

**BY-LAWS OF THE
MASSACHUSETTS ASSOCIATION OF PUBLIC PURCHASING OFFICIALS (MAPPO)**

ARTICLE I – Name

The name of this organization shall be the Massachusetts Association of Public Purchasing Officials and shall be abbreviated as MAPPO.

ARTICLE II – Purpose

The purpose of the Association is to promote professionalism, integrity and fairness in executing the public procurement process and public business activity. The Association strives to motivate its Members to an increasing degree of excellence in performance of their duties; to promote open and fair competition by the sharing of experience and resources; to sponsor and support legislation The Association deems favorable to the public we serve; and to oppose legislation having an adverse effect on our jurisdictions. In cooperation with the Inspector General's Purchasing Certification Program, the Association assists Members in obtaining education credits to maintain and meet the certification requirements of this program by providing a program of continuing education and training in the form of educational seminars, shared resources, and meetings with relevant speakers and topics.

ARTICLE III – Fiscal Year

The fiscal year of this Association shall be July 1 to June 30.

ARTICLE IV – Membership

1. Full or Associate Membership is extended to any person gainfully employed in the field of public purchasing, regardless of the local title of his or her position, who works regularly scheduled hours for financial compensation and who is responsible for the purchase of goods, services or contractual services for a public entity.
2. Retired Membership is extended to any person who has retired from the field of public purchasing and who has held a Regular or Associate Membership as described in these Bylaws.
3. Membership is assigned to the entity paying the dues. Should a member leave a jurisdiction, and that jurisdiction has paid dues for that member, the jurisdiction retains the membership and is allowed to transfer to the replacement of that employee for the remainder of the Association year. The jurisdiction may not transfer to another employee if the member is still employed by the municipality and performs public procurement duties.

4. "Floating" memberships are not allowed. If a member is unable to participate in an Association meeting, conference or other activity, they may not send a non-member or other individual to take their place.

ARTICLE V – Dues

1. Structure

Annual membership dues shall be established by a majority vote of the Executive Board for the next fiscal year not later than April 30th of the current fiscal year. In the event that the Executive Board does not vote to establish dues for the next fiscal year as provided herein, dues for the current fiscal year shall automatically become the dues for the next fiscal year.

The Treasurer shall bill dues on June 1 for the coming fiscal year, which shall be made no later than September 1st of the Association's fiscal year. Dues may be pro-rated by quarter for new Members joining during the business year. Membership may be terminated for non-payment of dues in accordance with Article XIII.

Changes in the dues structure shall require amendment of this section of the Bylaws. Increases or decreases in the dollar amount of any segment of the meeting cost structure shall not require amendment of these Bylaws, but shall become effective upon recommendation of the Executive Board at a regular business meeting of the Association.

2. Annual Dues

Full Members shall pay annual dues of \$225 per individual. Full Members receive meals at all regular meetings for no cost, and meals at a discounted cost for conferences and special meetings.

Hybrid Associate Members shall pay annual dues of \$125 per individual. Associate Members pay an adjusted cost for meals at all regular meetings, conferences and special meetings.

Retired Members shall pay no annual dues. Retired Associate Members pay an adjusted cost for meals, equal to that of an Associate Member, at all regular meetings, conferences and special meetings.

3. Non-payment of Dues

Any Member who has failed to pay dues by August 31st in the current fiscal year will no longer be considered a Member of the Association and will be removed from all mailing lists and will have access to the Member section of the Association's website revoked.

4. Meals at Meetings and Cancellation Fees

When a meeting or conference agenda is announced, meal choice(s) and cost(s) will be provided with registration information. Attendees at in-person meetings will be expected to reserve their meal in advance when registering. Hybrid Associate Members, Guests, and Retired Members will be expected to pay the full cost of the meal either prior to, or on the day of the meeting or conference. A receipt for the meal cost will be provided at check-in. It is not mandatory to reserve a meal to attend a meeting or conference; however, no unreserved meals will be available.

Any individual who has reserved their place a meal at a meeting or conference, but is unable to attend, or opts to participate remotely after reserving a meal, shall give notice of cancellation at least 48 hours in advance to the Treasurer. If a cancellation is made less than 48 hours in advance of the meeting or conference, or the member does not attend the meeting, the member shall be invoiced for the full meal cost of that meeting or conference.

ARTICLE VI – Officers

1. Terms of Office

The Association shall be represented by the following Officers: President, Vice-President, Treasurer and Secretary. Officers of the Association must be Full Members in good standing at the time of election and throughout the term of office.

The term to be served by the Officers shall be two years commencing on July 1, and expiring on June 30. Election of Officers shall be at the Association meeting in March of every other year.

Any officer of the Association shall so serve only as long as he/she continues to perform the duties of a Buyer, Purchasing Agent, or Chief Procurement Officer, and is gainfully employed in the field of public purchasing, regardless of the local title of his or her position, and working regularly scheduled hours for financial compensation.

2. Duties of Officers

The duties and responsibilities of Officers and Executive Board shall be as follows:

President – The President shall bear all responsibilities as chief officer for administering Association activities and shall serve as ex-officio, non-voting member of all committees.

The President shall preside at all meetings of the Association and of the Executive Board. The President shall appoint the Members of the Nominating Committee as described in Article X of these Bylaws.

The President shall perform such other duties as may be required by custom or for the welfare of the Association.

Vice President – The Vice-President shall assist the President in matters designated by the President, and shall assume all duties thereof in his/her absence.

The Vice-President shall serve as a secondary signatory authority on the Association bank accounts and shall verify the information contained in the monthly activity report provided by the Treasurer. The Vice-President shall immediately notify the Executive Board of any discrepancies found in the Treasurer's monthly report.

The Vice-President shall be responsible for acquiring and tallying all members' credit points (CEUs) earned during meetings and conferences and shall present members with compiled certification information at the first meeting in September of the following fiscal year.

The Vice-President shall be responsible for ordering and distributing Member name badges as needed.

The Vice-President shall be responsible for managing the annual meeting schedule and for coordinating monthly meetings with the host member.

Treasurer – The Treasurer shall be responsible for receipt and disbursement of all Association funds and accounting of the same. The Treasurer shall be required to control and report all financial matters and monies of the Association. The Treasurer shall keep all funds of the Association in a depository approved by the Executive Board.

By the 15th of each month in the fiscal year, the Treasurer shall present a detailed activity report to the President and Vice-President, accompanied by copies of the prior month bank statement, associated receipts and invoices. By August 1 of each fiscal year, the Treasurer shall present a year-ending financial statement for the fiscal year July 1 to June 30 showing activity in each income/expense line item. This statement shall be distributed to all Members in advance of the September meeting of each year, and shall be voted upon for approval, and referenced in the minutes of the meeting.

The Treasurer shall prepare sign in sheets for attendance at every meeting or conference to track meeting payments and maintain an active status file of the membership. A copy of the sign in sheets shall be given to the Vice-President for tracking continuing education credits, and the Secretary for maintaining attendance records.

The Treasurer shall also discharge such other duties as pertain to the office or as may be assigned by the Association, President or Executive Board.

Secretary – The Secretary shall be responsible for recording and issuing the minutes of the monthly meetings of The Association as well as preparing and issuing notices of monthly meetings and other notices as required.

The Secretary shall be responsible for distribution of Member queries to the membership.

The Secretary shall maintain the official roster of Association Members and attendance records.

The Secretary shall be responsible for providing and updating information to the Association website in coordination with the Website Committee.

The Secretary shall also discharge such other duties as pertain to the office or as may be assigned by the Association, President or Executive Board.

3. Vacancy of Office and Special Elections

In the event of a vacancy due to retirement, resignation or removal from office, the Officer next in line for that office will assume the responsibilities on an interim basis, according to the following order of succession: President, Vice-President, Secretary, Treasurer. As a matter of course, the other Officers are expected to assist with added duties.

Immediately following such vacancy, a special election shall be held to fill the vacated position. Procedures for the special election shall follow the same course as indicated in these Bylaws, Article XII. The individual elected to fill the vacancy shall take office immediately and work with the Interim Officer to provide a smooth transition for the Association.

4. Stipends

Stipends will be included each year in the presentation of the proposed MAPPO budget and shall be paid from Membership fees. These amounts may be changed by a two-thirds vote of the Executive Board. At the close of the MAPPO year, should the budget be unable to support the stipends, the Executive Board shall propose an amendment of the stipend structure within means of the actual budget.

Annually, in May of the MAPPO year, the Executive Board shall meet and vote on the issuance of annual stipends to MAPPO Officers. The Executive Board shall discuss performance and by 2/3 vote award stipends as follows: for "Outstanding Performance" full stipend will be paid; for "Meets Basic Expectations" fifty percent (50%) of the annual stipend shall be paid; for any performance that does not meet the basic expectations, the Board may vote to award the Officer a gratuity for their service of no more than five hundred dollars (\$500.00).

Schedule of Annual Stipends (by vote of the Executive Board): President, four thousand dollars (\$4000.00); Vice-President, three thousand dollars (\$3000.00); Treasurer, three thousand dollars (\$3000.00); Secretary, two thousand dollars (\$2000.00). In the event of shared or co-officers the stipend shall be split accordingly. Stipends shall be paid to each of the eligible Officers by no later than June 30th of each year.

Annual stipend shall not be adjusted in the case of any interim change of position, as the Officer will remain in position for a short period of time and return to their former position. In the case

of a new election, any individual accepting an Officer position shall have their stipend pro-rated and receive the higher stipend for the amount of time served.

ARTICLE VII – Executive Board

1. Terms

The Executive Board shall be comprised of the five (5) most recent Past Presidents and the current Officers of the Association. Upon election of a new President, the Immediate Past President shall replace the longest serving Member of the Executive Board. In the event that vacancies exist, they will be filled by nomination by the President, approval by the Executive Board and vote of the membership. Nominee must be an active Member with a history of service to the MAPPO membership.

Any Executive Board Member of the Association shall so serve only as long as he/she continues to perform the duties of a Buyer, Purchasing Agent or Chief Procurement Officer and is gainfully employed in the field of public purchasing, regardless of the local title of his or her position, and working regularly scheduled hours for financial compensation.

2. Chairman

The most immediate Past President shall serve as Chairman of the Executive Board. The Chairman shall bear responsibility for administering Executive Board activities and shall perform such other duties as may be required by custom or for the welfare and benefit of the Association.

3. Meetings

The Executive Board shall meet at least once during each fiscal year, in July or August, to conduct a review of the status of the Association and shall, consistent with the wishes and votes of the general membership, take all action it deems necessary to implement and promote the Association's programs.

4. Procedure

Any official action of the Executive Board shall require a quorum of five (5) Members of the Executive Board. Meetings of the Executive Board may be called by the President or by any two of its Members. It shall be the duty of the Executive Board to audit the books of the Treasurer annually or to appoint an individual/firm to do so and generally assist the Officers between meetings in carrying on the functions of the Association. The Executive Board shall also have full power to fill all vacancies in office until the next annual Election. The Executive Board shall be the overseer of the Association's Code of Ethics.

The Executive Board by vote of 2/3 of the number of its Members present and voting, shall have the authority to temporarily designate a Member in good standing to, or itself, to assume the duties and functions of any officer, committee or board of the Association when situations arise for whatever

reason, whereby inaction or wrongful action by an officer, committee or board, would hinder the normal operations of the Association and not be in its best interest. The Executive Board shall cede such authority expeditiously, following the completed resolution of the problem.

ARTICLE VIII – Employees and Agents of the Association

The Executive Board shall be authorized to contract annually for the services of certain persons or firms whose purpose shall be to assist in carrying out the policies of the Association.

ARTICLE IX – Meetings

The Association shall convene on the third Wednesday of each month from September to June, unless rescheduled at least three weeks in advance by agreement of all Officers, to conduct Association Business. Speakers will be engaged to address the membership on current topics related to the field of public procurement and purchasing.

The President shall conduct the meetings using Robert’s Rules of Order to the extent practicable.

Other meetings, formal and informal, may be arranged by the President, by the Executive Board or by the Association. At all business meetings, twenty-five Members in good standing shall constitute a quorum. At all meetings only those holding Full, Associate or Retired Membership shall have the right to vote.

ARTICLE X – Committees

The Association will sponsor the standing committees named within this section. Members of all committees shall be Members as defined in Article IV. The President shall designate the chairpersons of all committees, and Members may be added at the discretion of the President. Any Member who is absent from three consecutive meetings for other than extenuating circumstances, shall no longer be considered a Member of such committee. The chairperson of the committee shall report such absences to the President and request appointment of a replacement to fill the vacancy.

Legislative – The Legislative Committee shall oversee, coordinate and make recommendations to the Association relative to the legislative process concerning matters of public purchasing and shall consult with and advise the Executive Board on the position to be taken in such matters and shall represent the Association before the legislative committees of the State Legislature whenever requested to do so by the President or the Executive Board.

The Chairperson of the Legislative Committee will research and track specific bills as directed by the Executive Board. He/she shall give counsel to the Executive Board, the Legislative Committee and the Association. He/she is only authorized to represent the Association before the General Court and its committees as the Chairperson of the Legislative Committee.

Speaker – The Speaker Committee will coordinate the recruitment and all necessary details associated with the engagement of speakers to address the Association at monthly meetings. The President must approve speakers prior to their final selection to speak before the membership.

Conference – The Conference Committee will coordinate all activities pertaining to the Association’s annual conferences.

Website – The Website Committee shall consist of at least five (5) Members, with the President serving as Ex-Officio and shall consult with and advise the Executive Board on all matters with regard to the website. The Website Committee shall concern itself with all matters of the Association’s website for content and posting of information and material concerning the Association and membership. The Committee will interact with the website provider and its representative(s) to produce a high quality product and service for the Association. The Committee shall cause to keep a separate public presence for the general public, and a Members-only section where Members may be informed regarding conferences, meetings, announcements, job postings, legislative updates, and other worthwhile news and information. The Committee Members shall have oversight of the content of public and non-public portions of the website including a document library.

The Chairperson of the Website Committee, in consultation with the Executive Board, shall have administrative authority over the entire website and shall use his/her discretion on moderating activity, editing or removing content, or interacting with Members regarding use of the site.

Good and Welfare Committee – The Good and Welfare Committee, in consultation with the Officers and Executive Board, shall recognize live-events of the members with a card or other appropriate acknowledgement. The Chairperson shall be reimbursed semi-annually for the cost of cards, postage or other applicable costs for which receipts are presented.

Other Committees – Other committees may be established and appointed by the President, with the approval of the Executive Board. The President shall designate the chairpersons thereof.

ARTICLE XI – NOMINATING COMMITTEE

The President shall appoint three (3) Members of the Nominating Committee on or before January 1st in the year in which elections will take place. The Committee shall consist of one past President and two other Full Members. The names of those so appointed shall be reported to the membership prior to the January meeting. No person may be nominated for election as an Officer unless that person is a Member in good standing.

ARTICLE XII – Election Process

A candidate for the position as an Officer of the Association shall submit his/her qualifications to the Nominating Committee no later than February 1st. A candidate must be a Member in good

standing as of the date of the annual election. The Nominating Committee shall review the candidates' qualifications and shall select their nominees by March 1st. At such time the Nominating Committee shall immediately notify the interested candidates of their selection and shall present a recommendation of prospective candidates for consideration by the Association by posting of such on the Association website. In addition, candidates may be nominated from the floor by the membership.

In the event that those candidates seeking office are unopposed, a vote shall be taken from the floor by a show of hands. In the event that a position or positions are contested by opposition, a ballot vote shall be conducted by the Nominating Committee with the award of office determined by majority vote. Those persons elected will be installed at the June meeting.

ARTICLE XII – Code of Ethics

There is hereby established a Code of Ethics whose purpose is to establish ethical and professional guidelines. In order to maintain membership in the Association, Members shall conduct themselves in accordance with the high ideals expressed in the Code of Ethics. The Executive Committee shall have the right to terminate the membership of any individual who breaches the Code of Ethics.

ARTICLE XIII - Termination of Members, Officers, Executive Board or Committee Members

1. Any Member, Officer, Executive Board Member or Committee Member, who is no longer eligible for membership, shall have six months to regain membership status. Otherwise, membership, appointments, or election to office are terminated.
2. Any Member may be terminated at the discretion of the Executive Board for violation of the Association's Code of Ethics, for non-payment of dues, or due to ineligibility for membership under these Bylaws. The Secretary of the Association shall notified said Member in writing, setting out in reasonable detail the reasons for termination. Any person so terminated may appeal such termination in writing to the full Executive Board, whose findings shall be final.
3. Any Officer or Member of the Executive Board or a Committee, may be terminated at the discretion of the Executive Board due to a) absence from three or more duly called meetings during the twelve month term of election or appointment without extenuating circumstances, b) violation of the Association's Code of Ethics, c) non-payment of dues, or d) ineligibility for membership under these Bylaws. Following two absences by an Officer, Executive Board or Committee Member, the Secretary shall notify the person by certified mail of possible pending termination. Any person so terminated may appeal such termination to the full Executive Board, whose findings shall be final. In the case of termination, the Executive Board shall name a successor to complete the term of office.

ARTICLE XIV – Budget

The President shall present an annual operating budget for the coming fiscal year to the Executive Board for approval. The annual budget shall include line items for routine expenses as well as funding for unplanned expenses and a reserve of at least \$10,000 to carry into the following fiscal year. Actuals shall be reviewed throughout the year by the Treasurer and Vice President.

The Treasurer shall monitor revenue and expenses and provide interim budget reports upon the request of the President or the Executive Board. The Treasurer shall prepare and provide a final budget report to the Officers of the Association and Executive Board at the conclusion of the fiscal year.

ARTICLE XV – Miscellaneous Provisions

1. Official Address of the Association

The official address of the Association, and the address to be used on the W-9 form for the Association, shall at all times be a municipal or governmental address belonging to an Officer of the Association.

2. Dissolution

If the Association is dissolved, its net assets after payment of all outstanding obligations, will be distributed to a properly designated educational and/or charitable organization through a formula established by the Executive Board for dissolving the organization. In no case shall any assets revert to Members or any other person, but shall be used for non-profit, educational or charitable purposes as so designated by statute.

3. Saving Clause

If any provision of these by-laws is declared invalid or unconstitutional, then all other portions thereof shall remain in full force and in effect until amended or repealed through appropriate action.

4. Ethics and Standards of Professional Conduct

All Members shall subscribe to the objectives of the Association and shall subscribe to the Association's Code of Ethics and Standards of Professional Conduct.

5. Solicitations

Solicitations are prohibited. No Member, retiree or guest may solicit sales at any MAPPO activity, on the MAPPO web site or via MAPPO e-mail listing.

6. Associates, Guests, and Speakers at Meetings & Conferences

Members are encouraged to bring associates or guests to meetings and conferences, provided the associates or guests have an interest in public procurement or are employed in state, federal,

state or municipal government. Associates and guests are expected to adhere to all rules of order and all prevailing policies of the Association.

Associates and guests will be charged the full cost of their meal(s) at meetings and conferences.

Guests who represent or are employed by a vendor, or have the potential to solicit members of the Association are not allowed to attend meetings unless invited as a speaker.

Any individual asked to speak at a meeting or conference on a particular topic must be approved by the Executive Board if they represent or are employed by a vendor.

The cost of the meal for any speaker at a meeting or conference will be paid by the Association.

Speakers or guests who are affiliated with any business, or act as a vendor representing a business, may be required to enter into a disclosure agreement regarding the non-solicitation of members, associates, and/or guests who attend the meeting or whose information may be made available at any meeting.

ARTICLE XVI – Amendments

The Association By-Laws may be amended, repealed or altered in whole or in part, by two-thirds majority vote of the Officers and Executive Board present at any Association Business Meeting. Proposed amendments or additions shall be presented to the Officers and Executive Board in writing, with recommendation presented at the next business meeting.

These bylaws replace the bylaws approved and effective November 16, 2011 in their entirety. These bylaws are effective on passage and implemented April 19, 2016.