

TEXAS PUBLIC PURCHASING ASSOCIATION

CONSTITUTION

ARTICLE I

1 NAME AND AFFILIATIONS

- 1.1 The memberships of the Texas Purchasing Management Association (TPMA) and Texas County Purchasing Association (TCPA) have agreed to merge and become the "Texas Public Purchasing Association" (TxPPA).
- 1.2 By resolution of the Board of Directors, Texas Public Purchasing Association may be affiliated with such Texas organizations as the Texas Municipal League (TML), Texas Association of Counties (TAC), and Texas Association of School Business Officials (TASBO).

ARTICLE II

2 OBJECTIVES

- 2.1 The objectives of this Association are:
 - 2.1.1 Establish cooperative relationships among its members for the development of efficient purchasing methods and practices in the field of public procurement;
 - 2.1.2 Promote the highest ethical standards of conduct in the performance of public and non profit purchasing;
 - 2.1.3 Promote uniform public purchasing laws and simplified standards and specifications;
 - 2.1.4 Provide informed counsel to others who are responsible for the formulation and promulgation of policies, rules and laws which directly or indirectly affect the process of public and non-profit purchasing;
 - 2.1.5 Collect and disseminate useful information for its members;
 - 2.1.6 Promote the interchange of ideas and experiences within the purchasing profession;
 - 2.1.7 Encourage research and investigation and to sponsor such other activities as may be useful in providing its members with knowledge for efficient procurement;
 - 2.1.8 Strive by all legitimate means to advance the purchasing profession; and to
 - 2.1.9 Facilitate open communication and cooperation among all public purchasing professionals, elected and appointed officials with whom we work, and with the public, which is ultimately served.

ARTICLE III

3 MEMBERSHIP

- 3.1 The membership shall consist of the following classifications:
- 3.1.1 **Individual:** Any state, county, municipal, special district, publicly owned utility, school, federal (while headquartered or physically reporting to an office within Texas), or publicly-funded non-profit employee in good standing primarily responsible for the purchasing or materials management function of their respective agency, upon payment of the annual membership fee, shall be eligible for membership.
- 3.1.2 **Agency:** Any state, county, municipal, special district, publicly-owned utility, school, federal (while headquartered or physically reporting to an office within Texas), or publicly-funded non-profit employer of personnel primarily responsible for the purchasing or materials management function of their respective agency, upon payment of the annual membership fee, shall be eligible for membership.
- 3.1.2.1 Upon payment of consolidated annual membership fees for their designated personnel, who shall be qualified under the definition of "individual" members herein, such designated personnel shall receive all rights and privileges, including voice and vote, provided by the Association to its individual members.
- 3.1.2.2 Upon departure of an individual covered under an agency membership, the agency shall retain the membership and be allowed to designate a qualified replacement individual for the remainder of the membership term.
- 3.1.2.3 Agencies may receive a consolidated invoice annually for the staff included under their agency membership. Fees for agency memberships shall be calculated at the individual membership rate multiplied by the number of members.
- 3.1.3 **Associate:** Associate membership may be sought by any person indirectly involved in public or non-profit purchasing. The annual membership term for an Associate member shall be the same as for regular members of the association. Associate membership shall be a non-voting membership class and shall not be entitled to hold office in the association or serve as chair of any committee. Associate membership in Texas Public Purchasing Association shall be open to the following:
- 3.1.3.1 Any elected official, department head, or employee in a related field who maintains a basic association with purchasing or materials management but who does

not have a direct purchasing responsibility, i.e. County Judges, Commissioners, Treasurers, Auditors, Financial Officers, City Managers, etc. and others who may contribute to purchasing decisions, or

- 3.1.3.2 Any person working for an agency or association that is directly involved with Cities, Counties, State offices, Special Districts, Education, and seeks to promote professionalism in public purchasing, i.e. Texas Municipal League, Texas Association of Counties, Council of Governments, etc.
- 3.1.4 **Student:** Any full time college student majoring in Business or Purchasing, upon payment of the annual student membership fee, shall be eligible for membership, subject to approval of the Board of Directors. Students shall not have a vote in the Association.
- 3.1.5 **Retired:** Any member of the Association, retired from active employment, upon payment of the annual retired membership fee, is eligible for membership in the Association. Retired members have a voice and a vote.
- 3.1.6 **Lifetime:** Lifetime members shall be persons who have retired from active employment, former members of Texas Public Purchasing Association, or non-members who have made distinguished contributions to the purchasing profession and the Texas Public Purchasing Association. Lifetime members shall be exempt from paying an annual membership fee to the Association. Nominations for Lifetime members may be made by any member in good standing, and are subject to approval of the Board of Directors.

ARTICLE IV

4 OFFICERS AND ADMINISTRATION

- 4.1 Board of Directors: The governing body of this Association shall be a Board of Directors consisting of: four (4) Officers (President, Vice-President, Secretary, and Treasurer referred to as the Executive Board), Immediate Past President, and four Directors.
- 4.2 The President shall exercise a general supervision over the affairs of the Association, preside over all meetings of the Association, and perform all duties incident to the office of the President and subject to the concurrence of the Board of Directors.
- 4.3 Vice President shall perform such duties as are assigned to him/her by the Board of Directors and the President.
- 4.4 Secretary shall maintain a written record of the proceedings of all meetings of the Association, keep a record of attendance at meetings, and perform the usual duties of secretary.

- 4.5 Treasurer shall be responsible for the funds of the Association, shall ensure that a complete record of receipts and disbursements are maintained, and an accurate financial report provided at each meeting of the Board of Directors and the annual membership meeting.
- 4.6 Directors: Four directors will be selected for nomination by qualifications. Every effort will be made to recruit and rotate representation for the Board of Directors from state, county, municipal, special district, publicly-owned utility, school or federal agencies.
- 4.7 Legislative Liaison(s): A Legislative Liaison represents (this organizations name) purchasing and warehouse professionals in our affiliation with other Texas governmental organizations. The Legislative Liaison for each type of governmental entity must meet the eligibility requirements of the affiliated organization.

ARTICLE V

5 AMENDMENTS

- 5.1 The Constitution and By-Laws may be amended in one of the following ways at the option of the majority of the Board of Directors:
 - 5.1.1 At an annual membership meeting by a majority of the members present.
 - 5.1.2 By written ballot mailed to all members of the Association with a majority of those voting for the amendment.
 - 5.1.3 By any electronic means available to all members of the Association with a majority of those voting for the amendment.
- 5.2 If required by affiliation, amendments must be approved by TML, TAC, and/or TASBO.
- 5.3 Any proposed amendment must be submitted in writing to the membership not less than thirty calendar days prior to the vote.

TEXAS PUBLIC PURCHASING ASSOCIATION

BY-LAWS

ARTICLE I

1 ADMINISTRATION

- 1.1 The fiscal year shall begin on the first day of January and end on December 31.
- 1.2 The governing body shall be called the Board of Directors and comprises four (4) Officers (President, Vice-President, Secretary, and Treasurer referred to as the Executive Board), Immediate Past President, and four Directors.
- 1.3 The Executive Board shall act in an advisory capacity and shall be responsible for budgeting and general administrative tasks.

ARTICLE II

2 ELECTIONS

- 2.1 The initial board of the association shall serve for a term up to two (2) years; and thereafter,
- 2.2 The officers of Texas Public Purchasing Association (President, Vice President and Secretary, and Treasurer) shall be elected for one year terms for each position.
- 2.3 The Vice-President automatically progresses to the office of President when the President's term expires in one year.
- 2.4 The Secretary automatically progresses to the office of Vice President when the Vice President's term expires in one year.
- 2.5 The Treasurer automatically progresses to the office of Secretary when the Secretary's term expires in one year.
- 2.6 The Nominating Committee shall develop a slate of at least one candidate for the office of Treasurer and the four Director positions in accordance with Article IV of the Constitution of the Association. Qualified members may submit nominations to the Nominating Committee for consideration.
- 2.7 The Legislative Liaison(s) serve a two (2) year term.
- 2.8 Elections shall be conducted at the annual conference from a slate of candidates presented by the Nominating Committee, and any members nominated from the floor. A majority of those voting will be required for a candidate to win election.
- 2.9 No member shall be considered for any office unless he or she has been a member in good standing for at least one year immediately preceding the election. No member shall be considered for office of

Treasurer unless he or she served at least one year as Officer or Director of this Association.

- 2.10 Officers shall hold their offices until their respective successors are elected, or until death, resignation, or removal.

ARTICLE III

3 TERM OF OFFICE

- 3.1 The term of office of all officers and directors shall commence on January 1st following the Annual Conference general membership business meeting at which the election is held.
- 3.2 The term of office for Officers shall be for a period of one year.
- 3.3 The term of office for all directors shall be for a period of one year. A Director having completed four years service will rotate off the Board and be ineligible for election as a director for a period of one year.
- 3.4 Unexcused absences from three (3) consecutive Board meetings may be cause for removal from office. The President may nominate a replacement who shall take office upon confirmation by majority of the Board of Directors for the remainder of the original term of office.

ARTICLE IV

4 VACANCIES

- 4.1 President - In the event of a vacancy in the office of President, the Vice-President shall immediately take over the responsibilities of the President.
- 4.2 Vice-President – In the event of a vacancy in the office of Vice President, the Secretary shall immediately take over the responsibilities of the Vice President.
- 4.3 Secretary – In the event of a vacancy in the office of Secretary, the Treasurer shall immediately take over the responsibilities of the Secretary.
- 4.4 In the event of vacancies in the position of Treasurer or director(s), the President may nominate a replacement who shall take office upon confirmation by majority of the Board of Directors for the remainder of the original term of office.

ARTICLE V

5 DUES

- 5.1 Annual dues shall be determined by the Board of Directors.
- 5.2 Dues are payable on a calendar year basis and are payable on or before January 1. Members shall be considered delinquent after April 1, and may be subject to reinstatement.

ARTICLE VI

6 FINANCES

- 6.1 Fiscal Year: The fiscal year of the Association shall be from January 1 through December 31 of the following year.
- 6.2 The Treasurer shall ensure that the Association's revenues and expenditures are properly maintained and related reports are provided to the Association's Board and any Affiliates as requested.
- 6.3 The Treasurer shall arrange for all bills of the Association to be timely paid as provided for herein in Article IV of the Constitution.
- 6.4 The Treasurer shall ensure that a complete record of all membership fees paid and outstanding is accurately kept.
- 6.5 The Treasurer shall cooperate to the fullest extent in an independent annual audit of the books and accounts of the Association. Such audit shall be conducted by an authority appointed by the Board of Directors of the Association, and the audit shall be completed at least sixty (60) days after the close of the fiscal year.

ARTICLE VII

7 MEETINGS

- 7.1 The Board of Directors shall hold a minimum of one meeting, annually, and such other meetings as may be called by the President or a majority of the Board of Directors.
- 7.2 When necessary, the Board of Directors shall be allowed the use of electronic communications in lieu of quorum type meetings.
- 7.3 A quorum of the Board of Directors must be present and shall consist of the majority of the officers and directors.

ARTICLE VIII

8 COMMITTEES

8.1 The Nominating Committee:

- 8.1.1 The Nominating Committee shall consist of not less than three members including the Vice-President and two other regular members of Texas Public Purchasing Association appointed by the President. The Chairman shall be the Vice-President.
- 8.1.2 The Committee shall receive and evaluate recommendations from the membership regarding individuals suggested for candidacy.
- 8.1.3 The Committee shall select at least one candidate for each office in accordance with Article IV of the Constitution of this Association as described herein. This slate of nominees will be turned over to the President no later than thirty days prior to the annual membership meeting.
- 8.1.4 No changes in nominees on this slate may be made after submission to the President except at the request of the nominee.
- 8.1.5 Nominations may be made from the floor at the annual membership meeting, but only if the nominee has given express permission that his/her name be placed in nomination.

8.2 Additional Committees

In addition to the Nominating Committee, other standing committees may include: Membership, Conference, Legislative, Professional Development and Newsletter/Public Relations. Other committees may be established as needed at the pleasure of the President. Committee chairs shall be appointed or named by the President. Each committee shall consist of a chair and such number of additional members as appointed by the chair.

- 8.2.1 **Membership Committee.** There shall be a Membership Committee, consisting of a Chairperson and at least a minimum of three other members. The chair will be appointed by the President. This committee shall be responsible for outreach of new membership, annual membership invoices and maintaining a current directory of membership.
- 8.2.2 **Conference Committee.** There shall be a Conference Committee, consisting of a Chairperson and at least a minimum of three other members. The chair will be appointed by the President. This committee shall be responsible for organizing the Spring Workshop and Fall Conference.

- 8.2.3 Professional Development Committee. There shall be a Professional Development Committee, consisting of a Chairperson and at least a minimum of three other members. The chair will be appointed by the President. This committee shall be responsible for developing and reviewing education and professional development and reviewing educational and professional development training for the membership and coordinating certification-related educational programs with other organizations, National Purchasing Institute (NPI), National Institute of Governmental Purchasing (NIGP), etc.
- 8.2.4 Newsletter/Public Relations Committee. There shall be a Newsletter/Public Relations Committee, consisting of a Chairperson and at least a minimum of three other members. The chair will be appointed by the President. This committee shall be responsible for publishing the association newsletter, not less than quarterly. This committee shall also be responsible for all association public relations issues.
- 8.2.5 Legislative Committee. There shall be a Legislative Committee, consisting of a Chairperson and a minimum of one member from county, municipal, special district and school agencies. The chair person will be appointed by the President. This committee shall be responsible for monitoring, reviewing, advising and reporting legislative issues to the membership.

ARTICLE IX

9 PROCEDURES

In all matters of procedure not otherwise covered by the Bylaws, "Robert's Rules of Order, Revised" shall govern.

ARTICLE X

10 RESOLUTIONS

Resolutions presented for approval to the general membership at the regular annual membership business meeting shall be distributed to the membership for inspection no later than one week prior to the business meeting of the annual conference.