



BY-LAWS

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BY-LAWS

ARTICLE I

Name

The Organization shall be known as the International Association of Government Officials, short form "IaoGO" and herein, "the Association."

ARTICLE II

Objectives

A. The Objectives of the Association

1. To provide professional training and leadership development through educational programs and to identify and communicate best practices among Members;
2. To promote the exchange of ideas on the operation and management of Members' Offices, in light of emerging trends;
3. To monitor and support legislation at all levels of government which improve the operations and the duties of Clerks, Recorders, Election Officials and Treasurers; and to oppose legislation at all levels detrimental to those operations and duties and the purposes of this Association;
4. To exemplify the ideals of public service, to model the highest ethics in the profession and to offer methods for Members to better serve the Public;
5. To participate in the formulation of, and to advance the official policies of, the Association;
6. To create a better understanding of Members' public service to their communities.

ARTICLE III

Members

A. Class of Members

1. Regular Members
Elected or appointed Clerks, Recorders, Election Officials, Treasurers, Auditors, their Deputies, and any other persons performing like-functions of those offices.

2. Associate Members
Those Representatives of corporations, institutions, associations, or governmental agencies connected with, or that are supportive of the objectives of the Association.
3. Alumni Members
Those persons who have retired, resigned or vacated their elected or appointed Office, but who wish to remain affiliated with the Association.
4. Honorary Members
Those persons who have rendered distinguished service to the causes and objectives of the Association, as designated by the voting Members of the Executive Board.
5. State Associations
Those state associations who wish to remain affiliated with the Association. Their Members shall be known as Electronic Members of IaoGO.

B. Member & Alumni Member Rights and Privileges

1. Regular Members in Good Standing may hold elected Office in the Association.
2. Regular Members in Good Standing, as defined herein, may serve on Committees of the Association, may make and second motions, and may participate in debate and shall have voting rights.
3. Alumni Members may serve on Committees of the Association, may make and second motions, may participate in debate, and shall enjoy nominating rights.
4. Associate Members may serve on Committees of the Association.
5. Associate, Honorary and State Affiliation Members do not have voting privileges.
6. Members with voting rights, as provided for herein, shall be entitled to vote using any voting methods approved by the Association. Said voting methods may include, but are not limited to, electronic voting, absentee voting, internet voting, vote-by-mail, in person, or any other such method approved by the Association. It shall be the responsibility of the Association to implement measures in any and all voting methods utilized by the Association, which will ensure the integrity of the voting process and, where necessary, the confidentiality of the votes cast. Any voting method utilized by the Association shall protect and preserve the rights and privileges of the Member so voting.

C. Removal or Disqualification of Members

1. A Member fails to maintain Good Standing and is disqualified from continuing Membership in the Association for any of the following reasons:
 - a. Failure to pay dues;
 - b. Conviction of a Felony;
 - c. Violation of their own state's Ethic Rules, as determined by their home-state's Professional Association.

Such a person may be reinstated to Good Standing upon curing default to the satisfaction of the Board of Directors.

ARTICLE IV

Elected

A. Elected Officers

1. The Officers of the Association shall be a President, First Vice President, Second Vice President, Secretary, Treasurer, Division Directors and Delegation Directors' Chair. The First Vice President shall be the President –elect and shall succeed to the Office of President upon completion of the President's term. All Officers shall be elected by the voting Members during an election conducted at the Annual Conference, as provided for herein.
2. The Officers have a fiduciary duty to the Association, and shall perform all duties prescribed by the By-Laws and as set forth in the Policies, Procedures & Guidelines of the Association, which are available at iaogo.org/wpcontent/uploads/2017/08/Amended-PPG 081117.pdf.

B. Officer Eligibility

1. To be an Elected Officer of the Association, a person must be a Regular Member in Good Standing.
2. All Candidates for Elected Office must be nominated by a Member or Alumni Member as outlined in the Policies and Procedures.

C. Nominations and Elections

1. Elections for Officers shall be conducted at the Annual Conference by Ballot in the manner prescribed by Policy & Procedure of the Association and must be convenient for all Members.

D. Terms of Office

1. Elected Officers, with the exception of the Treasurer, shall hold Office for a term of one (1) year. Terms of Office shall commence on September 1, annually, following the Association's Annual Conference. The Treasurer shall be elected in even-numbered years for a term of two (2) years. The four (4) Division Directors shall be elected for a two (2) year term. The Election for the four (4) Division Directors shall be staggered as follows: The Clerk's Division Director and the Treasurers' Division Director shall be elected in the odd-numbered years; the Recorders' Division Director and the Election Officials' Division Director shall be elected in even-numbered years.
2. No Officer shall be eligible to serve more than one (1) consecutive, full term in the same Office, with the exception of the Office of the Treasurer and the four (4) Division Directors. The four (4) Division Directors may run for a second two (2) year term, if there are no other Candidates.

E. Removal from Office

1. Elected Officers may be removed from Office because of Malfeasance, misfeasance, neglect of duty, incompetence, or permanent inability to perform official duties or failure to maintain Good Standing, as provided for in Article III, Section C.
2. Removal proceedings are as follows: Active Member may initiate removal proceedings against an elected Officer by filing with the Secretary a written Charge setting forth the offense of which the accused is alleged to be guilty and written allegations thereof. The Secretary shall forward a copy of the written Charge to the accused Officer and to each voting Member of the Board of Directors within five (5) days of receipt of the Charge and specifications. The accused Officer shall have thirty (30) days from the date of receipt of the Charge and specifications in which to submit to the Secretary either a written resignation from the Office held or a Statement of Defense containing not more than two hundred (200) words.
3. If the accused Officer submits a resignation, the Secretary shall immediately forward such resignation to the President and the President shall declare that a vacancy in the Office exists.
4. If the accused Officer files a Statement of Defense, the Secretary shall, within five (5) days of receipt thereof, forward a copy of such Statement to each voting Member of the Board of Directors, excluding the accused Officer, along with a Ballot containing the following question: "Shall _____ be removed from the Office of _____?" The Ballot shall also contain choices for voting "Yes or No" on the question. The Ballot shall be accompanied

with a return envelope directing the voted Ballot to the Chair of the Conference of Elections Committee.

5. The voting Members of the Board of Directors, excluding the accused Officer, shall meet as soon as practicable and vote on the question whether the accused Officer shall be removed from Office. The Conference Elections Committee shall be responsible for ascertaining the vote and notifying the Board of Directors of the result of the vote. If a majority of the voting Members of the Board of Directors, excluding the accused Officer, vote in favor of removing the accused Officer from Office, the President shall declare that the Officer is removed and that a vacancy in said Office exists. If a majority of the voting Members of the Board of Directors, excluding the accused Officer, vote in favor of not removing the accused Officer from Office, the Officer shall remain in Office through the duration of the remaining term.

F. Vacancies in Office

1. Every elective Office shall become vacant upon the death, resignation, or removal from the Office occurring before the expiration of the term of such Office. The President determines and declares whether a vacancy exists.
2. In the event a vacancy occurs in the Office of President, the First Vice President, as President-Elect, fills the vacancy and completes the balance of the President's unexpired term. He may then fulfill his own complete term as President.
3. If a vacancy occurs in the Office of Treasurer, the President is authorized to appoint a Treasurer for the remainder of the term.

ARTICLE V

Executive Board

A. Membership

1. The Voting Members of the Executive Board shall consist of the President, First Vice President, Second Vice President, Secretary, Treasurer, the Immediate Past President, the four (4) Division Directors and the Delegation Directors' Chair.
2. Non-Voting Members of the Executive board shall consist of: the Parliamentarian, General Counsel, Assistant Counsel, Membership Chair, Education Chair, Conference Chair, Trade Show Director, Presidential Advisors and the Chief Staff Officer.

B. Duties

1. All Members of the Executive Board, whether voting or non-voting, are responsible for the conduct of business of the Association.
2. Voting Members of the Executive Board must confirm or reject appointments by the President to fill vacancies in any elected Office, on the Executive board or Board of Directors.

C. Meetings

1. The Executive Board shall hold a minimum of two (2) meetings per Year. One meeting shall be conducted within the first five (5) months of the Officers' Term which begins September 1. Another meeting shall be at the Association's Annual Conference prior to the opening of the Annual Conference. The Executive board may meet more frequently in person or via electronic means.
2. Any action that may be taken at an in-person meeting of the Executive Board may be presented, communicated and acted upon by email, facsimile or through any electronic communication.

D. Quorum and Voting

1. A majority of the voting Members of the Executive Board constitutes a quorum. A quorum is required for the transaction of any business.

ARTICLE VI

Board of Directors

A. Membership

1. Voting Members consist of: President, First Vice President, Second Vice President, Secretary, Treasurer, Immediate Past President, Four Division Chairs, Delegation Directors' Chair, and the Delegation Directors.
2. Non-Voting Members of the Board shall consist of: the Parliamentarian, General Counsel, Assistant Counsel, Membership Chair, Education Chair, Conference Chair, Trade Show Director, Presidential Advisors and the Chief Staff Officer.

B. Duties

1. The Board of Directors shall receive, review and act upon all recommendations of the Executive Board regarding programs, policies and services to and by the organization.

2. The Board of Directors shall have the authority to remove an elected Officer, as provided for herein.

C. Meetings

1. The Board of Directors shall meet at each of the Association's conferences.
2. The Board of Directors may meet at such other times and place as determined by:
 - a. A majority of the voting Board Members, or
 - b. Call by the President
3. Meetings of the Board of Directors may be held electronically, including, but not limited to, by telephone, video, e-mail or any other form of electronic communication. All persons who have the right to participate in such meeting may participate electronically as fully as if present in person, including the right to vote electronically.

D. Quorum and Voting

1. A majority of the voting Members of the Board of Directors constitutes a quorum. A quorum is required for the transaction of any business of the Board of Directors.

ARTICLE VII

Delegation Directors

A. Election and Term

1. Each State, Province or Country that has a Member in Good Standing is entitled to have one (1) person serve as its Delegation Director.
 - a. The Delegation Director, who must be a Member in Good Standing, shall be elected by majority vote of the Members from such State, Province or country attending the Annual Conference. The election shall be held in such manner as prescribed in the Association's Policies & Procedures.
 - b. The terms of Office for Delegation Directors shall be staggered and as prescribed in the Association's Policies & Procedures.

2. Delegation Directors shall be appointed for a two (2) year term and are eligible to serve two (2) successive terms. Delegation Directors may serve additional terms only if no other active Member seeks the position. The rotation of the term for each Delegation Director will be prescribed by the Association's Policies and Procedures.

B. Duties

1. Delegation Directors shall report to their respective jurisdictions on the Association's activities and use their best efforts to stimulate interest and Membership.
2. Delegation Directors shall attend Board of Director's Meetings and attend the Conferences.
3. Delegation Directors may appoint Deputy Delegation Directors who shall serve at the Delegation Director's pleasure. Deputy Directors must be Active Members and from the same State, Province or Country as the Delegation Director. Deputy Directors shall be voting Members. The Delegation Director, in the event of the absence or unavailability of the Delegation Director, may designate one Deputy Director to serve as the Delegation Director's proxy to vote on those matters before the Board of Directors upon which the Delegation Director is eligible to vote.

C. Removal

1. Delegation Directors may be removed from Office as prescribed in the Association's Policies & Procedures.

ARTICLE VIII

Amendments

- A. These By-Laws may be amended only at an Annual Conference by an affirmative vote of sixty-six percent (66%) of those Members having voting rights who vote on the amendment.
- B. Amendments may be proposed by any member or by the By-Laws Committee.
 1. Member proposals may be modified, changed or redrafted by the By-Laws Committee.
 2. The By-Laws Committee shall have the authority to initiate proposed amendments on its own. Such proposed amendments shall also be submitted directly to the Annual Conference as "Committee Proposals."

3. Notice of all proposed amendments to the By-Laws shall be communicated to all Members by mail or electronically not less than thirty (30) days prior to the Annual Conference. Proof of sending by electronic means shall control over actual receipt.
4. No further amendments, modifications, changes or substitutions shall be permitted to the proposed amendments after Notice to the Members.

C. Voting

1. Copies of all proposed amendments shall also be made available to all Members at Opening Session of the Annual Conference.
2. Time shall be set aside at a General Session, prior to voting on the proposed amendments, for discussion.
3. Voting on the proposed amendments shall be as prescribed in the Association's Policies & Procedures.

ARTICLE IX

Dues

- A. Any change in dues must be approved by a majority vote of those Members having voting rights.
- B. Any change in dues shall become effective as of January of the year following the approved change.
- C. Any Regular Member who transitions from Regular Member status to Alumni Member status during the membership year shall be eligible for reduced Life Member dues for that membership year.

ARTICLE X

Miscellaneous

- A. The Annual Conference shall be held prior to September 1 of each year.
- B. Suspension of By-Laws
 1. Except with respect to the election of Officers or payment of dues, the By-Laws, or any other portion thereof may only be suspended by a vote of three quarters (3/4) of the voting Members registered at and attending the Annual Conference.
 2. Notice of any action to suspend the By-Laws or a portion thereof must be given in writing either to all Members prior to the Commencement of the Annual Conference or to all voting Members registered at and attending the Annual Conference.

- a. The notice must specify the By-Law provision(s) sought to be suspended and the reasons therefore.
- b. No suspension of any By-Law shall be for a period longer than the Annual Conference for which the suspension of the By-Law provision was approved.

ARTICLE XI

Calendar Year

The Association shall observe a Calendar Year, rather than a Fiscal Year; the Association's Officers Terms begin in September and go through August 31 of the following year.

ARTICLE XII

Dissolution

In the event of dissolution, all assets and property shall be distributed to such national, charitable, not-for-profit organizations as determined by the Board of Directors.

ARTICLE XIII

Roberts Rules of Order

All Meetings of the Executive Board and the Board of Directors, including the meetings occurring at the Conferences will be conducted in accordance with *Roberts Rules of Order*.