

***Governmental Purchasing  
Association of New Jersey, Inc.***

***By-laws***

Adopted  
4/19/07

## **ARTICLE I**

### **Name**

**Section 1.** The name of the Association shall be the Governmental Purchasing Association of New Jersey, Incorporated, and herein after known as the Association.

## **ARTICLE II**

### **Purpose**

**Section 1.** The Purpose of the Association shall be:

- (a) To promote and foster the professional competence and stature of all persons engaged in public purchasing.
- (b) To study, discuss and recommend improvements in public purchasing procedures and provide advice on public purchasing questions for general membership and appropriate governmental agencies, to include but not be limited to State Legislature, State agencies and the State League of Municipalities.
- (c) To provide a forum to exchange ideas, share experiences and obtain expert advice on local and statewide purchasing problems and issues.
- (d) To collect specifications, Request for Proposals (RFP), Request for Qualifications (RFQ) and bid documents for dissemination to members of the association.
- (e) To collect and distribute to public purchasing officials information on the administration of public purchasing.
- (f) To evaluate and advocate legislative and or regulatory action on matters related to public purchasing.
- (g) To protect the public interest and to foster free, open and competitive purchasing.

## **ARTICLE III**

### **Officers**

**Section 1.**

- (a) The officers of the Association shall be a President, a First Vice-president, a Second Vice-president, and five (5) At-Large Board Members. Officers will be selected at the October General Membership Meeting, installed at the

December General Membership Meeting and begin serving in their offices in January, to coincide with the -calendar year of January through December, and shall last for one (1) calendar year. The President and Vice-Presidents may succeed themselves only once in the same office.

- (b) There shall be an Executive Director, a Secretary, and a Treasurer, appointed annually by the new Board of Directors at their first meeting after the annual election. Their annual term of office shall be from January 1 to December 31. An Assistant Executive Director and/or Assistant Treasurer shall also be appointed annually should the need exist for either or both of these positions. Reimbursement for expenses and any compensation for these Appointed Officers shall be approved and set by the Board of Directors.
- (c) The Executive Director shall be a certified, New Jersey Public Official with one of the following designations: RPPO or RPPS. Should the Executive Director be unable to service, an alternate shall be chosen from the Executive Board of Directors.
- (d) The Executive Director shall be the person representing the Association to the New Jersey State League of Municipalities, provided he or she is a New Jersey Municipal Purchasing Official. If the Executive Director is not a New Jersey Municipal Purchasing Official, then a New Jersey Municipal Official shall be designated by the President to be the representative of the Association to the New Jersey State League of Municipalities.

## **Section 2.**

- (a) The Association will elect officers at a designated Fall-Autumn meeting other than the annual meeting held in November of each year. The election of officers shall be by written ballot except if all seats are uncontested.
- (b) Election shall be by plurality vote of the eligible voting membership at the designated Fall-Autumn meeting. The Nominating Committee, pursuant to Article IX, Section 4, shall present a Slate of Candidates and any member or group of members may nominate a candidate for any elective office from the floor at the meeting called for the election and shall be included in the balloting as long as said individual(s) meet the qualifications as set forth in Article IV, Section I below.
- (c) Only paid up members in good standing may vote. There shall be no vote by proxy or by absentee ballot. In the absence of a member, the duly appointed alternate shall be permitted to vote in the member's place. Honorary members shall have no vote. Life members shall have a vote, but no alternate shall be permitted.
- (d) Any individual elected by the general membership to a standing office of the Association, as presented in Section 1, (a) of this Article, does not

automatically ascend to the next higher office at the end of the one year term that the individual is presently serving. Ascension must be by nomination.

**Section 3.** The President shall preside at all meetings when present. The First Vice-President shall preside when the President is absent. If the First Vice-president is also absent, the Second Vice-president shall preside.

**Section 4.** The Secretary shall conduct the correspondence of the Association and notify all officers of their elections and chairperson of committees of their appointments. The Secretary shall record the minutes of all official meetings, and any special meeting called by the President or Executive Director. These minutes shall be officially recorded as permanent record and made available upon demand of any officer or member in good standing of the Association within a reasonable time after such meeting. The minutes of each meeting shall be read at the following regular meeting unless approved motion to dispense with them due to prior publication in a newsletter. The Secretary shall be charged with keeping these By-laws current and up to date so that any amendments shall be duly made to the Master copy of these By-laws.

**Section 5.** The Treasurer shall receive all money due the Association for safekeeping and keep an accurate list of the members of the Association including the address and complete title of each. This information is to be submitted as desired to the Executive Director. The Treasurer shall pay all bills approved by the Board of Directors and shall keep an accurate, itemized account of all receipts and disbursements, and must present a detailed report at each regular meeting of the Association. All funds are to be deposited with 48 hours of their receipt in a depository designated by the Board of Directors. The Assistant Treasurer, if one has been named, shall be required to assist the Treasurer in all the referenced duties and responsibilities as enumerated above.

**Section 6.** If a vacancy occurs in the office of the President, the First Vice-president shall become President. All other vacancies shall be filled by election of the general membership at the first regular meeting following the occurrence of the vacancy, provided however, that the President may appoint a member to perform the duties of the vacant office until such next regular meeting.

**Section 7.**

- (a) The standing duties of the First Vice-president are to develop and implement programs for the New Jersey League of Municipalities Annual Conference. The First Vice-president shall periodically report to the Board of Directors on the preparation and implementation of such programs.
- (b) The standing duty of the Second Vice-president is to present a program of interest to the membership at each general membership meeting.
- (c) The President may direct the First Vice-president or Second Vice-President or request any other member in good standing to assist the Secretary or the

Treasurer in the performance of the duties of either office when deemed necessary and feasible to do so.

**Section 8.**

- (a) The Executive Director shall issue periodic newsletters to the members of the Association that contain information that is pertinent to public purchasing and that may be of interest to all members in good standing. Said person shall strive to increase the membership of the Association and to promote the purpose of the Association as contained in Section I (a) through (g) of these By-laws. The Executive Director shall assist all officers in the discharge of their duties when expedient, feasible, and possible to do so.
- (b) The Webmaster, designated by the Executive Director, pending approval by a simple majority of the voting officers, shall maintain an online specification library and shall make sample specifications available to any member in good standing upon request if said are available online.

**Section 9.**

- (a) The Board of Directors shall consist of all officers of the Association: five (5) members elected by the general membership and: the Secretary, Treasurer, Assistant Treasurer and Executive Director who shall be non-voting members.
- (b) The Board of Directors shall serve a term of one (1) year, each which shall coincide, with the term of the elected officers.

**ARTICLE IV**

**Qualification for Officers and Board of Directors**

**Section 1.** For each office listed in Article III, Section 1 (a), and for the five (5) members elected by the general membership to serve on the Board of Directors, Article III, Section 9 (a), the following qualifications must be met by all potential candidates:

**1. President**

- (a) A paid up member in good standing for a minimum of four (4) years.
- (b) Distinguished service to the Association in various administrative and/or educational capacities.

**2. First Vice-president**

- (a) A paid up member in good standing for a minimum of four (4) years.
- (b) Distinguished service to the Association in various

administrative and/or educational capacities.

### **3. Second Vice-president**

- (a) A paid up member in good standing for a minimum of three (3) years.
- (b) Distinguished service to the Association in various administrative and/or educational capacities.

### **4. At-Large Member(s) - Board of Directors**

- (a) Paid up member(s) in good standing for a minimum of two (2) years.
- (b) Distinguished service to the Association in various administrative and/or educational capacities.

**Section 2.** For the purposes of these By-laws a member in good standing shall mean an active participant in the Activities of the Association, including attendance at Regular meetings, active participation in committees, and attendance at continuing education forums.

## **ARTICLE V**

### **Membership**

**Section 1.** The regular membership of this Association shall be limited to the persons who are employed by governmental agencies and political subdivisions in the State of New Jersey and whose duties consist in whole or in part of purchasing goods and services.

**Section 2.** Application for membership shall be addressed to the Treasurer. Upon receipt thereof, the Treasurer shall be satisfied that the applicant meets the requirements for membership as set forth in Section I of this Article. If the applicant does meet the requirements, the Treasurer shall enroll that person as a member of the Association in good standing upon receipt of the full amount of the annual dues.

**Section 3.** Honorary membership shall be offered only to those voted on and approved by the Board of Directors.

**Section 3.** Life membership shall be offered only to those former members who have retired from their public service employment jobs. Should they return to work as governmental purchasing officials, honorary lifetime status shall be rescinded automatically.

**Section 4.** Transitional membership may be accepted from any representative who is no longer employed by a member government or agency. The person who is no

longer a representative shall be required to apply for this special membership designation within thirty (30) days of the date of termination. They must request of the Treasurer an application and submit said application to the Treasurer of the Association. Membership shall only be for one (1) year. A Transitional member shall not be required to pay dues but shall be responsible for any other expenses including meeting expenses as with any other member. A Transitional member shall not have a vote or hold office.

## **ARTICLE VI**

### **Quorum**

- Section 1.** Twenty-five (25) voting members of the Association, in attendance at a meeting requiring a vote, shall constitute a quorum. At no time shall the lack of a quorum at a meeting prevent those present from proceeding with the program of the day. A quorum shall be present for the purpose of electing officers or amending these By-laws.
- Section 2.** Quorum for Board Meetings: Will consist of a simple majority of the members.

## **ARTICLE VII**

### **Regular Meetings**

- Section 1.** In addition to the annual meeting, regular meetings shall be held five (5) times during each year at a date, time and place selected by the President or the Executive Director with the concurrence of the Board of Directors. Special meetings shall be called at the discretion of the President, the Executive Director or any twenty-five active paid up members from the general membership. However, no group shall present itself as an official representation of the Governmental Purchasing Association of New Jersey without the expressed approval of the Board of Directors. It shall be the duty of the Secretary or the Executive Director to notify all members of the date, time and place of regular and special meetings at least two (2) weeks in advance thereof.

## **ARTICLE VIII**

### **Dues**

- Section 1.** The annual dues shall be set by the Board of Directors, payable no later than March 31 of each year or, in the case of a new member, payable immediately upon his or her enrollment as a member of the Association. The Treasurer shall send out statements of dues to each member during the month of January each year, or in the case of a new member, immediately following acceptance of an individual's application.

**Section 2.** A member will be considered delinquent on the first day of June if dues have not been paid for the current year and will be notified by the Treasurer of the delinquency. If dues are not paid by August 1, the member shall forfeit all rights to membership, and said name shall be removed from the list of members maintained by the Treasurer.

## **ARTICLE IX**

### **Committees**

**Section 1.** Appointments

- (a) The President shall appoint, unless otherwise stated in these By-laws, members to standing committees and any other committee he or she deems advisable for the efficient operation of the Association. The President and Executive Director shall be ex-officio members of each committee without the right to vote.

**Section 2.** Legislative Committee

- (a) There shall be a Legislative Committee composed of a chairperson and at least three (3) other members. The chairperson shall be a member in good standing appointed by the President to also serve on the State League of Municipalities Legislative Committee. The Chairperson shall keep the Association advised of all proposed legislation that may affect public purchasing. The Association will discuss the proposed legislation and take any action the majority of the members deem advisable.
- (b) There shall be at least one (1) member of the Legislative Committee who will be advised of all information received by, and action taken by the Chairperson of this Committee and shall report to the Association in the absence of the Chairperson.

**Section 3.** Publicity and Public Relations Committee

- (a) The President shall appoint a Public Relations Committee of one (1) or two (2) members. This committee may also be referred to as a Publicity Committee. The Committee shall be responsible for preparing releases regarding the Association and gathering news that may be of interest to the general membership. Such prepared information and material shall be initially submitted to the Executive Director for clearance and possible use in the Association Newsletter, Newspapers within the State of New Jersey, professional and trade publications and other news media.

**Section 4.** Nominating Committee

- (a) The Association shall have a Nominating Committee. By September 1<sup>st</sup> of each year, the President shall appoint a Nominating Committee with the concurrence of the Board of Directors. The Committee shall consist of three (3) active members at large in good standing. An active member shall be a person employed by public agencies or political subdivisions in the State of New Jersey and whose duties consist in whole or part of purchasing goods or services. This member shall hold an RPPS or RPPO designation. The Nominating Committee shall select a Chairperson from its members.
- (b) If a member of the Nominating Committee is considered for one of the nominations, said member shall be replaced with another active member in good standing.
- (c) The duties of the Nominating Committee shall be to select at least one candidate, with the consent of those nominated, for each office to become vacant by reason of expiration of term, and to prepare a written list, giving the position and name of selected candidates. Said list shall be mailed by the Executive Director to the general membership and received by said membership at least 20 days before the designated fall meeting for the election.
- (d) Said Committee shall be responsible for preparing and circulating, receiving, tabulating, verifying the ballots and reporting the results to the general membership, and to assist with all necessary activities to facilitate an orderly election.

**Section 5.** Audit Committee

- (a) A Committee of paid up members in good standing consisting of the Treasurer, Executive Director, President, and three (3) members at large. It shall be their responsibility to audit the records of the Association and report to the Board of Directors and General Membership their findings by the second (2nd) meeting of the new year.

**Section 6.** Membership and Membership Retention Committee

- (a) There shall be a Membership Committee composed of a chairperson and any number of members appointed by the President. The Committee shall be responsible for actively pursuing new members as well as contacting delinquent or inactive members to promote their retention and participation in the organization.

**Section 8.** By-laws Committee

- (a) The President shall appoint four (4) active members in good standing to the

By-Laws committee. An active member shall be a person employed by governmental agencies or subdivisions in the State of New Jersey, and whose duties consist in whole or part of purchasing goods or services. The committee shall conduct an annual review of the By-laws to ensure they are up to date and to make recommendations, if any, for changes to the Board of Directors and, if approved, to the Membership At Large. These members shall also hold an RPPS or RPPO designation. At least one (1) of the four (4) members shall be a member of the Executive Board in an appointed or elected position. Any changes shall be conducted as per Article X below.

## **ARTICLE X**

### **Changes**

**Section 1.** Changes in the By-laws shall require a quorum consisting of paid up members in good standing, and may only be made after having been proposed at a regularly scheduled meeting, notice of change posted electronically on the official website, and voted for final adoption by a simple majority of those present at the next succeeding regularly scheduled meeting. Said meeting shall be scheduled no less than four (4) weeks after notice of the change is posted.