

North Carolina Association of Insurance Professionals

BYLAWS

Revised 05/24

Article I – Name

IAIP serves its members by providing professional education, an environment in which to build business alliances and the opportunity to make connections with people of differing career paths and levels of experience in the insurance industry. The name of this non-profit organization shall be known as the North Carolina Association of Insurance Professionals, an association affiliated with the International Association of Insurance Professionals, hereinafter referred to as NCAIP. NCAIP is a state council of IAIP.

Article II – Purpose

Section 1. To foster and promote education in matters pertaining to insurance.

Section 2. To maintain a spirit of goodwill among its members and to further the welfare and advancement of its members in their chosen work.

Section 3. To promote cordial relationships between the local associations in the state and the International Association of Insurance Professionals.

Section 4. To assist in the organization of local associations within the state. Section 5. To further the purpose of the International Association of Insurance Professionals.

Article III – Conformity

These bylaws and standing rules shall be supplemental to IAIP bylaws and standing rules. If any amendment to IAIP bylaws or standing rules causes these bylaws to conflict with IAIP bylaws or standing rules, the North Carolina Association of Insurance Professionals bylaws and standing rules shall automatically conform to IAIP bylaws and standing rules.

Article IV – Members

Section 1. Classification

A. **Active.** Active membership is open to persons primarily employed or who have been previously employed at least two years in the Risk Management or Insurance Industry as defined in the membership eligibility policy of IAIP.

Active members must reside in or be employed in the state of North Carolina.

Active members are entitled to make recommendations and to hold both.

1. Active members not belonging to a local association shall be known as “Members-at-Large.”

2. Active members who have been a member for at least 5 years and who

are at least 65 years of age by 7/1 of the renewal year shall be known as
“Retired Members.”

B. Student. Student membership is open to persons who are full time students enrolled in a minimum of twelve (12) credit hours per term in a college or university. Student members who belong to a local association are entitled to make recommendations and to hold both elective and appointive office at all levels of the association. Student members not belonging to a local association shall be known as “Student Members-at-Large” and shall not be entitled to vote or to hold elective or appointive office in the association.

C. Recent Graduate Membership is open to persons who have recently graduated from college or within 2 years of graduation who are actively seeking employment within the insurance industry. Recent Graduate members who belong to a local association are entitled to make recommendations and to hold both elective and appointive offices at all levels of the association. Recent Graduate members not belonging to a local association shall be known as “Recent Graduate Members-at-Large” and shall not be entitled to vote or to hold elective or appointive office in the association.

Section 2. Membership

A. Application. Application for and renewal of membership shall be made on the official form obtained from IAIP Corporate Centre accompanied by the required amount of dues. Membership is effective upon receipt at IAIP Corporate Centre of these items. Membership year shall be July 1 through June 30 for members who joined before July 1, 2014. For those members who join after July 1, 2014, membership renewal date shall be the date they first became a member.

B. Resignation. Members belonging to a local association may resign from IAIP by notifying their local association and IAIP Corporate Centre in writing.
Members-at-Large may resign by notifying IAIP Corporate Centre in writing.

C. Revocation. In the event of an uncollected indebtedness to IAIP, and/or a violation of the Code of Ethics, the membership of any member may be revoked by a two-thirds (2/3) vote of the International Board of Directors (“Board of Directors”). The same policy and procedure shall apply to NCAIP members.

D. Reinstatement of Expired Membership. An individual eligible for Active Membership who has been a member for at least three (3) years may rejoin without a lapse in membership by paying current annual dues plus a \$50 reinstatement fee to IAIP.

An individual eligible for active membership who has been a member for less than three (3) years or who does not desire reinstatement may join as a new member. A retired member whose membership lapses may rejoin by paying 125% of the annual retired member rate.

Article V – Officers

Section 1. The officers of the state association shall be: Council Director, Council Director-Elect, and Fund Custodian.

A. All officers must be active members of the state association.

B. Officers must reside in or be employed in the State of North Carolina.

Section 2. Council Director shall serve for a term of one (1) or two (2) years or until their successor is elected and assumes office. The Council Director shall assume office and duties on July 1.

Council Director shall not serve more than two consecutive terms in office, exclusive of any time served in completing the unfinished term of a previous Council Director.

The Council Director elect serves from the close of the Annual Meeting until it assumes the office and duties of the Council Director on July 1.

The elected Fund Custodian may serve unlimited terms.

Section 3. Vacancies

A. A vacancy in the office of Council Director shall be filled by the Council Director Elect who shall succeed to the office of Council Director for the remainder of the unexpired term, and then serve for the full term for which elected.

B. A vacancy in the office of Council Director-Elect shall be filled by Election by the Council. The replacement candidate must satisfy all requirements of the position of Council Director-Elect. until the next annual meeting. A Council Director and a Council Director-Elect shall

be elected. The duties of the vacant position, except the right to vote and succeed or assume office of Council Director, shall be assigned to other members of the Board of Directors by the Council Director.

C. A vacancy in the position of Fund Custodian shall be filled by the Council Director.

D. Should an officer fail to perform the duties of the office or be unable to fulfill those duties, the Council, upon a two thirds (2/3) vote, may remove the officer from office. Any subsequent vacancies created shall be filled in accordance with A – C above.

Section 4. Nominations

The Council Nominating Committee shall be formed in accordance with Article IV, Sec 3.D of the

IAIP bylaws

A. The Council Nominating Committee shall consist of a chairman without vote who has previously served on a Nominating Committee and any number of members **appointed by**

the Council Director

B. The committee shall meet to review candidate qualification and may recommend one (1) or more candidates for office.

- C. The Nominating Committee shall be appointed no later than July 1st proceeding the Councils Annual Meeting.
- D. The committee receives recommendations and qualifications of candidates. The committee can submit its own nominations to ensure a qualified candidate. The Committee shall submit at least one name for each position to be filled. Following the report of the committee, any member may nominate another member for an elected Council position or office by contacting the Chair of the Nominating Committee; however, before doing so, the nominating member must obtain written authorization from the member being nominated, asserting their willingness and qualification to serve.

The nominations are for the following positions:

Council Director Elect

Any additional elected positions provided for in Council Bylaws.

Note: If the Nominating Committee determines that none of the candidate(s) is

Qualified, it must solicit candidate(s) from the general membership.

- E. The report of the Nominating Committee shall be presented to all members of the council at least 30 days prior to the date of election.

Section 5. Elections

Section 5. Elections- Elections shall be held in accordance with Article IV, Section 3.E of the IAIP Bylaws

- A. The election shall be conducted as shown in the program for the annual Council meeting. In the event there is only one nominee for each office or position, the meeting Secretary may be instructed to cast a unanimous ballot for the entire slate.

Should there be more than one nominee for an office or position, a ballot will be used.

Should there be more than one candidate for office and the ballot vote cast by the members is a tie, each candidate will be asked a question by the Council Director and give two minutes to respond. The vote will be asked for again by ballot. This procedure will continue until a candidate receives the majority of votes cast.

- B. Those elected shall assume the duties of their office on July 1st.

Section 6. Duties of Officers. The officers shall perform the duties prescribed by these Bylaws, the Standing Rules and the Parliamentary Authority adopted by the Council

- A. The Council Director shall:

1. Preside at all meetings of the Council and **appoint an acting Secretary for each**
2. Appoint, as needed all committee chairmen as required by the Bylaws
3. Be an ex-officio member of all committees except the Nominating Committee
4. Appoint a Parliamentarian
5. Attend the Regional Conference and the National Convention of IAIP
6. Perform the duties as pertain to the office of Council Director
7. Maintain the Council Nominating Committee file in accordance with procedures established by the IAIP Board of Directors and contained in the Nominating Committee manual.
8. The Council Director shall visit local associations within the state during their term with expenses, if any, reimbursed from the NCAIP General Fund as budgeted.

B. The **Council Director-Elect** shall:

1. Be an active aid to the Council Director.
2. Acquaint themselves with the affairs of the Council and prepare for their term as Council Director.
3. In the event of the absence or inability of the Council Director to perform their duties, the Council Director-Elect shall perform the duties of the Council Director.
4. Automatically accede to the office of Council Director at the end of the term as Council Director-Elect.
5. Serve as chairman of the Council Bylaws and & Membership Committee.
6. Assist in the formation of new associations within the state.
7. Promote membership development and retention within the state.
8. Attend the Regional Conference and the National Convention of IAIP
9. Perform any additional duties assigned by the Council Director or stated in these bylaws and perform any duties that pertain to this office.

C. The **Fund Custodian** shall:

1. Be custodian of all state association funds.
2. Receive all monies and disburse funds only upon the sanction of the membership or vote of the Board of Directors.
3. Submit written reports at each meeting.
4. File any tax reports required.
5. Keep the membership records
6. Perform any additional duties assigned by the Council Director or stated in these bylaws.
7. Be the custodian of the NCAIP Annual Convention Fund account.

Article VI – Meetings

Section 1. The Council's Annual meeting of the shall be held in accordance with Article IV, Sec 3, A. of the IAIP bylaws. Councils shall hold an Annual Meeting and any additional meetings they require for the purpose of transacting business. The site and date shall be determined by the Council Director in accordance with the Council's bylaws subject to approval by the current Regional Vice President.

:

A. The meeting program and planning shall be at the discretion of the Council Director.

B. The registration fee for the annual meeting shall be determined by the NCAIP Annual Convention Committee with the approval of the Council Director.

Section 2. All members shall be notified of the annual meeting at least forty-five (45) days prior to the meeting.

Section 3. The voting body of the Council shall be defined as the entire membership subject to the following provisions:

1. The voting body of all matters requiring a vote of the members shall be the entire council membership, where each member can cast one vote. Voting may be conducted electronically throughout the year, as necessary.

2. The quorum for all voting matters will be 10% of the total council membership

Section 4. The official national representative shall be the IAIP Region II Regional Vice President who shall be provided time on the program to address the assembly.

Section 5. The Council Director Elect and RVP shall conduct a delegate briefing that is presided over by the Council Director Elect. The purpose of this briefing shall be to review any proposed amendments to IAIP bylaws and standing rules or council bylaws.

Section 6. Associations in the council and Active members may submit recommendations for amendments to the NCAIP bylaws chairman in writing no later than 90 days before the annual state meeting.

Section 7. In the event of an emergency, a special meeting may be called. Thirty (30) days' notice shall be given stating the reason for the call. The voting body shall be as set forth in Article VI, Section 3.

Section 8 The Council, Council Director, Council Director-Elect and Council committees are authorized to meet by telephone conference or through other electronic communications media as permitted by law.

Article VII – Board of Directors

Section 1. The Board of Directors shall consist of the NCAIP Officers and the President of each local association and may include a member-at-large. Each shall have one vote. In the absence of the President of any local association, the current President Elect, First Vice President and/or Vice President of that local association shall represent local association at the meeting of the Board of Directors. The representative may enter into discussion, make motions, vote and report to their local associations.

Section 2. Appointed chairmen of standing committees and special committees shall attend and participate in discussion, may make motions but may not vote.

Section 3. All past State Council Directors are honorary members of the Board of Directors. These individuals may attend and enter into discussion but may not vote.

Section 4. The appointed Parliamentarian shall advise the Board on procedural matters but may not vote.

Section 5. The Board of Directors may authorize the attendance of others who may not make motions, enter into discussions or vote.

Section 6. The Board of Directors shall;

- A. Have the general supervision of the business of the state association, and shall transact all business on behalf of the state association between the annual meetings and shall report all action taken to the membership at the next annual meeting.
- B. Adopt an annual budget prepared by the Finance Committee. The budget shall be adopted at the meeting of the Board of Directors following the annual meeting.
- C. Determine the date, place and time of the annual meeting.
- D. Fill vacancies as provided in Article V, Section 3 and shall approve all appointments of the Council Director.
- E. Establish and adopt all policies and procedures of the state association. Those Policies and procedures may not conflict with the policies and procedures of IAIP.

Section 7. The Board of Directors shall meet as follows:

- A. Current Board of Directors shall meet immediately prior to the opening of the annual meeting.
- B. Incoming and outgoing Board of Directors shall meet at a NCAIP Board meeting to be held between April 10th and May 25th for the purpose of appointing committees, adopting a budget, and for carrying out any instructions received from the membership.
- C. At time and place as designated by the Council Director.
- D. Special meetings may be called by the Council Director upon written request of the majority of the Board of Directors or upon a petition signed by at least ten (10) percent of the active members, provided that the purpose is stated in the notice and a ten (10) days' notice is provided.
- E. The Board of Directors is authorized to meet by telephone conference or through Other electronic communications media as permitted by law.

Article IX – Committees

Section 1. There shall be the following standing committees: Finance, Bylaws, and Membership. The Council Director may appoint other committees, which may include active members and shall serve a term of one year unless otherwise specified.

Section 2. The **Finance Committee** shall:

- A. Be composed of the current Fund Custodian, the retiring Fund Custodian, who shall serve as Chairman, and one active member appointed by the Council Director.
- B. Prepare a proposed budget for presentation and adoption at the Council

Annual meeting.

C. Audit the financial records of the current Fund Custodian (General Fund and Convention Fund) to ensure an accurate accounting of all financial transactions during the course of their respective terms.

Section 3. The **Bylaws Committee** shall:

A. Be composed of the Council Director-Elect who shall serve as chairman, the Immediate Past Council Director and one active member appointed by the Council Director.

B. Be responsible for sending revised bylaws to IAIP Corporate Centre.

C. The committee shall consider and/or correlate proposed amendment submitted, together with its own, and submit amendments receiving a majority vote of the committee to the council members for consideration.

D. The committee shall correlate and publish all standing rules and amendments adopted and furnish revised copies to IAIP Corporate for distribution to all council members and the Regional Vice President immediately following adoption.

Section 4. The **Membership Committee** shall:

1. Consist of the Council Director Elect who shall serve as Chairman and two (2) Members appointed by the Council Director.

2. Assist in the formation of new associations within the state.

3. Promote membership development and retention within the Council.

Article X – Parliamentary Authority

Section 1. The rules contained in the latest edition of Robert's Rules of Order: Newly Revised shall be the parliamentary authority for all matters of procedure not specifically addressed by IAIP bylaws, standing rules, procedure manuals, or Council bylaws.

Article XI – Amendment of Bylaws

A. Associations in the Council and active members may submit recommendations for amendments to or revision of the Council bylaws.

B. These bylaws may be amended or revised by a majority vote of the members, provided written notice has been submitted to members at least sixty (60) days prior to the vote, or by a two-thirds (2/3) vote of the members without previous notice.

C. Amendments to these bylaws or revision shall become effective when adopted by the Council unless otherwise specified.

D. Corrections to these bylaws for the purpose of correcting spelling, grammar, or punctuation, which do not otherwise alter the intent of the bylaw shall be made immediately by the Bylaws Committee, without a vote.

- E. Corrections to these bylaws for the purpose of incorporating changes made by IAIP to the Model Council Bylaws or to otherwise comply with IAIP bylaws and policies shall be made immediately by the Bylaws Committee, without a vote.

Article XII – Dissolution Clause

Section 1. A resolution to dissolve the North Carolina Association of Insurance Professionals shall be adopted upon receiving at least two-thirds (2/3) of the votes entitled to be cast after ten (10) days' notice has been mailed to each member. In the event of dissolution, the association shall notify the Regional Vice President in writing indicating the reason(s) for dissolution and shall return all materials to the Regional Vice Council Director as outlined in Article VI, Section 3 of the IAIP bylaws.

Section 2. At any time when the dissolution of NCAIP is authorized the Board of Directors then holding office shall distribute the assets of the Association remaining after the payment, satisfaction and discharge of all liabilities and obligations, to one or more corporations, societies or organizations operated not-for-profit which shall be deemed to further the field of insurance.

North Carolina Association of Insurance Professionals

STANDING RULES

Revised 01/18

1. No member association or active member may enter into a contract under the name NCAIP without first obtaining approval of the Board of Directors.
2. New associations entering NCAIP shall be presented with a charter at the next annual meeting.
3. A plaque and gift shall be presented to each state Council Director at the conclusion of their presidency from NCAIP, cost of gift not to exceed \$50 plus tax.
4. NCAIP shall pay cost of all maintenance, engraving, framing and printing of trophies, plaques and certificates.
5. A \$25 memorial will be sent to the IAIP Education Foundation or NCAIP Endowed Scholarship in memory of any current officer or past Council Director of NCAIP upon their death. The donation assignment will be at the discretion of the NCAIP Board. For other members of the Board of Directors, a \$10.00 memorial will be sent on behalf of NCAIP.
6. NCAIP shall pay, when not paid by IAIP, the registration, travel (coach), lodging, and meals for the Council Director and Council Director-elect to attend the Regional Conference and the National Convention of IAIP. NCAIP shall pay expenses of the Council Director for out of city travel to state convention. The amount shall not exceed the amount budgeted annually. Mileage will be reimbursed at 80% of the IRS gas mileage reimbursement rate determined on July 1 of the current year.
7. The annual meeting shall be carried out in accordance with meeting planning section of the IAIP Comprehensive Manual.
8. The minutes of the past annual meeting and mid-year meeting of the Board of Directors shall be approved by the committee appointed by the Council Director.
9. The maximum amount paid from NCAIP general operating fund for the annual meeting registration fee shall be \$150.00 per NCAIP officer and appointed Parliamentarian; lodging expense maximum amount paid from NCAIP general operating fund shall be \$100.00 per NCAIP officer and appointed Parliamentarian.
10. After settlement of all annual meeting expenses, 50% of any funds in excess of \$5,000 shall remain in the annual meeting fund. The other 50% of any fund in excess of \$5,000 shall be transferred to the general operating fund.

11. The Immediate Past Convention Chairman shall present to the Board of Directors a full financial accounting of the annual convention of NCAIP at the NCAIP Board Meeting of the Board of Directors and the Finance Committee shall perform an audit and present the report to the membership at the next annual meeting.

12. The Council Director shall order and present the plaque for the Immediate Past Council Director at the annual meeting.

13. The Council Director shall ensure that all awards are ordered for presentation at the annual convention.

14. The following AWARDS may be presented at the annual meeting:

1. NCAIP Rookie of the Year
2. NCAIP Claims Professional of the Year
3. NCAIP Insurance Professional of the Year
4. NCAIP Professional Underwriter of the Year
5. NCAIP Risk Management Professional of the Year
6. NCAIP Individual Excellence Award
7. NCAIP Excellence Award

Criteria for these awards and submission format shall be set by the Board of Directors. Recipients of Awards 1-6 will receive a plaque. Associations chosen to receive the NCAIP Excellence Award will receive a certificate.

All applicants may submit applications to Regional for consideration of awards at the Regional level.

15. There will be two (2) signatures on file with the financial institution. It is recommended the signers be the State Council Director and the Fund Custodian.

16. NCAIP Parliamentarian is appointed by the Incoming NCAIP Council Director to serve for the fiscal year and shall be approved by the Board of Directors at the Annual NCAIP Board meeting. The appointed NCAIP Parliamentarian shall not serve NCAIP in any other capacity during their term.

17. NCAIP Annual Convention. Each local association will appoint a member to the NCAIP Convention Committee and one Member at Large will be asked to serve. The NCAIP officers will serve on the NCAIP Convention Committee and appoint a committee chairman from those on the committee. This would apply to all future annual conventions.