

DRAFT PROPOSED CSMA BYLAW

REVISIONS –

(CSMA Governing Board duly approved revisions for submittal to Association Membership for consideration and vote to amend Bylaws on June 2009)

ARTICLE I – PURPOSE

Section 1 – Purpose

There exists within the State of Colorado a group of persons responsible for various management and related functions of State Government. Their activities can be improved through a common association called the "Colorado State Managers' Association", also known as "Colorado State Management Association" ("CSMA" or "the Association"). It is the mission of the Association to develop leaders and managerial skills by affiliating with others to discuss issues of interest and gain knowledge that enriches professional growth through Management, Education, Mentoring and Networking.

Section 2 – Goal

The goal of the Association is to improve the quality of State Government and the services it delivers for the benefit of the people of Colorado through efficient and effective management, leadership and communication.

Section 3 – Objectives

The Objectives of the Association are:

- A. Unification of professional managers in government service for constructive endeavors.
- B. Assistance in the development of quality leaders and managers in Colorado state

government.

- C. Identification, promotion and encouragement of improved state services which are provided to the public.
- D. Fostering and facilitating managerial improvements in Colorado government through:
 - 1. Promoting appropriate utilization of management/leadership methods and techniques to improve managerial control and accountability to the public.
 - 2. Fostering and furthering the observance of professional standards and criteria in the accomplishments of management activities.
 - 3. Providing a mechanism for mentoring, education, and professional growth opportunities of state employees, regardless of position/job title, in the areas of leadership and state management.
- E. To contribute to the improvement of education in the field of government management.
- F. To improve communication and encourage interagency cooperation among various disciplines of managers.
- G. To provide a forum for concrete discussion of state management issues.
- H. To enlighten members about new developments in management and administration.
- I. To provide an organization directed to the professional needs of current and prospective managers throughout the State.
- J. To improve communication among managers within and across the three branches of government.

Section 4 – Activities

In order to further its objectives, the Association will hold technical and general meetings;

seminars; symposia; group discussions; and other activities reasonably related to its mission and objectives, and as deemed appropriate by the Governing Board.

ARTICLE II – MEMBERSHIP

Section 1 – Classes of Membership

There shall be two classes of Membership, full and associate:

- A. Full Membership – defined as open to current State employees regardless of position, job title, classified or non-classified state personnel systems, who are interested in working toward the good of the organization; improved state management; and other goals and objectives of the Association. Full members as defined hereby who are otherwise in good standing shall have Association voting rights.
- B. Associate Membership – defined as open to retired State employees and other persons outside State service meeting the criteria established by the Governing Board, who are interested in working toward the good of the organization; improved state management; and other goals and objectives of the Association. Associate members as defined hereby do not have Association voting rights.

Section 2 – Membership

- A. The application of any proposed member shall be submitted to the Association.
- B. To maintain membership in good standing, prescribed dues must be paid by not later than August 1st of each year.
- C. The Association shall maintain a list of active members.
- D. Member ‘in good standing’ for purposes of the Association’s Bylaws means an individual

who meets the qualifications of one of the membership classes as defined herein, and whose dues are current.

ARTICLE III – VOTING

The Governing Board shall be responsible for deciding the kinds of issues which are appropriate for placement before the membership for vote and shall prescribe the methods and procedures by which votes will be taken.

ARTICLE IV – MEETINGS

Section 1 – Meetings of Members

- A. Meetings of members to advance the purposes and objectives of the Association shall be held on such date and at such time and place as may be designated by the President.
- B. Ten percent (10%) of the full membership shall constitute a quorum for the transaction of official business.

Section 2 — Meeting Procedure

In transacting official business, Robert's Rules of Order shall be the recognized and applied rules of parliamentary procedure and shall govern all meetings of the Association unless amended by the Association.

ARTICLE V — GOVERNING BOARD AND OFFICERS

Section 1 — Governing Board

Within the Executive Branch, each individual Department of State Government shall be entitled to a representative to serve on the Governing Board of the Association. For purposes of representation on the Governing Board, the Governor's Office, the Legislative

and Judicial Branches shall each be considered a respective Department.

Association members of each department shall identify a representative process for designating the board representative from their respective departments. The names of the new representatives to the Board of Governors will be published by the Association in such a manner so as to be accessible to the membership within a reasonable time following appointment. Governing Board members may succeed themselves.

The Board reserves the right to review and modify the composition of the Governing Board based on Gubernatorial or Legislative reorganization of departments, but in no event shall the term of an affirmed board member be shortened by such a modification.

The Governing Board's responsibilities include, but are not necessarily limited to setting the direction and policy of the organization; electing Association officers; administrative decision making on matters which include, but may not be limited to the identification and establishment of committees needed to facilitate the Association's mission or objectives; the nature and offering of professional, mentoring, educational and other opportunities available to its members and others as deemed appropriate; and generally, conducting and facilitating other functions reasonably needed for and related to the Association's overall purpose. In the absence of written or formal policy statements or directives adopted by the membership or in support of such policy statements or directives, the Governing Board is specifically authorized to make public policy statements on behalf of the Association. In no case, however, shall a public position be taken in the name of the Association without the concurrence of two-thirds of the Governing Board.

Section 2 –Association Officers

The officers of the Association shall be the President, Vice President, Secretary, and Treasurer. The officers shall be elected by the Governing Board by a majority vote and each for a term of one year commencing on July 1 following his/her election. However, an

officer may succeed themselves for one additional term in the same office, beginning July 1 of each year. No more than one individual from any one department may serve as an officer during the same fiscal year.

In the event an officer, for any reason, is unable to serve out his/her term, the Governing Board shall appoint a replacement to serve for the balance of the unexpired term.

Section 3 – Powers and Duties of Executive Officers

A. The Association President shall have the duty of presiding at all meetings of the Association and the Governing Board. The President shall call meetings of the Association when deemed necessary or when requested by one-tenth of the membership, and shall convene the Governing Board when appropriate to do so. The President shall appoint the Chairpersons and other members to vacancies on those committees which have been established by the Governing Board. The President shall conduct an annual review of the Association's financial statement.

The President shall represent, or in the event of a conflict or an appearance of a conflict of interest, cause the Vice President, or the most senior past president to represent the Association on issues of concern to the Association, as determined by a majority vote of the Governing Board.

B. The Vice President shall assist the President in the execution of his/her duties and preside at meetings of the Association in the absence of the President.

C. The Secretary shall preside at meetings of the Association in the absence of the President and Vice President, and shall perform administrative and management duties including:

1. Provide due notice of all meetings of the Association.
2. Attend meetings of the Governing Board and the chapter, recording and maintaining the minutes of the proceedings of such meetings in a form and duration consistent with

the governing rules of parliamentary procedure.

3. Maintain a list of active members.

D. The Treasurer shall perform the following duties:

1. Function as the Custodian of all funds of the Association.
2. Receive and disburse such funds.
3. Keep complete and accurate books of account.
4. Prepare and submit to the Governing Board periodic status reports of said funds. Such reports shall include at least one annual report submitted for audit by no later than August 30th, directly following the expiration of the one year term of the respective Treasurer. Said annual audit committee shall consist of the outgoing President, the newly-elected President, newly elected Treasurer, out-going Treasurer, and at least one member of the Governing Board at large.
5. Ensure the deposit and maintenance of the Association's funds in a financial institution approved by the Association Officers.

ARTICLE VI — NOMINATION, ELECTION AND FILLING OF VACANCIES FOR OFFICERS

Section 1 — Nominations and Elections

- A. Elections for President, Vice President, Secretary and Treasurer of the Association shall be made by the Governing Board not later than the June meeting of the Governing Board of each year.
- B. No persons shall be nominated to serve as an officer unless they are full members in good standing.
- C. Election to an officer position shall require a majority vote of approval by the Governing

Board.

ARTICLE VII — DUES

Section 1 — General

The fiscal year of the organization shall be July 1 to June 30.

The annual dues shall be set by the Governing Board. The annual dues period shall begin on July 1 for all members. To be considered a member in good standing dues must be paid by not later than August 1.

Section 2 — Delinquent Dues and Payments

Any member who is delinquent in the payment of dues after September 1 shall automatically cease to be a member of the Association.

ARTICLE VIII — CONTINGENCY FUND

A contingency fund will be established and maintained by the Treasurer to cover advance seminar expenses and unexpected losses of the Association. The contingency fund balance will be maintained at an adequate level as determined by the Executive Board to meet the cost of one seminar.

ARTICLE IX — BY-LAW CHANGES

Any member may petition for a change in the By-Laws. The Governing Board shall forward the proposed changes to the organization, if a majority of the Governing Board members approve the changes, or if ten percent (10%) of the membership approve the changes by signing and submitting a written petition to the Board. When changes are duly suggested they shall be submitted to those members in good standing of the Association (“the Membership”) for review and vote. At the conclusion of the voting, during a time and manner reasonably prescribed by the Board and duly noticed to the Membership, if a majority of the ballots

returned by the membership vote in favor of the changes, said changes will be adopted by the Board.