICLE VII-DUTIES OF OFFICERS

1. The President shall preside at all meetings of the Chapter and of the Board, and shall perform all duties and have the authority incident to the Office of President. The President shall be the main liaison with PRIMA and with the Missouri Chapter of PRIMA.
2. The Vice President shall, in the absence of or disability of the President, possess all the powers and discharge all of the duties of the President. The Vice President shall arrange for a meeting room and any necessary equipment; and shall make arrangements for lunch. The Vice President will be the main liaison with the speakers, and will arrange for parking permits, greet the speakers and maintain the supply of speaker gifts.
3. The Secretary shall keep the minutes of the Chapter and the minutes of the Board. The Secretary shall keep minutes at all meetings and work with the webmaster to get the minutes posted on the website. The Secretary shall keep a record of all attendees at meetings, recipients of scholarships, maintain all contracts with outside vendors such as meeting rooms, caterers, etc. and any other records for this chapter. Secretary shall give advance written or electronic notice of all meetings to members as provided herein. The Secretary shall be responsible for transferring minutes and other records to his or her successor.

4. The Treasurer shall have general supervision of the financial operations of the Chapter, and shall deposit all monies in a bank or banks approved by the Board. The Treasurer will collect all registrations each year, and will maintain the membership roster. The Treasurer will issue checks for payment and credits as necessary. Any expense in excess of \$499.99, shall be signed by the Treasurer and any one other current Board Member. The Treasurer shall prepare financial statements for presentation to the membership no fewer than one time each year. The Treasurer shall transfer all financial records to his or her successor.

ARTICLE VIII-COMMITTEES

1. The Board may establish such standing committees as it deems appropriate. Other committees may be established by the President as appropriate.
2. The President, with the approval of the Board, shall appoint committee chairpersons and committee members as required.
3. There shall be a Nominating Committee to prepare and present nominees for office to the membership.
4. An audit committee shall be appointed from and by the Membership at each November Membership meeting. The audit committee shall include at least two (2) members, one of whom shall be a Voting Member, and the Audit Committee shall conduct an audit of the books and records of the Chapter. The Audit Committee shall report their findings from said audit to the membership at the following February membership meeting. In no event shall a Board Member be appointed to the Audit Committee.

ARTICLE IX-MEETINGS

1. An Annual Meeting of this Chapter for the election of Board Members and the transaction of other business shall be held at such time and place in the month of November as may be designated by the Board. The Secretary shall mail a written or electronic notice to each member of the time and place of the annual meeting at least thirty (30) days in advance thereof. The outgoing and incoming Board shall meet immediately after the Annual Meeting.
2. Regular meetings of this Chapter shall be held quarterly in February, May, August and November. The Secretary shall mail a written or electronic notice to each member of the time and place of such meeting at least thirty (30) days in advance thereof.
3. Special meetings of this Chapter may be called at any time by a majority consent of the Board, or upon the written request of the majority of members in good standing. Fifteen (15) days advance notice

of the time and place thereof shall be mailed or transmitted electronically to each member by the Secretary.

4. Each eligible Voting Member present, who is in good standing, shall be entitled to one vote on each question. All votes shall be cast in person.
5. The Voting Members present at the regular or special meeting of this Chapter shall constitute a quorum for the transaction of business during that meeting. A majority vote of the Voting Members present shall rule.
6. The Board shall meet at the call of the President at such time and place as he/she may designate. Four (4) members of the Board shall constitute a quorum vote of the Board, except that for expulsion of a member, a two-thirds (2/3) VOTE OF THE ENTIRE Board shall be required.

ARTICLE X-ELECTIONS

1. Nominations of eligible candidates for Board positions shall be made by a nominating committee which shall be appointed by the President, with the approval of the Board, at least sixty (60) days prior to the Annual Meeting.
2. At least one (1) candidate shall be nominated for each office to be filled by election. In the event that only one person is nominated for each open Board position, voting will be verbal by all present Voting Members. In the event that more than one person wishes to be considered for a Board position the names of all such candidates shall be listed for the designated office for which they are nominated (in alphabetical order where there may be more than one candidate) on a ballot which shall also provide sufficient blank lines for the writing in of other names at the option of the voters, and voting shall be by secret, written ballot at the Annual Meeting.
3. If voting is conducted by secret ballot votes shall be tallied by the Secretary and one other Voting Member designated by the President immediately upon completion of the balloting and in the presence of the members. The results of the election shall be announced as soon as determined.

ARTICLE XI-PUBLICITY

No publicity shall be released in the name of this Chapter without the prior approval of the Board.

ARTICLE XII-NATIONAL AFFILIATION

In recognition of the values of national fellowship and cooperation to this Chapter and its members through its privileges and right of participation in the government and activities of National PRIMA, it is hereby declared a major policy

of this Chapter to exercise fully those privileges and right and to adhere to the rules and regulations set forth in the Chapter Affiliation Agreement.

ARTICLE XIII-APPROVAL OF BYLAW & AMENDMENTS

1. This Bylaw may be amended or revised at any Annual Meeting of this Chapter or at a special meeting called for that purpose, by an affirmative vote by not less than two thirds (2/3) of the Voting Members present, provided that notice of such proposed AMENDMENTS or revisions shall be given by the Secretary in the Notice of the Meeting thirty (30) days in advance by written or electronic means.
2. This Bylaw has been approved and accepted by the membership on September 21, 1990 and submitted for approval to the PRIMA. Any amendment to this Bylaw will be submitted to PRIMA for review and approval.

**This By-Law revision was approved on November 21, 2014
Submitted by Sidney Cumberland, ARM
Vice President, Kansas Chapter of PRIMA**