

Chapter Model Constitution and By-Laws

CONSTITUTION AND BY-LAWS

OF THE MAHONING-SHENANGO CHAPTER

THE SOCIETY OF CHARTERED PROPERTY AND CASUALTY UNDERWRITERS

CONSTITUTION

- I. Name. The name of this organization shall be the Mahoning-Shenango Valley Chapter of The Society of Chartered Property and Casualty Underwriters.
- II. Purposes. The purposes for which this organization is formed are:
- A. To foster the higher education of those engaged in property and casualty insurance.
 - B. To stimulate the interest of students contemplating professional careers in property and casualty insurance.
 - C. To lend encouragement to those aspiring to achieve the Chartered Property Casualty Underwriter designation.
 - D. To conduct seminars and other educational projects which will assist members of the Society in their professional development.
 - E. To cooperate with The American Institute for Property and Liability Underwriters, Inc., in extending its influence and educational program among the universities and colleges of the United States of America.
 - F. To maintain at all times the dignity and high professional standards that properly attach to the Chartered Property Casualty Underwriter designation.
 - G. To promote social and friendly relations among Chartered Property Casualty Underwriters.
 - H. To cooperate with national, regional, state or local associations of men and women engaged in property and casualty insurance, especially with respect to the education and training of their membership in sound insurance practices.
- III. Non-Profit Organization. No pecuniary gain or profit incidental or otherwise to members of the organization is contemplated. In the event of dissolution of the organization, the Board of Directors shall adopt a plan of distribution, which will provide for the distribution of assets remaining, after the payment of all debts, to or among one or more organizations not for profit, the purposes and functions of which are similar in character to those of this organization.

BY-LAWS

ARTICLE I. MEMBERSHIP

Section 1. Any person certified by The American Institute for Property and Liability Underwriters, Inc., as authorized to use the C. P. C. U.

designation and is a member in good standing of The Society of Chartered Property and Casualty Underwriters shall be eligible for membership in the ~~Nahoning-Shenango Valley~~ Chapter of The Society of Chartered Property and Casualty Underwriters.

Section 2. There shall be no other classes of membership.

(Suggested wording for Section 3 if Chapter is incorporated.)
Section 3. The Board of Directors by affirmative vote of two-thirds of its total members shall have authority to suspend or expel any member for conduct in violation of the C. P. C. U. Charge which is as follows:

"In all of my business dealings and activities I agree to abide by the following rules of Professional conduct:

"I shall strive at all times to ascertain and understand the needs of those whom I serve and act as if their interests were by own; and

"I shall do all in my power to maintain and uphold a standard of honor and integrity that will reflect credit on the business in which I am engaged."

Such action may be taken only after notice has been given to the member concerned at least thirty days in advance of the date set by the directors for a fair and proper hearing in the community where the member maintains a business address. The directors shall appoint at least three directors to hold such hearing and designate one of the three directors to act as chairman.

(Suggested wording for Section 3 if Chapter is not incorporated.)

Section 3. In the event of suspension or expulsion of a member by reason of the operation of Article I, Section 4 of the By-Laws of The Society of Chartered Property and Casualty Underwriters, membership in the ~~Nahoning-Shenango Valley~~ Chapter shall terminate.

ARTICLE II. OFFICERS AND DIRECTORS

Section 1. The officers of the organization shall be a President, a Vice President, a Secretary and a Treasurer, each to serve for a term of one year or until his successor is elected and installed in office. The offices of Secretary and Treasurer may be held by one person. The Board of Directors shall decide whether the two offices are to be combined or different persons nominated and elected to each office.

Section 2. The Board of Directors shall consist of the officers and:

- (1) So many additional members as the Board of Directors might deem desirable;
- (2) Ex-Officio Members as desired.

Section 3. The President and Vice President shall not serve more than two full terms in succession in the same office.

- Section 4. If an Officer or other Director shall cease to maintain a legal address within the geographical area comprising this Chapter area, the President shall declare a vacancy to exist.

ARTICLE III. NOMINATIONS AND ELECTIONS

(Optional - Draft to suit needs. It is recommended that provision be made for a Nominating Committee to be elected by the membership at least one month prior to the Chapter Annual Meeting. This does not necessarily mean that nominations could not be made from the floor at the Annual Meeting.)

ARTICLE IV. THE BOARD OF DIRECTORS

- Section 1. The Board of Directors shall hold an Annual Meeting within the five days immediately preceding the Annual Meeting of the Chapter. It shall also meet formally at such other times and places as may be determined by action of the Board, by call of the President, or by the written request of two members of the Board. A written notice of the time and place of all formal meetings of the Board of Directors shall be mailed to each Director by the Secretary not less than 5 days prior to said meeting.
- Section 2. A majority of the voting members of the Board of Directors shall constitute a quorum for the transaction of business at a formal meeting.
- Section 3. Between formal meetings of the Board of Directors, its policies shall be executed by an Executive Committee of the Board consisting of the officers of the Chapter. Three members shall constitute a quorum. Its function shall embrace the handling of such matters as extend beyond the scope of the responsibility of any officer acting alone, but shall be limited within the powers vested in the Executive Committee, and by such additional powers as may be delegated to the Committee by action of the Board of Directors. All acts of the Executive Committee shall be subject to ratification by the Board at its next formal meeting.
- Section 4. The Board of Directors may also transact business upon specific proposals mailed to each Director at the direction of the Executive Committee. All votes received upon such mailed proposals shall be recorded by the Secretary and ballots shall be produced at the next formal meeting of the Board before being destroyed. All votes to be valid must be signed by the voting Director and mailed back within ten days from the date sent. The affirmative approval of a majority of the total voting membership of the Board shall be required for adoption of any such mailed proposal.
- Section 5. Subject to the ultimate authority which vests in the membership of the ~~Waboning-Sherango Valley~~ Chapter, the Board of Directors shall define the policies and shall have full administrative direction of the Chapter. The Board may appoint an Executive Secretary or

other administrative officer to execute the business of the Chapter. The Board may delegate such powers as it deems desirable to any officer or to the Executive Committee.

ARTICLE V. DUTIES OF OFFICERS

Section 1. The President. The President shall preside at all meetings of the Mahoning-Shenango Valley Chapter and act as chairman of the Board of Directors and of the Executive Committee. The President shall serve as chief executive officer, exercising general supervision over the work and activities of the Chapter, and perform such other duties as usually pertain to the office of President.

The President, acting as chairman of the Board of Directors, shall not vote as a Director except in the event of an equal number of affirmative and negative votes for or against a proposal before the Board of Directors.

Section 2. The Vice President. In the absence or incapacity of the President, the Vice President shall perform the duties of, and have the same authority as the President. The Vice President shall also perform such other duties as usually pertain to the office of Vice President.

Section 3. The Secretary. The Secretary shall act as secretary at all meetings of the Mahoning-Shenango Valley Chapter, the Board of Directors and the Executive Committee, and keep a permanent record of their proceedings. The Secretary shall also perform such other duties as usually pertain to the office of Secretary.

Section 4. The Treasurer. The Treasurer shall send out notices of the annual dues returnable to his office. Periodic financial statements shall be submitted to the Board of Directors and members. Books and accounts of the Treasurer shall at all times be open to the inspection of any member and of any authorized auditors. The Treasurer shall also perform such other duties as usually pertain to the office of Treasurer.

Section 5. All Officers shall perform such other duties as may be assigned to them by the Board of Directors.

ARTICLE VI. ANNUAL MEETING

Section 1. The Annual meeting of the Mahoning-Shenango Valley Chapter shall be held on a day during the month of May at a time, date and place to be selected by the Board of Directors. The Board of Directors shall change the date and place of the Annual Meeting to such other date and place by affirmative vote of a majority of the Board of Directors if it be deemed in the best interests of the Chapter.

Section 2. The order of business of the Annual Meeting shall be as follows:

(Customary)

This order of business may be changed by majority vote of the members present at any Annual Meeting.

Section 3. Roberts' Rules of Order shall govern in all cases not provided for within these By-Laws.

ARTICLE VII. COMMITTEES

Section 1. The President shall appoint such Committees as may be deemed advisable, and as the Executive Committee or the Board of Directors shall from time to time direct.

ARTICLE VIII. FISCAL

Section 1. The Fiscal year shall be the calendar year.

Section 2. Dues of the ~~Mahoning-Shenango Valley~~ Chapter shall not exceed ~~50.00~~ dollars per annum and shall be determined by the Board of Directors.

Feb. 1 ~~April 1~~ of any fiscal year, privileges as a member shall be suspended. After being suspended for non-payment of dues membership may be restored for the fiscal year or subsequent fiscal year upon payment of dues. Any person attaining eligibility under Article I, Section 1 in a given year shall, upon payment of dues, have membership continued until the close of the ~~new~~ ^{current} succeeding fiscal year.

Section 3. The Board of Directors shall be vested with discretion and authority to waive for valid cause the annual dues of any member.

Section 4. Funds of the Chapter shall be deposited in institutions designated by the Board of Directors.

Section 5. The Board of Directors may, prior to the beginning of each fiscal year, prepare an annual budget for the approval of the membership at its Annual Meeting.

Section 6. All disbursements shall be made by voucher check, showing the payee, the item of service rendered or materials purchased and the amount of payment. All checks shall be signed by two members of the Board of Directors, one of which shall be the President or Vice President. In case of the absence or incapacity of the persons authorized to sign checks, the Board of Directors shall designate substitutes. Officers authorized to sign checks shall give bond for the faithful discharge of their trust in such sums and with such sureties as the Board of Directors may require.

Section 7. Aggregate disbursements in any fiscal year shall not exceed the gross amount of the annual budget, if any, unless authorized by the affirmative vote of a majority of the voting members of the Board of Directors.

Section 8. The Board of Directors shall direct the investment of the assets of the Chapter.

Section 9. The Chapter Treasurer shall remit to the Treasurer of The Society of Chartered Property and Casualty Underwriters by February 15 of each year, National Society dues of all Chapter Members not suspended under the provisions of Article VIII, Section 2.

ARTICLE IX. AMENDMENTS AND RATIFICATION

Section 1. The Constitution and By-Laws of the Mahoning-Shenango Valley Chapter may be amended in the following manner:

- (1) Any proposed amendment must first be approved by two-thirds of the voting membership of the Board of Directors or be a petition signed by at least one-third of the entire voting membership.
- (2) Upon such approval, or petition filed with the Secretary, a copy of the proposed amendment shall be mailed to the membership, with a return envelope (or post-card) addressed to the Secretary.
- (3) Members shall express their desire to ratify or reject such proposed amendment by personally signed vote, which must be returned within four weeks of the date on which the proposed amendment was mailed to the membership.
- (4) At the end of the four weeks' period specified above, the proposed amendment shall be deemed ratified by the membership only in the event that at least two-thirds of the total membership shall cast affirmative ballots.
- (5) Whenever the Mahoning-Shenango Valley Chapter amends its original Constitution or By-Laws as approved by the Board of Directors of The Society of Chartered Property and Casualty Underwriters, the Mahoning-Shenango Valley Chapter shall file within 30 days a revised copy with the Secretary of The Society of Chartered Property and Casualty Underwriters. Any such amendments shall not be effective until approved by the Board of Directors of The Society of Chartered Property and Casualty Underwriters.

Section 2. In the event a court of competent jurisdiction shall hold a portion of these By-Laws to be invalid, the remainder of the By-Laws not so held invalid shall be considered in full force and effect.

P E T I T I O N

Board of Directors
The Society of Chartered Property
and Casualty Underwriters
270 Bryn Mawr Avenue
Bryn Mawr, Pennsylvania

Gentlemen:

The undersigned respectfully petition the Board of Directors
of the Society of Chartered Property and Casualty Underwriters for
permission to create as of _____ (date) a _____ (Chapter Name)
Chapter of the Society of Chartered Property and Casualty Underwriters.

The undersigned submit herewith a copy of a proposed Consti-
tution and By-Laws to be adopted if this petition is approved.

Respectfully,

[Handwritten signatures on lines]
x _____
x _____
x _____
x _____
x _____
x _____
x _____
x _____
x _____
x _____
x _____

(Minimum of 6 signatures)