

# NATIONAL ASSOCIATION OF STATE AGENCIES FOR SURPLUS PROPERTY

## BY-LAWS

### Article I – Object

The object of these By-Laws shall be to implement principles, policies, and procedures, specified and implied, of the Constitution of the Association.

### Article II – Areas

**Section 1. Clause 1. Area I:** Connecticut, Delaware, District of Columbia, Maine, Maryland, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island, Vermont, Virginia, and West Virginia.

**Clause 2. Area II:** Alabama, Florida, Georgia, Illinois, Indiana, Kentucky, Michigan, Minnesota, Mississippi, North Carolina, Ohio, Puerto Rico, South Carolina, Tennessee, Virgin Islands, and Wisconsin.

**Clause 3. Area III:** Arkansas, Iowa, Kansas, Louisiana, Missouri, Nebraska, New Mexico, Oklahoma, and Texas.

**Clause 4. Area IV:** Alaska, American Samoa, Arizona, California, Colorado, Guam, Hawaii, Idaho, Montana, Nevada, North Dakota, Northern Marianas, Oregon, South Dakota, Utah, Washington, and Wyoming.

#### *Area Boundaries*

**Section 2. Clause 1.** The outer boundaries of the continental area of states shall coincide with the boundary lines of states.

**Clause 2.** Any proposal to amend Section 1 shall be presented to the National Committee, which shall hold hearings attended by all members who are parties of interest, following which an amendment may be presented with recommendations to the Association as provided by Article XIII of the By-Laws.

### Article III – Meetings

**Section 1.** The place of each Association National Meeting shall be determined in advance in administrative session.

**Section 2.** Each Area may meet as necessary as determined by its members.

**Section 3.** Meetings of the National Committee may be called by the President, by a majority of the members or by the joint action of four area Vice-presidents. Committee action may be taken without assembly, subject to approval at the next immediate committee meeting. At all meetings of the Committee, the President shall serve as Chairman, and the Secretary shall serve as Secretary. The President shall keep all members promptly and currently informed concerning the activities of the National Committee.

## Article IV – Vacancies

**Section 1.** In the event the office of Association President becomes vacant, the Association Vice-President shall become president and immediately declare an existing vacancy on the office of Association Vice-President.

**Section 2.** In the event of the office of Association Vice-President, the office of Association Secretary, or the office of the Association Treasurer becomes vacant, the National Committee shall immediately elect an eligible member to serve the unexpired term.

**Section 3.** In the event the office of Area Vice-President shall become vacant, the President shall call upon the members of the Area to elect an eligible member to serve the unexpired term. In the event the position of the Nominating Committee Member shall become vacant, the Area Vice-President shall call upon the members of the area to elect a member to serve the unexpired term.

## Article V – Bonding and Expenditures

### *Bonding*

**Section 1.** The Association Treasurer shall obtain for each national officer and person responsible for fund administration, a standard fidelity bond in the highest amount available appropriate to estimated funds to be handled during the term of office to be served. The bond's cost shall be borne by the Association.

### *Expenditures*

**Section 2.** Either the Association President or the Association Treasurer is authorized to pay necessary expenses of the Association. These expenditures should be directly related to the National Meetings, to emergency situations regarding federal legislation, to specific authorities and provisions for other expenses and payments when authorized by the President and one other National Officer.

## Article VI – Quorum

The members present at a national meeting constitute a quorum.

## Article VII – Voting

**Section 1.** At all meetings of the Areas, the Association, the National Committee, and the Association committees, each qualified member shall be entitled to cast one vote on each issue.

**Section 2.** A member may designate a permanent alternate with full voting privileges by notifying the Rules, Resolutions and Credentials Committee with the choice of designee. The designee must hold a position within the SASP.

**Section 3.** Voting may take place via mail, telephone, and e-mail.

**Section 4.** The Rules, Resolutions and Credentials Committee will prepare and submit ballots to NASASP Members at least 30 days prior to the voting date on any changes to the Constitution or the By-Laws.

## Article VIII – Budget and Dues

The Treasurer shall submit a proposed budget to the Officers by February 1 for the next fiscal year. The officers shall make recommendations on the annual budget including annual dues to be approved by the membership at each National Meeting.

The Association's fiscal year and other financial procedures and guidelines shall be outlined and administered by the national officers. Copies of procedures and guidelines shall be made available to all members.

## Article IX – Committees

### *Committee Rules and Practices*

**Section 1. Clause 1.** The Association President may appoint committee members outside the realm of Association members in order to take advantage of the expertise of the broad range of individuals in the surplus property utilization, acquisition, donation, and program promotion fields. Such non-Association members may vote within their respective committees only. Any member of the Association may serve on any committee created under this article. The creation and dissolution of committees and appointment to and the termination of services of any member thereof, unless otherwise provided for, shall be in accordance with provisions of this Article.

**Clause 2.** Any committee is properly convened when it is meeting pursuant to call with reasonable notice to all members. Unless otherwise provided for, vacancies on all committees shall be filled by the Association President. Committee members, unless otherwise provided for, shall be appointed not later than 30 days after the Association President takes office and shall be immediately notified of such appointments.

**Clause 3.** The Association President, or when absent, the Association Vice-President, by virtue of the office, is ex-officio a member of all committees, except select committees or unless otherwise prescribed.

**Clause 4.** All committee meetings are administrative sessions, and other individuals may attend only upon invitation from a committee.

**Clause 5.** When a report has been adopted by a committee, it shall be submitted in writing and signed by the chairperson of the committee. The report of the majority is the report of a committee.

**Clause 6.** The chairperson of all committees, with the exception of the Overseas Committee, shall present proposed expenditures to the Treasurer for inclusion in the annual budget and shall submit all expenditures to the Treasurer for payment.

### *Standing Special Committees*

**Section 2.** Standing special committees, consisting of not less than three and not more than six members, with the chairperson of each committee acting as a secretary, may be created by the Association. Such committees shall be invested with the power to act on specific assignments. Such committees shall be considered dissolved after reporting to the next National Meeting of the Association, unless it shall be the pleasure of the Association to continue a committee. If the

Association reconstitutes a committee, it may retain its members or enlarge the membership thereof. When such a committee is continued, its original assignment shall not be reassigned to another committee, but the Association may assign one additional subject to such committee. During any assembly of the Association, a Standing Special Committee may be appointed for the purpose of proposing by resolution what privileges may be granted to former members.

#### *Select Committees*

**Section 3.** Select committees, consisting of one or three members, may be appointed only by the Association President. Such Association committees shall be invested with power to perform only those functions which the President assigns to them. Immediately after creating an Association committee, the President shall notify the members of the action and shall explain the scope and function of each committee. Such Association committees may be dissolved by the President after reporting. The President, after the receipt of a report from an Association committee, shall notify the members of the dissolution of a committee. If a committee fails to report, it shall expire when the Association President-Elect takes office. If such a committee is reconstituted, its original assignment shall not be reassigned to another committee, nor shall the Association President assign it additional subjects.

#### *National Committee*

**Section 4. Clause 1.** The National Committee is invested with power to deliberate and act on any topic, including topics pending before committees created by sections 3 and 6 of this Article, and may excuse such committees from further responsibilities with respect to a particular problem. Hearings on proposals to change Area boundaries shall be under the exclusive jurisdiction of this committee.

**Clause 2.** During the time intervening between National Meetings, the National Committee shall take final action upon any matter affecting the welfare of the Association and shall, through the President, advise the members of its action.

#### *Rules, Resolutions, and Credentials Committee*

**Section 5. Clause 1.** The Association President shall appoint three members to a permanent Committee on Rules, Resolutions, and Credentials. This Committee shall receive and consider resolutions pertaining to the welfare of the Association, including all proposed amendments to the Constitution and By-Laws, and determine those members or delegates who are to be seated in administrative sessions at each Association meeting.

**Clause 2.** Any member may submit proposals to the Chairperson of the Committee. The Committee shall consider all proposals presented to it, classify and consolidate similar proposals, refer other proposals to the appropriate committee having jurisdiction, or recommend action to the next National meeting of the Association.

**Clause 3.** No resolution will be accepted by the Committee if it is received less than sixty days prior to the opening date of the next National Meeting. However, any member may present a properly drawn resolution at the executive session of the next Association meeting at the time of the Committee's report.

**Clause 4.** The Committee shall convene at a time sufficiently in advance of the opening of each Association Meeting to permit the review of the qualifications of all members and delegates registering for the meeting.

**Clause 5.** The Committee may accredit only one voting representative from any one state, but may, during the course of the meeting review and certify members and delegates.

**Clause 6.** The Committee shall submit its report to the Association President in written form at the opening of the first administrative session of each Association meeting, and shall make amended reports to reflect late arrivals and withdrawals at the beginning of each subsequent administrative session.

#### *Arrangements, Publicity, and Program Committee*

**Section 7. Clause 1.** A permanent Committee on Arrangements, Publicity, and Program shall be vested with power to select a suitable meeting place and plan for National Meetings. This Committee shall have jurisdiction to arrange tours, devise ways and means for entertaining the spouses of the members and other guests of the Association, arrange for receptions, employ competent secretarial assistance or conference reporters, prepare bulletins or notices, arrange for Association photographs, meet with the press, and engage in such other related matters as may be necessary to make the National Meeting a success. The Committee shall follow the Order of Business established by the By-Laws; choose a general theme for the open sessions; determine what topics are to be presented; arrange for the selection of speakers; distribute the program bulletins, and notices; and act on other related program matters.

**Clause 2.** The Committee shall determine awards to be presented during National Meetings.

#### *Auditing Committee*

**Section 8.** The Association President shall appoint a permanent Auditing Committee of three members whose term of office shall be from September 1 through the following August 31. The outgoing Treasurer shall make a complete report to the Committee within 30 days after the term of the Auditing Committee begins and close out and account to the Committee all activities of his office. The Committee shall audit the records, accounts, and reports of the outgoing Treasurer and report the findings at the National Meetings. The Committee shall perform other audits as directed by the NASASP President.

#### *Nominating Committee*

**Section 9.** Prior to the adjournment of each National Meeting, the Association President shall announce the membership of each newly elected Nominating Committee and direct this Committee to promptly elect a Chairperson. The function of this Committee is to investigate the availability and qualifications of voting members of the Association and to nominate candidates for national office. Members of this Committee are not barred from becoming nominees for office, and nominations from the floor shall be called for prior to the election of officers. Neither the Association President, Vice-President, Secretary, nor Treasurer shall serve as an ex-officio member of the Nominating Committee.

### *Legislative Committee*

**Section 10.** The Association President shall appoint a permanent Legislative Committee. The Committee shall keep itself informed of all pertinent national legislation and shall make such reports as shall be necessary to the membership of this Association. The Committee shall advise the Association President of policy regarding national legislative matters.

### *Overseas Committee*

**Section 11. Clause 1.** The Association President shall appoint the Chairperson and at least two members to the Overseas Committee from members in good standing of the Overseas Program who shall be responsible for the administration of the Overseas Program. The national officers shall serve as ex-officio members of the Committee.

**Clause 2.** The Overseas Program shall be open to all Association members upon proper application to the Overseas Committee and the payment of the initiation fee.

**Clause 3.** It shall be the duty of the Overseas Committee Chairperson or a designee to make an annual report to the Association.

**Clause 4.** The Overseas Committee shall operate under guidelines promulgated by the Overseas Program Participants.

### *Associate Membership Committee*

**Section 12. Clause 1.** The Association President shall appoint a Permanent Committee on Associate Membership. The Committee shall include one representative from each zone, one of which will serve as Fund Administrator, appointed by the Association President. The Fund Administrator shall be responsible for the administration of the Associate Membership Program. The national officers shall serve as ex-officio members of the Committee.

**Clause 2.** It shall be the duty of the Fund Administrator or a designee to make an annual report to the Association.

**Clause 3.** The purpose of this Committee shall be to promote the Associate Membership program to the SASPs, their donees, and corporations that have an interest in the activities of the donation program.

**Clause 4.** The duties of the Committee shall include, but are not limited to: Overseeing the activities of the Associate Membership Director and the Fund Administrator; newsletter publication – including an e-mail version to be distributed to state directors for their use and distribution as well as other parties designated by the NASASP national officers; format the newsletter for the NASASP website; collect newsletters from all states for ideas and coordination; produce NASASP brochures; attend conferences on behalf of NASASP, as authorized by the National Committee; and collect statistics from all SASPs in order for NASASP to have a stronger voice in Congress and nationally.

## **Article X – Other Officers**

**Section 1.** There is hereby created the office of Association Historian and the office of Association Parliamentarian. These offices shall be filled by the President. In addition to performing

their normal functions, the Historian and the Parliamentarian will be provided with copies of the minutes of all Area meetings, Association committee meetings, and other pertinent reports. These officers shall become familiar with past Association proceedings, the Association Constitution and By-Laws, the Code of Ethics and other pertinent reports. They will advise the Association President, the National Committee Chairperson, other Association Committee Chairpersons and the membership, as appropriate, on subjects of conflict, duplication or failures of action on matters approved by the membership.

**Section 2.** The Association President may temporarily delegate any of his prescribed duties; appoint special assistants such as a Sergeant-At-Arms, an Archivist, etc.; and take such other reasonable measures as will expedite the successful accomplishment of his responsibilities.

**Section 3.** At any opening session of the National meeting, the Association President may devote such time as is appropriate to the introduction and recognition of dignitaries and special guests.

## Article XI – Parliamentary Authority

Robert’s Rules of Order shall be the authority on all questions of parliamentary law proceedings. This authority shall govern the Association in all cases to which the rules there are applicable, and in which said rules are not inconsistent with the Constitution and By-Laws.

## Article XII – Impeachment

The National Committee, in its discretion, may consider accusations against any Association member. Proper notice as to time and place of hearing shall be given to all parties of interest. If the Committee determines that a member shall be disfranchised, it shall report its recommendation to the next executive session of the Association and such member serving in office or on a committee shall be suspended from further duties until action by the Association. A member may be expelled or removed from office or from committee membership by a three-fourths vote of any assembly of the Association. The Association may reinstate an expelled member.

## Article XIII – Mode of Amendment

### *Proposal to Amend*

**Section 1.** Any member may propose amendment of the By-Laws. Such a written proposal shall be considered at the next National meeting of the Association.

### *Procedure with Prior Notice*

**Section 2.** At any Association National Meeting, by a two-thirds vote of the assembled members, the By-Laws may be amended provided that all members shall be notified by the appropriate committee in writing thirty days in advance of the opening session of the next meeting.

### *Procedure without Prior Notice*

**Section 3.** At any National Meeting of the Association by a majority vote of the total membership, any of the Articles or Sections of these By-Laws may be amended or abrogated.

## *Effective Date Of Amendments*

**Section 4.** All amendments to the By-Laws shall become effective on September 1<sup>st</sup> of each year following the National meeting at which it was approved.

## Article XIV – Order of Business

The order of business of each national meeting of this Association shall be as prescribed by the Program Committee with the concurrence of the President, or a designee.

## Article XV – Definitions

**Section 1. Clause 1. National Meeting:** A national conference of NASASP members or their designees.

**Clause 2. Assembly:** An authorized gathering of Association members, properly convened, for the purpose of conducting the business of the Association; an Area; or a committee.

**Clause 3. Association:** Has reference to (a) all members of the National Association of State Agencies for Surplus Property, and (b) any national assembly, meeting and session of such members of the several state agencies.

**Clause 4. Delegate:** An Individual certified by the Rules, Resolutions and Credentials Committee, who represents a member during the time the member is absent from an Association meeting. The Delegate must hold a position of responsibility regarding the donation program of the member state.

**Clause 5. Meeting:** An assembly of members of the Association, an Area, or a committee, for any length of time during which the group does not separate for longer than customary periods of rest, relief or respite, and which may consist of one or more sessions.

**Clause 6. Member:** All chief executive officers, as provided in Article II, Section I, of the Constitution, or their designee, are members of the Association.

**Clause 7. Proxy:** An absentee vote at an Association meeting limited to matters about which the member had proper notice, and valid only when filed with the Rules, Resolutions and Credentials Committee.

**Clause 8. Session:** A scheduled assembly of members of the Association, an Area, or a committee as an integral part of any meeting of such a group.

**Clause 9. SASP:** An abbreviation for State Agency for Surplus Property which is frequently used to refer to any such agency.

**Clause 10. State:** Any of the fifty states, the District of Columbia, the Commonwealth of Puerto Rico, the Virgin Islands, Guam, American Samoa, and the Northern Marianas.

**Clause 11. Oath of Office:** I do solemnly swear (or confirm) that I will execute the office of the (Title) to the best of my ability and that I will faithfully adhere to the Constitution and By-Laws

of the National Association of State Agencies for Surplus Property and to the beliefs, purposes and principles of its code of ethics.

**Clause 12.** *The Code of Ethics:* As adopted by the Association, may be amended in accordance with Article XIII of the By-Laws.

**Clause 13.** *Associate Member:* Any organization or person who desires to participate in the activities of NASASP, approved by the National Officers or their designee(s), and is in good standing with their Associate Membership dues.

**Clause 14.** *Designee:* An individual certified by the Rules, Resolutions and Credentials Committee who represents a member on a permanent basis. The Designee must hold a position within their SASP. The Designee has full membership privileges in the Association.

**Clause 15.** *Administrative Session:* Any NASASP meeting, of a deliberative assembly, or a portion of any NASASP meeting, open only to members, SASP employees, and other specific invited guests of NASASP.

## Article XVI – Effective Date

The By-Laws shall become effective immediately upon their adoption by the Association in meeting assembled this Nineteenth day of July, 1961, at Scottsdale, Arizona, provided that section 5 and 6 of Article IX, and Article XIV of the By-Laws shall not become effective until the twenty-third day of July, 1961.

Adopted this Nineteenth day of July 1961, by the National Association of State Agencies for Surplus Property, in regular session assembled, at Scottsdale, Arizona.

## Article XVII – Distribution of Assets

In the event that the Association should have to be dissolved, the remaining assets after all creditors have been satisfied; will be distributed equally to the SASPs who are participating members at the time of liquidation.

Attester: Curtis Howard, President  
Christopher Barela, Vice-President  
Marilyn Trachsel, Treasurer  
Arthur Woods, Secretary  
*As amended July 27, 2011*  
*Las Vegas, NV*