

## **BYLAWS**

### **CONNECTICUT ASSOCIATION OF AFFIRMATIVE ACTION PROFESSIONALS**

**APPROVED...SEPTEMBER 15, 2006**  
**ARTICLE VI AMENDED...FEBRUARY 9, 2010**  
**ARTICLE IV AMENDED...MAY 20, 2010**  
**ARTICLE I AMENDED...NOVEMBER 17, 2010**  
**ARTICLE III AMENDED...NOVEMBER 17, 2010**  
**ARTICLE IV AMENDED...NOVEMBER 17, 2010**  
**ARTICLE IV AMENDED...JANUARY 17, 2013**  
**ARTICLE V AMENDED...JANUARY 17, 2013**  
**ARTICLE VII AMENDED...JANUARY 17, 2013**  
**ARTICLE VI AMENDED...NOVEMBER 21, 2014**  
**ARTICLES II, III, IV, V, VI, VIII AMENDED,  
REMOVED ARTICLE IX, RENUMBERED REMAINING  
ARTICLES...MARCH 15, 2019**

# **BYLAWS**

## **ARTICLE I**

### Section 1.1-NAME

- a. This organization shall be known as the Connecticut Association of Diversity and Equity Professionals (CADEP), hereinafter referred to as the “Association.”
- b. The Association is an affirmative action organization providing programs and services in a fair and impartial manner. The Association proceeds in compliance with the non-discrimination laws which prohibit exclusion from participation or discrimination in any Association program or activity.
- c. The Association makes every effort to provide equally effective services for persons with disabilities in conformance with the Americans with Disabilities Act.

## **ARTICLE II**

### Section 2.1-PURPOSE

The purpose of the Association is the following:

- a. Provide a body, which advocates the implementation of Affirmative Action programs and promotes equal opportunity in State government.
- b. Maintain and promote ethical standards for the profession.
- c. Promote professional growth, performance and development of its members.
- d. Provide a liaison with federal, state, local and private agencies involved with equal opportunity compliance.
- e. Provide forums and to develop and disseminate materials which are relevant to the achievement of affirmative action and equal opportunity objectives.

### Section 2.2-BASIS OF OPERATION

The Association is formed and operated as non-profit organization; no part of any net earnings and no dividends or other profits shall ensure to the benefit of any members or individuals.

## Section 2.3-DISSOLUTION

Upon dissolution or liquidation of the Association by two-thirds vote of the Association membership existing at that time, no member shall share in or receive any funds or other assets then remaining in the possession of the Association and such funds or their assets will be contributed to a non-profit, tax-exempt organization having the same or similar purposes and carrying on the same or similar activities. The organization receiving the funds/assists will be decided by a two thirds vote of the remaining membership.

## **ARTICLE III**

### Section 3.1-MEMBERSHIP

- a. Any person who is working in the State of Connecticut in the field of Equal Opportunity, Affirmative Action, Contract Compliance or related disciplines may become an active member of the Association.
- b. Anyone who satisfies the requirement of Article III, Sec. 3.1 a., who has attended at least half of the membership meetings in the last year is regarded as an active member.
- c. An active member is entitled to certain privileges. An active Association member may participate as an officer of the Association or as a Standing Committee Chair or Co-Chair. An active Association member is entitled to vote on formal actions exercised during meetings of the Association's membership. Select communications involving Association business, including minutes of meetings and unrestricted access to the Association's website, are provided to active members. An active member is entitled to any and all benefits that the association provides.

## **ARTICLE IV**

### Section 4.1-OFFICERS

The elective officers of the Association shall be a President, a Vice President, a Recording Secretary, a Corresponding Secretary, a Treasurer and Officers at Large. Together, the elected officers form the Association's Steering Committee and shall function as an Executive Committee.

### Section 4.2-PRESIDENT

The President shall:

- a. Preside at meetings of the Association.

- b. Appoint chairpersons and members of all committees not directly elected by the Association membership or the Steering Committee.
- c. Exercise general executive authority on behalf of the Association, between meetings of Steering Committee and the Association.
- d. Perform such other functions and exercise such further duties as may be voted from time to time by the Association membership or Steering Committee.
- e. Serve as an ex-officio member of all committees except the Election Committee.

#### Section 4.3-VICE PRESIDENT

The Vice President shall:

- a. Assume the duties of the President and act on all matters that arise in the absence of the President.
- b. Assist and support the President in implementing the agenda of the Association.

#### Section 4.4-RECORDING SECRETARY

The Recording Secretary shall:

- a. Act as Secretary of the Association and Steering Committee, keeping full and accurate records of the proceedings of the Association and the Steering Committee and record same in the Association Meeting Minutes.
- b. Submit notices to the Association membership covering the status of the Association and related activities.
- c. Maintain an accurate record of active Association members.
- d. Submit a report to the Association membership at the annual Meeting.
- e. Assist the Corresponding Secretary as necessary.

#### Section 4.5-CORRESPONDING SECRETARY

The Corresponding Secretary shall:

- a. Send out notices to the membership of all meetings and respond to correspondence received by the Association, as appropriate.

- b. Distribute finalized copies of the Meeting Minutes and other pertinent correspondence to the membership
- c. Assist the Recording Secretary as necessary.

#### Section 4.6-TREASURER

The Treasurer shall:

- a. Serve as chief financial officer of the Association.
- b. Receive all monies and promptly make deposits in the Association's accounts.
- c. Any requisition in the amount of one hundred dollars or more must be approved by the President before a check or payment is issued. An expenditure of one hundred dollars or more shall be withdrawn from the Association accounts only by a check signed by the Treasurer.
- d. Make disbursements as authorized by the Steering Committee for expenditures of less than one hundred dollars. The amount and purpose of the disbursement(s) shall be fully recorded.
- e. Report to the Steering Committee and membership at all regular meetings, or whenever required by either body, covering the financial condition of the Association, showing receipts and disbursements and outstanding accounts unpaid since the last report.
- f. Submit a financial report annually or when requested by the President.

#### Section 4.7-OFFICERS AT LARGE

The Officers at large shall:

- a. Serve on the Steering Committee which functions as the Association's Executive Committee.
- b. Attend all meetings in accordance with Section 4.8a

#### Section 4.8-TENURE IN OFFICE

- a. Officers shall hold office for two years or until their successors are elected, unless removed for just cause. Just cause, for removal from office, may include excessive number of unexcused absences from regularly scheduled membership meetings and/or steering committee meetings.
- b. No officer of the Association or any candidate for office shall occupy the Chair of the Election Committee.

- c. Should any officer not complete a full term of office the Steering Committee shall solicit nomination(s) from the membership, convene and present said nomination(s) to be voted on by the membership at the following membership meeting.

## **ARTICLE V**

### **Section 5.1- COMMITTEES**

Committees may be created as needed to serve the purposes of conducting Association Businesses. The Association's Committees include but are not limited to:

- Legislative Review Committee
- Scholarship Committee

### **Section 5.2- COMMITTEE MEMBERSHIP**

The membership of each Committee shall be comprised of active members of the Association. Active members may serve on the Committee of their choice.

### **Section 5.3- COMMITTEE CHAIRPERSON(S)**

Each Standing Committee shall elect a Chair or Co-Chairs. In the event the Committee does not elect a Chair or Co-Chair, the Steering Committee shall appoint a Chair. The President may request Committee Chairs/Co-Chairs to attend meetings of the Steering Committee.

### **Section 5.4- COMMITTEE REPORTS**

The Chair or Co-Chairs of each Committee may be required to submit reports to the Association membership and/or Steering Committee at their regular, meetings or whenever required by either body.

## **ARTICLE VI**

### **MEETINGS**

#### **Section 6.1-MEMBERSHIP MEETINGS**

- a. Membership meetings are open, public, meetings usually scheduled every other month beginning with the month of November (the initial meeting of the Association's October through September calendar year). The membership shall be notified of the meeting date, time and location prior to

the meeting date. When practicable, 15 days notice of the meeting or changes to the meeting date will be given.

- b. There may be additional meetings of the membership as needed. Such meetings i.e., special meetings, may be called by the President or by two or more members of the Steering Committee. The membership shall be notified of special meetings prior to the meeting date. When practicable, 15 days notice of the meeting or changes to the meeting date will be given.

#### Section 6.2-STEERING COMMITTEE MEETINGS

The Steering Committee meetings are scheduled on a date usually in the first week of every month. All members of the Steering Committee shall be notified of the meeting date, time and location prior to the meeting date. Additional meetings of the Steering Committee may be scheduled. When practicable, 15 days notice of the meeting or changes to the meeting date will be given.

#### Section 6.3-STANDING COMMITTEE MEETINGS

The Standing Committees shall meet as necessary for the conduct of relevant business.

#### Section 6.4-ANNUAL OR BIENNIAL MEETING

The Annual or Biennial Association Meeting shall be held at a date and time determined by the Steering Committee. Notice of biennial elections shall be concurrent with notice of the Annual or Biennial Association Meeting.

#### Section 6.5-ORDER OF BUSINESS

Unless altered or suspended at any meeting by a majority of the members present the following shall be the order of business at meetings of the Association:

- a. Review of previous meeting Minutes
- b. Correspondence (Corresponding Secretary)
- c. Treasurer's Report
- d. Standing Committee Reports (4 Committees)
- e. Old Business
- f. New Business

## **ARTICLE VII**

### **QUORUM**

#### **Section 7.1-MEMBERSHIP MEETINGS**

The quorum shall be those active members attending the meeting. Any formal action shall be by a majority vote of those active members who are present.

#### Section 7.2-STEERING COMMITTEE MEETINGS

The quorum of the Association Steering Committee meeting shall be a majority of the total membership.

### **ARTICLE VIII**

#### ELECTION OF OFFICERS

##### Section 8.1-ELECTIONS

All Officers (see ARTICLE IV) shall be elected by ballot at the Association Meeting Election. In keeping with the two year terms served by each officer (see ARTICLE IV Section 4.8), elections shall occur in each even numbered year.

##### Section 8.2-ELIGIBLE VOTERS

Active members of the Association (as defined by ARTICLE III) shall serve as the electorate. Voting shall not be exercised by proxy.

##### Section 8.3-ELECTION COMMITTEE

- a. The President shall, usually 60 days before the Association Meeting Election, appoint an Election Committee or three or more active Association members.
- b. The Election Committee shall meet promptly to elect a Chair and send out notice accepting nominations from the membership.
- c. The Election Committee shall prepare and distribute a report to the Membership two weeks prior to the Association Meeting Election. The report shall include the names of all nominees who are eligible for election, in accordance with provisions contained in ARTICLE III, and have accepted nomination.

##### Section 8.4-NOMINATION BY BALLOT

- a. No nominations will be accepted at the Association Meeting Election.
- b. All nominations must be submitted to the Election Committee by July 31<sup>st</sup> prior to the Association Meeting Election.
- c. All persons accepting a nomination to an elected office may submit a biography/resume to be included in the Election Committee's report distributed two weeks before the Association Meeting Election.

- d. A secret ballot will be made available to each active Association member attending the Association Meeting Election. Ballots will be counted at the Association Meeting Election by a nonpartisan party of three.
- e. Upon request, an absentee ballot will be provided to any active Association member who does not intend to attend the Association Meeting Election. The absentee ballot will be provided within a period of 20 to 30 days before the date of the Association Meeting Election. The Election Committee Chair must receive all completed absentee ballots no later than 5 days prior to the Association Meeting Election.

#### Section 8.5-ELECTION SUPERVISOR

The Election Committee Chair shall supervise the election process at the annual meeting. The duties of the Election Supervisor are:

- a. To provide sufficient ballots containing the names of all persons Nominated for office for use at the election. These shall be the only ballots used at the election.
- b. To monitor the counting of the ballots.
- c. No nominee, whose name appears on the election ballot, may assist the Election Supervisor with the election process at the annual meeting.

### **ARTICLE IX**

#### PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Association in all cases to which they are applicable and consistent with these Bylaws and any special rules of order the Association may adopt.

### **ARTICLE X**

#### AMENDMENT OF BYLAWS

The Association may adopt or amend these Bylaws provided, that: (1) notification in writing of the proposed Bylaws or amendment shall be given to all members at least 30 days prior to the meeting at which the same is to be acted upon; and that (2) the proposed amendment shall be approved at the next regular Membership Meeting.

