

**NATIONAL CONTRACT MANAGEMENT ASSOCIATION
CHAPTER BYLAWS
Dulles Corridor Chapter**

Date: March 1, 2017

Next revision date: March 1, 2022

ARTICLE I: NAME, ORIGIN, AND PLACE OF BUSINESS

- A. The name of this chapter is the Dulles Corridor Chapter (“Chapter”). The Chapter number is 173 and the date of the Chapter charter is January 18, 2000. The permanent address of the Dulles Corridor Chapter is P.O. Box 231324, Centreville, VA 20120.
- B. These chapter bylaws are consistent with the national association bylaws and national association policies (and all revisions thereto), which are incorporated into this document by reference. In the case of any inconsistency between the NCMA bylaws and the chapter bylaws, the NCMA bylaws will govern.
- C. The fiscal year of the Chapter is the same as the national association, which is from July 1 through June 30. The fiscal year and program year dates are the same.

ARTICLE II: CHAPTER OFFICERS AND DIRECTORS/TERM OF OFFICE

- A. The officers of the Dulles Corridor Chapter are:
 - a. President
 - b. President-Elect
 - c. Vice President, Programs
 - d. Vice President, Operations
 - e. Vice President, Membership
 - f. Vice President, Professional Development
 - g. Secretary
 - h. Treasurer
- B. The directors of the Dulles Corridor Chapter are:
 - a. Controller
 - b. NES Director
 - c. Seminar Director
 - d. Certifications Director
 - e. Registrations Director
 - f. Marketing Director
 - g. Social Media Director
- C. Officers and directors must be current members of NCMA and affiliated with the Chapter. The duties of the Chapter officers and Chapter directors are as stated in the Chapter’s official position descriptions.
- D. The President and President-Elect shall serve a term of one year beginning on July 1.
- E. All other Chapter officers shall serve a term of one year beginning on July 1 with the option to extend the term for an additional year. Chapter officers must

- exercise this option by notifying the Nominations and Elections Committee prior to the start of the nomination and election process (Article IV).
- F. Chapter directors shall serve a term of one year beginning on July 1.
 - G. Except for the President, all Chapter officers are elected by the Chapter membership. The President-Elect shall assume the role of President upon completion of the President-Elect's term.
 - H. A Chapter member may be reelected for one additional term for the same officer position.
 - I. In no event shall a Chapter member serve more than four consecutive years for the same Chapter officer position, elected or otherwise.

ARTICLE III: CHAPTER COMMITTEES AND COUNCIL OF ADVISORS

- A. The Chapter President shall appoint the following committee on an annual basis:
 - a. Nominations and Elections Committee
- B. The Chapter President may establish additional committees and subcommittees throughout the year as deemed necessary to fulfill the goals of the Chapter.
- C. Committee chairs and committee members must be current members of NCMA and affiliated with the Chapter.
- D. The Dulles Corridor Chapter shall have a Council of Advisors. The previous two past Chapter Presidents shall be members of the Council of Advisors and the Chapter Executive Council may appoint additional members of the Council of Advisors. The Chapter President shall chair meetings. The Chapter Council of Advisors shall have similar duties and responsibilities as listed in the NCMA policy on the "Board of Advisors."

ARTICLE IV: ELECTION OF CHAPTER OFFICERS

- E. The chair and members of the Nominations and Elections Committee are responsible for filling the slate of officer candidates. The committee shall operate within the guidelines of the national policy on "Nominations and Elections Committee" and ensure that Chapter elections are completed each program year by May 1 or earlier as established by NCMA.
- F. Officer candidates are nominated from the general Chapter membership and elected by an affirmative majority vote of Chapter members casting ballots.
- G. The Chapter will conduct elections by electronic ballot. Association members in good standing, whose dues are paid in full and assigned to the Dulles Corridor Chapter as of the date of the Chapter election, are entitled to cast a ballot in Chapter elections.
- H. Newly elected Chapter officers should be installed at the last meeting of the program year, if possible, to ensure proper authority to act on behalf of the Chapter and in planning actions for the next program year.
- I. Chapter officers may be removed from office for cause in accordance with the NCMA bylaws.
- J. Vacancies in any elected Chapter officer position during the program year caused by resignation, succession, or other reason, shall be filled by a majority vote of the remaining voting members of the Chapter Executive Council, and not the membership as described above. The Chapter member elected to fill such vacancy

shall serve until the completion of the term of the vacated office. The Chapter President may designate any remaining member of the Chapter Executive Council to fulfill the duties of the vacant position until the vacancy is filled.

ARTICLE V: APPOINTMENT OF CHAPTER DIRECTORS

- A. The Chapter officers shall appoint Chapter directors by a majority vote no later than July 1.
- B. Chapter directors may be removed for cause by a majority vote of the Chapter Executive Council.
- C. Vacancies in any appointed chapter director position during the program year caused by resignation, succession, or other reason, shall be filled by a majority vote of the remaining members of the Chapter Executive Council. The Chapter member elected to fill such vacancy shall serve until the completion of the term of the vacated position. The Chapter President may designate any remaining member of the Chapter Executive Council to fulfill the duties of the vacant position until the vacancy is filled.

ARTICLE VI: CHAPTER EXECUTIVE COUNCIL

- A. The Chapter Executive Council shall consist of the elected chapter officers and appointed chapter directors.
- B. The Chapter Executive Council shall convene at least quarterly during the program year and shall conduct the business of the Chapter.
- C. The Chapter President shall conduct the Chapter Executive Council meetings and shall prepare an agenda for the meeting.
- D. Each member of the Chapter Executive Council is responsible for reporting on the activities in their area of responsibility.
- E. A quorum for meetings of the Chapter Executive Council is 50% of the total number of officers plus one, and is required for the valid conduct of business. In no event shall any officer designate any alternate or proxy to represent any officer in Chapter Executive Council related business. Each chapter officer is entitled to cast one vote. Directors are non-voting members of the Executive Council. Cumulative voting is prohibited. Actions shall be taken by majority vote of those present and eligible to vote unless otherwise required by these bylaws.

ARTICLE VII: CHAPTER MEETINGS

- A. The Chapter shall have regularly scheduled membership meetings. The chapter shall meet at least once per quarter.
- B. The Chapter Executive Council shall establish the time, day, and place of Chapter meetings and will provide this information to the membership via the Chapter newsletter and other regular methods of Chapter communication.

ARTICLE VIII: CHAPTER ASSETS

- A. The National Contract Management Association (“NCMA”) is a 501(c) (6) non-profit association chartered in accordance with the Internal Revenue Service Code

- of 1954 and the Articles of Incorporation filed under the Virginia Non-Stock Corporation Act. Therefore, it is imperative that the Dulles Corridor Chapter and its Chapter officers and directors adhere to the fiduciary responsibility conferred on them in the operation of the Chapter. They shall ensure that the Chapter assets are utilized in accordance with the NCMA Chapter Guidelines and Article II of the NCMA Bylaws.
- B. The Chapter Treasurer shall request input from all other officers at the beginning of the program year for their area of responsibility to prepare a chapter budget. The budget shall consist of intended program year expenditures and estimated income from planned Chapter activities.
 - C. The Chapter Treasurer shall prepare an overall chapter budget from the officer inputs and shall submit the program year budget to the Chapter Executive Council. The Chapter Executive Council shall approve the chapter budget at the beginning of the Chapter program year but no later than the Chapter's first scheduled event.
 - D. The Chapter Treasurer shall prepare a monthly report of the financial balance sheet and income/expense sheet for review by the Chapter Executive Council. The financial report shall include the financial results of each event held by the Chapter, any other sources of income, and any other expenses not associated with a specific event.
 - E. Specific guidance on disbursement of Chapter funds will be developed and reviewed at the beginning of each chapter year and address at a minimum the use of checks and debit cards by Chapter officers.
 - F. The Chapter Treasurer shall initiate an independent audit and approved by the Chapter President at the end of each program year. An individual outside of chapter leadership shall perform the independent audit; that is, the individual cannot serve as an officer, director, committee chair or any other official volunteer capacity. A formal audit report shall be submitted to the NCMA Headquarters within 90 days of the end of the program year.
 - G. In the event of charter revocation or chapter dissolution in accordance with NCMA Policy 5-7, all residual Chapter funds and tangible property acquired by the Chapter shall be forwarded to the principal office of NCMA and the Chapter shall cease the use and display of the NCMA/chapter logo immediately following revocation.

ARTICLE IX: BYLAWS AND AMENDMENTS

- A. The chapter bylaws shall be revised when there are major changes to the national bylaws or other sections of the national policy that create an inconsistency between that document and these bylaws, or every five years. Failure to revise the chapter bylaws shall not, however, render these bylaws invalid.
- B. Amendments to the chapter bylaws shall be proposed in writing to the Chapter President.
- C. The Chapter Secretary or designee shall email a ballot of the proposed chapter bylaws and revisions to chapter bylaws to the NCMA members in good standing, whose dues are paid in full and are assigned to the Dulles Corridor Chapter. Approval of chapter bylaws and revisions to chapter bylaws are subject to an

- affirmative vote of three-fourths (3/4) of those members that respond to the ballot within the specified voting period.
- D. Upon resolution adopted by the voting Chapter members, the NCMA Governance Committee, or the individual/body granted the authority, shall be requested to approve the bylaws or the bylaws as amended, as specified in NCMA's policy.
 - E. A copy of the Dulles Corridor Chapter bylaws and amendments shall be kept in a book of record with the Chapter Secretary.

ARTICLE X: CONTRACT MANAGEMENT CODE OF ETHICS ANNUAL OBLIGATION

- A. The Chapter strongly supports integrity and ethics in the government contracting profession. Therefore, the Chapter will start each program year with a reminder to its members of the importance of complying with the Contract Management Code of Ethics, and NCMA Policy 5-11 Conflict of Interest ("COI"), by either identifying to members to where they can be found on the NCMA website or providing copies at the beginning of the program year.
- B. At the beginning of the program year all Chapter officers, directors, and committee chairs shall be provided a written copy of the Code of Ethics and Conflict of Interest policy. In accordance with the COI policy, Chapter officers, directors and committee chairs are required to sign and date the COI policy indicating they have read and understand the policy and agree to comply with it. These signed copies will be retained by the Chapter Secretary along with the Chapter bylaws in accordance with NCMA's records retention policy.