

# IIBA Palmetto Chapter, Inc.

## Bylaws

As of 05/04/21  
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## Bylaw 1 – Name & Territory

Section 1: This organization shall be called the IIBA Palmetto Chapter, Inc., (hereinafter “the Chapter”). This organization is a local Chapter chartered by the International Institute of Business Analysis, (hereinafter “IIBA®”) and separately incorporated as a non-profit, tax exempt corporation (or equivalent) organized under the laws of South Carolina. The Chapter shall be incorporated as a 501 (c) (6) organization. This document is the general bylaws of the Chapter which regulate the operation of this organization.

Section 2: The principal office of the Chapter shall be located in Gilbert, SC, or such other location as determined by the Board of Directors.

Section 3: The Chapter is responsible to the duly elected IIBA Board of Directors and is subject to all IIBA policies, procedures, rules, and directives.

Section 4: The Chapter shall meet all legal requirements in the jurisdiction in which the Chapter conducts business or is incorporated and/or registered.

Section 5: The Bylaws of the Chapter may not conflict with the IIBA’s current Bylaws, and all policies, procedures, rules, or directives established or authorized neither by the IIBA Board of Directors nor with the Chapter’s Charter with IIBA.

Section 6: The terms of the Chapter Affiliation Agreement executed between the Chapter and IIBA, including all restrictions and prohibitions, shall take precedence over these Bylaws and other authority granted hereunder.

## Bylaw 2 – Objective

Section 1: The purpose of the Chapter is to promote the practice of business analysis, raise the profile of the business analyst role, and locally represent the International Institute of Business Analysis (IIBA).

Section 2: The objectives of the Chapter are to:

- Advance the role of the Business Analyst as a recognized profession.
- Support opportunities for members to network with, and gain knowledge from, seasoned BA practitioners as well as with industry and government leaders;
- Provide access for members to a formal “knowledge base” as well as forums for sharing expertise, expressing professional opinions, and building a reputation within the industry;
- Provide pathways to learn about business analysis best practices;
- Obtain and maintain a sufficient level of financial security, sustainability, and autonomy at the chapter level to sustain the Chapter;
- Create corporate support for the IIBA within the local market by generating marketing/awareness programs that demonstrate the value of business analysis and the IIBA;
- Liaise with industry and association partners to increase awareness and benefit of IIBA Chapter members.

## Bylaw 3 – Composition

Section 1: The Chapter shall consist of an elected President and Board of Directors and shall not be used for the promotion of candidacy of any person seeking public office or preferment or the promotion of any commercial enterprise.

## Bylaw 4 – Membership

Section 1: Membership in this organization is voluntary and shall be open to any person interested in furthering the purposes of the organization. Membership shall be open to all persons without regard to race, creed, color, age, sex, marital status, international origin, religion, or physical or mental disability.

Section 2: Membership in the Chapter requires membership in IIBA. The Chapter shall not accept as members any individuals who have not been accepted as IIBA members and shall not create its own membership categories.

Section 3: Members in “Good Standing” can vote in Chapter elections and hold office. Members in good standing shall be defined as Chapter Members who have paid their IIBA dues, whose membership is not under disciplinary review by the Chapter or by IIBA, and whose IIBA profile has the Palmetto Chapter Name selected.

Section 4: Members shall be governed by and abide by the IIBA Bylaws and by the Bylaws of the Chapter and all policies, procedures, rules, and directives lawfully made there under.

Section 5: All members shall pay the required IIBA membership dues directly to IIBA. Membership in the Chapter shall coincide with a person’s membership in IIBA. A person’s membership in the Chapter shall expire in the same month as their IIBA membership.

Section 6: Membership in the Chapter shall terminate upon the member’s written resignation, failure to pay IIBA dues, or expulsion from membership for just cause as defined within the international bylaws. These rules apply to Chapter Board members as well as the general membership.

Section 7: The Chapter Board of Directors will exercise the right to terminate membership based on just cause. The member may appeal the decision to the Chapter Board of Directors or elevate it to the International Board of Directors. The effective date of termination will be determined by the Chapter Board of Directors and will be formally communicated to the terminated member.

Section 8: With regard to any membership dues that may be applicable, members who fail to pay the required IIBA dues will have their names removed from the Chapter membership list . A delinquent member may be reinstated by making payment in full to IIBA of all unpaid dues, if applicable.

Section 9: Upon termination of membership in the Chapter, the member shall forfeit any and all rights and privileges of membership to said Chapter, including refund of any balance of annual dues.

Section 10: The membership database and listings provided by IIBA to the Chapter may not be used for commercial purposes and may be used only for non-profit purposes directly related to the business of the Chapter, consistent with IIBA policies.

## Bylaw 5 – Chapter Calendar

Section 1: The Chapter will adhere to the following **minimum** schedule of events.

Event	Timeframe
Events	Minimum of 9 per calendar year (at least 1 event every 3 months) and 6 of those must be learning opportunities
Annual General Meeting (AGM)	July (first year) June (subsequent years)
Board of Directors Meeting	Quarterly or as needed
Committee Meetings	As Needed

Section 2: Notice of meetings

Meeting	Called By	Notice period	Min Attendance	Notice Form
AGM	President	60 days	5% membership	Email
Events	Board Member	30 days	5% membership	Email
Board of Directors Meeting	President	7 days	50% Board	Email
Committee Meeting	Committee Chair	As required	As Required	Email

Section 3: Changes or modifications to Chapter Calendar must be submitted to the President or Secretary to be discussed at the next Board of Directors Meeting.

Section 4: The President of the Chapter will chair all meetings except committee meetings. Voting will occur by a show of hands, by written ballot, or by a polling of members. Proxy votes will not be accepted. Decisions and acceptance are based on majority votes.

## Bylaw 6 – Officers and Directors

Section 1: The Chapter shall be governed by a Board of Directors consisting of not less than three individuals. There will be eight elected officers to serve in the following positions and individuals may hold more than one office, provided that the offices of President and Treasurer shall not be held by the same individual:

- President
- Secretary
- Treasurer
- Vice President (VP) Technology
- Vice President (VP) Professional Development
- Vice President (VP) Marketing & Communications
- Vice President (VP) Membership
- Vice President (VP) Sponsorship

All officers shall be members in good standing of IIBA and of the Chapter. After the Chapter's start-up year, the officers will serve two-year terms of office, staggered so that approximately half of the officer(s) are elected each year, to provide continuity (see Election Rotation chart below).

Officer positions may be created or eliminated by majority vote of the Board of Directors, as deemed necessary to conduct the business of the Chapter. Candidates for such positions, along with Bylaw changes, must be voted on by Chapter membership. Non-elected and/or non-voting officer positions may be established and filled by a majority decision of the current Board

Upon election these Officers will immediately become non-voting members of the Board of Directors and will serve as 'understudies' of their predecessor officers, until such time their term begins. Officers shall be eligible to serve multiple terms, limited to 3 consecutive terms in one role, but can then serve in a different role.

Elections shall be conducted by mail, in person at a chapter meeting/AGM, or via electronic ballot to all voting members in good standing. Elected Officers will serve from July 1st to June 30th of the respective election year. If the elections required by these Bylaws are not held, the incumbent officers will continue to serve until such time as elections can be held and their successors can take office, while remaining as faithful as possible to the legal requirements concerning staggered terms of office.

The following chart illustrates the election rotation process:

<i>Even Years 2018, 2020, 2022, 2024, etc.</i>	<i>Odd Years 2019, 2021, 2023, 2025, etc.</i>
President Initially voted in July 2018 Next election June 2020 Election every two years thereafter	Treasurer Initially voted in July 2018 Next election June 2019 Election every two years thereafter
Secretary Initially voted in July 2018 Next election June 2020 Election every two years thereafter	Vice President (VP) Technology Initially voted in July 2018 Next election June 2019 Election every two years thereafter
Vice President (VP) Professional Development Initially voted in July 2018 Next election June 2020 Election every two years thereafter	Vice President (VP) Membership Initially voted in July 2018 Next election June 2019 Election every two years thereafter
Vice President (VP) Marketing and Communications Initially voted in July 2018 Next election June 2020 Election every two years thereafter	Vice President (VP) Sponsorship Initially voted in July 2018 Next election June 2019 Election every two years thereafter

Section 2: The President shall be the chief executive officer for the Chapter and of the Board and shall perform such duties as are customary for presiding officers, including making all required appointments with the approval of the Board. The President shall also serve as a member ex-officio with the right to vote on all committees except the Elections Committee.

The President shall (if possible) have served a term in a Chapter board position and must have shown a substantial commitment to the organization, both in terms of results and participation in Board of Director meetings and chapter scheduled events.

The immediate Past President shall serve as a member ex-officio of the Board of Directors, with a right to participate in all discussions and all committees. The Past President shall not have a vote on the Board of Directors or the Committees.

Section 3: The Secretary shall keep the records of all business meetings of the Chapter and meetings of the Board. The Secretary is also responsible for all official correspondence with the members and the IIBA, except for committee correspondence. The Secretary will chair any respective meeting in the absence of the President.

Section 4: The Treasurer is responsible for the management of funds for duly authorized purposes of the Chapter. The Treasurer is responsible to the Board of Directors and will submit the books for audit each year.

Section 5: The Vice President of Technology shall be responsible for proactively researching new technological advances to promote the chapter's programs to include, but not limited to developing and implementing a technology strategy and roadmap for the Chapter.

Section 6: The Vice President of Professional Development will be responsible for the development and delivery of programs relating to Business Analysis for each scheduled chapter meeting/event; and responsible for the chapter calendar and logistics surrounding all chapter meetings/events. The content of these programs is to be consistent and in accordance with the objectives of the Chapter and with approval of the chapter board. In addition, this position is responsible for promoting Business Analysis Professionalism through the organization and delivery of educational publications, seminars, and informational updates, including changes to the BA Body of Knowledge to help Business Analysts in the Business Analysis profession, as well as Business Analysis and leadership Career Development.

Section 7: The Vice President of Marketing and Communications is responsible for the timely dissemination of information both to and from the Chapter membership and those interested in the discipline of Business Analysis, using appropriate means to accomplish the objective. The VP will lead the development and execution of a strategy for producing and delivering all chapter promotions and communications and is also responsible for the promotion of the local Chapter and IIBA to internal and external publications. In addition, they are responsible for the delivery of programs relating to business analysis for each scheduled Chapter program event. The VP will also be responsible for proactively reaching out to the community(ies) to raise awareness of the chapter's programs, as well as organizing volunteering activities to give back to the community(ies).

Section 8: The Vice President of Membership will be responsible for the development and maintenance of a Chapter membership plan that assures continued growth through recruiting and partnership with major community employers. This includes setting policy for membership benefits and annual membership dues with approval of the Chapter Board; all aspects of membership administration such as maintenance and communication of member records to the board and to individual members.

Section 9: The Vice President of Sponsorship will be responsible for the development and maintenance of Chapter sponsorship opportunities that are consistent and in accordance with the objectives of the chapter and with the approval of the Chapter Board. These responsibilities include cultivating and nurturing relationships with organizations in the community for the purpose of signing these organizations up to sponsor the chapter or events of the chapter.

See Appendix 1 for further description of all roles and responsibilities.

## Bylaw 7 – Board of Directors Responsibilities

Section 1: The Chapter shall be governed by the Board of Directors. The Board shall be responsible for carrying out the purposes and objectives of the Chapter, and for ensuring that the day-to-day business of the Chapter is managed effectively.

Section 2: The Board shall consist of the officers of the Chapter elected by the membership. All Officers shall be members in good standing of IIBA and of the Chapter.

Section 3: The Board shall exercise all powers of the Chapter, except as specifically prohibited by these Bylaws, the IIBA Bylaws and policies, and the laws of the jurisdiction in which the organization is incorporated/registered. The Board shall be authorized to adopt and publish such policies, procedures and rules as may be necessary and consistent with these Bylaws and IIBA Bylaws and policies, and to exercise authority over all Chapter business and funds.

Section 4: The Board shall meet at the call of the President, or at the written request of three (3) members of the Board directed to the Board Secretary. A quorum shall consist of no less than one-half of the membership of the Board at any given time. Each member shall be entitled to one (1) vote and may take part and vote in person only. At its discretion, the Board may conduct its business by teleconference, facsimile, or other legally acceptable means. Meetings shall be conducted in accordance with procedures determined by the Board.

Section 5: The Board of Directors may declare an officer position to be vacant where an officer ceases to be a member in good standing of IIBA or of the Chapter by reason of non-payment of dues, or where the officer fails to attend three (3) consecutive Board meetings. An officer may resign by submitting written notice to the President. Unless another time is specified in the notice or determined by the Board, the resignation shall be effective upon receipt by the Board of the written notice.

Section 6: An officer may be removed from office for just cause in connection with the affairs of the organization by a two-thirds (2/3) vote of the members present and in person at an official meeting of the membership, or by a two-thirds (2/3) vote of the Board.

Section 7: If any officer position becomes vacant, the Board may appoint a successor to fill the office for the unexpired portion of the term for the vacant position. The election of this position can be held during the next regularly scheduled election, and the candidate may decide to continue in the role until the next rotation schedule for this position. Alternately, if more than half the term of office remains, the Board may call a special election for the position for the balance of the term of office.

In the event the President is unable or unwilling to complete the current term of office, an Interim President will be appointed by the remaining Board members. This appointment shall be in effect for the remainder of that term.

Section 8: If and when the Board can convene a quorum the Board has the power to:

- propose an amendment to the bylaws
- amend objectives
- commit the local Chapter to contractual arrangements
- terminate any individual member for violation of a Chapter bylaw or an IIBA bylaw
- amend Appendix 1 to the Bylaws, which sets forth the duties of the officers and directors, without any vote of the membership

Section 9: If the membership is dissatisfied with actions taken by the Board, a petition signed by 60 percent of the membership, can be submitted to the President and the issue(s) will be tabled at a special meeting of the members or the next scheduled member meeting, for action.



## **Bylaw 8 – Nominations and Elections**

Section 1: An Elections Committee, or such other persons designated by the board, shall prepare a list containing nominees for each Board position and shall determine the eligibility and willingness of each nominee to stand for election. The Board will send out a Call for Nominations at least 30 days prior to balloting. Candidates for Board positions may also be nominated by petition process established by the Elections Committee or the Board. The election process and directions shall be communicated to all chapter members in good standing with adequate time (no less than two weeks) to cast their vote. Elections shall be conducted during the annual meeting of the membership, or by ballot to all voting members in good standing. The candidate who receives a majority of votes cast for each office shall be elected. Ballots shall be counted by the Elections Committee or by such other persons designated by the Board. Results will be announced to the general membership at the next scheduled Chapter Meeting, or by electronic notification (prior to the new officers taking office) as determined by the board.

Section 2: No current member of the Elections Committee, if used for this process, shall be included in the list of nominees prepared by the Committee.

## **Bylaw 9 – Committees**

Section 1: As the Chapter increases its membership, the duties and responsibilities for each of the VPs will expand. Committees may be formed to support additional functions as deemed necessary by the Chapter. The Board may authorize the establishment committees to advance the purposes of the organization. The Board shall establish a charter for each committee, which defines its purpose, authority, and outcomes. Committees are responsible to the Board.

Section 2: The President with the approval of the Board shall appoint all committee members and a chairperson for each committee. Committee members must be appointed from the membership of the Chapter.

## **Bylaw 10 – Finance**

Section 1: The fiscal year of the Chapter shall be from 1 January to 31 December.

Section 2: Annual Chapter and IIBA membership dues shall be set by IIBA in accordance with policies and procedures established by the IIBA Board of Directors.

Section 3: The Board shall establish policies and procedures to govern the management of its finances and shall submit required tax filings to appropriate government authorities.

Section 4: Annual Chapter and IIBA membership fees will be handled by the IIBA, and Chapter payment distribution submitted to the Chapter as prescribed by the IIBA.

Section 5: All Chapter event fees will be approved by the Board in accordance with IIBA policies and procedures with different pricing for IIBA Members and non-Members.

## Bylaw 11 – Ratification and Amendments

Section 1: The notice for initial Ratification of these By Laws by chapter members in good standing shall be sent at least ten (10) days before such vote. These Bylaws shall be ratified by a two-thirds (2/3) vote of the voting membership in good standing participating in such vote. Voting shall be done by ballot distributed to membership at the time of notice and due not less than ten (10) days after it can be reasonably presumed that voting members have received such ballot.

Section 2: Amendments may be proposed by the Board on its own initiative, or upon petition by ten percent (10%) of the voting members in good standing addressed to the Board. All such proposed amendments shall be presented by the Board with or without recommendation.

Section 3: These Bylaws may be amended by a two-thirds (2/3) vote of the voting membership in good standing participating in such vote. Votes may be held at any duly called or regularly scheduled Chapter meeting or by ballot distributed to the membership. When ballots are used, they shall be due not less than 14 days after it can be reasonably presumed that voting members have received such ballot. Appendix 1 of these Bylaws may be amended by the Board, subject to any limitation of the law, without vote of the membership.

Section 4: All amendments must be consistent with IIBA's Bylaws, and the policies, procedures, rules, and directives established by the IIBA Board of Directors, as well as with the Chapter's Affiliation Agreement with IIBA.

## Bylaw 12 – Dissolution

Section 1: Should the Chapter dissolve for any reason, its assets shall be dispersed to a charitable organization designated by the voting membership after the payment of just, reasonable and supported debts, consistent with applicable legal requirements.

Dissolution of the Chapter may be due to the direction of the IIBA, a vote of the membership or the lack of sufficient members to sustain the chapter. In the case of a vote of the membership, the dissolution must be brought to the members in a special election and be approved by at least 60% of the members in good standing who attend the meeting.

## Appendix 1 – Board of Directors Job Descriptions

The following job descriptions will be signed by the elected officer the day of the election by the membership.

**Position:** Board Member

### Authority and Responsibility:

The Board of Directors is the legal authority for the Chapter. As a member of the Board, a Director acts in a position of trust for the organization and is responsible for the effective governance of the organization.

### Requirements:

Requirements of Board membership include:

1. Commitment to the work of the IIBA®
2. Knowledge and skills in one or more areas of Board governance: policy, finance, programs, personnel, and advocacy
3. Willingness to serve on committees
4. Attendance at Board meetings
5. Attendance at meetings of assigned committees
6. Attendance at the Annual General Meetings
7. Attendance at membership meetings
8. Support of special events
9. Support of, and participation in, special events
10. Financial support of the IIBA®

### Term:

Directors are elected by the membership. Directors serve for a two-year term. Directors may be released at the end of the elected term by resigning, or according to the Chapter bylaws.

### General Duties:

A Director is fully informed on organizational matters and participates in the Board's deliberations and decisions in matters of policy, finance, programs, personnel, and advocacy.

### The Director must:

1. Approve, where appropriate, policy and other recommendations received from the Board or its standing committees
2. Monitor all Board policies
3. Review the bylaws and policy manual, and recommend bylaw changes to the membership
4. Review the Board's structure, approve changes and prepare necessary bylaw amendments
5. Participate in the development of the Chapter's organizational plans and annual review
6. Approve the Chapter's budget
7. Support and participate in evaluating Director performance
8. Assist in developing and maintaining positive relations among the Board, committees, and the community to enhance the Chapter's mission

**Evaluation:**

A Director's performance is evaluated annually based on the performance of assigned Board requirements and duties.

**Review Date and Approval Date:**

The Board Member Job Descriptions are reviewed annually by the President. Recommended changes are presented to the Board.

Approval Date: \_\_\_\_\_

Review Date: \_\_\_\_\_

## Duties of ALL Board Members

### Requirements of Board membership include:

- Must be a member of the IIBA® Global and the IIBA® Palmetto Chapter and commit to the work of the IIBA®
- Represent IIBA® and the IIBA® Palmetto Chapter in a professional, constructive, and ethical manner, act as a positive role model
- Make all decisions with the primary goal of maintaining a sufficient level of Chapter financial security, sustainability, and autonomy
- Ensure that all operations and decisions made for the Chapter are in compliance with the Chapter Bylaws, IIBA® Bylaws and the Chapter's affiliation agreement
- Monitor the Board's structure, Bylaws and Policy Manual to prepare/approve needed changes/amendments for the effective governance of the Chapter
- Log in to IIBA® Palmetto Chapter email account at least 3 times per week; reply to all non-date sensitive requests within 3 business days of receipt; reply to date sensitive deliverables as needed
- Inform board of extended times of unavailability that may affect operational deliverables
- Attend 85% of Chapter Board of Directors Meetings, Chapter Meetings, and Program Events to include the Annual General Meeting (AGM)
- Maintain all required documentation on the Chapter's shared central repository for operational use/reference
- Commit approximately 6 to 12 hours per month to the IIBA® Palmetto Chapter; additional time to be distributed to Committee Volunteers as needed
- Support and provide leadership to the Board of Directors of the Chapter and participate in evaluating Director performance
- Actively seek to understand the perspective of fellow Board Members to effectively implement long term solutions, minimize conflict and enhance the Chapter's mission

### General Duties of All Board Members within Chapter Operational Area:

- Identify and implement business process improvements, monitor, track, and report ongoing progress
- Define, document, and maintain Succession Plan to include developing and documenting onboarding processes
- Collaborate in the development and management of the integrated Chapter Strategic Plan, Business Plan, Policies Procedures Manual and Budget to include the execution of defined action plans
- Provide update on chapter viability during each Board of Director's meeting
- Provide IIBA®-related expense receipts and documentation to Treasurer as prescribed in the Reimbursement/Spending Guidelines
- Make appointments, with the approval of the Board, to leadership positions/committee members as needed
- Create and Chair needed Committees, call committee meetings, and develop agendas with the input of the members
- Recruit an appropriate number of committee members to carry out the mandate; delegate appropriate tasks to individual committee members and recognize each member's contribution to the committee's work
- Report the committee's progress/recommendations to the Board; develop and incorporate recommended changes from the Board to the committee mandate

## Duties of President

- Orient the New President
- Present Chapter business to the membership of the Chapter as needed; schedule special meetings of the Membership as required
- Prepare a report for the Chapter Annual General Meeting
- Cast deciding vote on all business before the Chapter or Board of Directors in the event of a tie
- Serve as ex officio member of committees and attends their meetings as required
- Establish and communicate Chapter vision, mission, and strategy for achievement of Chapter viability
- Develop, with the assistance of the Board of Directors, short-term and long-term strategic plans for the Chapter
- Pursue and develop alliances with other organizations, agencies, businesses, and individuals in order to further the Chapter's purpose and strategic objectives
- Create and distribute, with input from the Board Members, the Annual Business Plan for the Chapter
- Direct corporate and academic outreach initiatives and play a leading role in supporting special events
- Promote the organization's purpose in the community and to the media
- Ensure periodic and annual reporting to IIBA® in accordance with the Chapter's affiliation agreement is completed
- Communicate with Global IIBA® Executives and IIBA® Leadership from other Chapters and represent the Chapter in the Global forums and committees
- Endorse annual submission to IIBA® Global Chapter Awards Program
- Develop and implement an operational plan for annual Elections of the Chapter
- Establish the Board Member Succession Plan, with input from the Board, including appointments of replacement Board Members to vacant positions
- Appoint and/or endorse committees, committee chairpersons and representatives to task needed teams with Board approval
- Orients Board Members and committee chairpersons to the Board
- Provide leadership and motivation to ALL Volunteers (including Board) for the effectiveness of the Chapter; remove obstacles and resolve conflicts for the Board Members and Chapter
- Implement effective and efficient Board policies, procedures, roles, and structures; ensure programs and services are implemented
- Encourage Board Members to participate in meetings and activities
- Keep the Board's discussion on topic by summarizing issues and Board's activities focused on chapter mission and strategy
- Manage performance of the collective/individual Board Members and hold all board members accountable for their tasks and deliverables
- Recognize Board Members' contributions to the Board's work
- Work with Finance to create the annual Budget with input from the board of directors for all areas of Chapter operations
- Periodically review Chapter Financial Reports
- Act as one of the signing officers for disbursements checks and other official documents

## Duties of Secretary

- Orient the new Secretary
- Chair Board meetings in the absence of the President
- Represent Treasurer when absent from Board meetings
- Sign official documents of the Chapter as required
- Maintain Bylaws for the Chapter
- Maintain the Policy Procedures Manual for the Chapter
- Maintain Board contact information for the Chapter
- Maintain Committee Member contact information for the Chapter
- Gather Board Meeting topics and information, create and distribute Board Meeting Agendas
- Notify Board Members of meetings
- Record Board attendance and ensure there is a quorum at meetings
- Record official meeting minutes to include all motions and decisions of meetings
- Distribute copies of minutes promptly to board members for review
- Record all corrections to meeting minutes and sign to attest to their accuracy
- Record and maintain records of all Business Meetings of the Chapter and meetings of the Board of Directors
- Stores and maintains official master documents on Chapter's shared central repository
- Conduct and maintain all Board correspondence including receiving, reading, distributing as needed
- Ensure that the following organizational records are permanently maintained and open for inspection and copying by members of the Chapter's Board of Directors, and Chapter Members may also inspect and copy 1 through 5:
  1. Minutes of all meetings of Directors and Committees of the Board
  2. Accurate records of account, including accounts of its transactions, assets, liabilities, receipts, disbursements, gains and losses, and audited financial statements
  3. Copies of all state and federal tax returns that have been filed, along with supporting records, files and financial statements related to tax audits, and the Chapter's federal § 501(c)(6) tax exemption application, determination letters, and related correspondence
  4. Copies of the corporation's Articles of Incorporation and related amendments, Bylaws as amended to date, and an alphabetized, updated membership list
  5. A list of the names and business addresses of its current Directors and Officers, copies of the annual reports filed with the Secretary of State as required by law
  6. Records of intellectual property belonging to the Chapter, such as copyright and trademark registrations and samples of protected works

## Duties of Treasurer

- Orient the new Treasurer
- Present Chapter business to the membership of the Chapter as needed in the absence of the President
- Report finances to the Board of Directors at all Board meetings and Annual General Meeting (AGM)
- Report finances to the Chapter membership as requested
- Prepare and file all required financial reports, tax returns, reports and audits in accordance with governing law of the Country/State/County legislation specific to the location of the Chapter, the Chapter Bylaws and the IIBA® Bylaws
- Establish Spending/Reimbursement Guidelines for the Chapter and Board Members; administer expense accounts; keep complete and accurate accounts of all Chapter receipts and disbursements
- Act as signing officer with the President for checks and other disbursement documents
- Receive and bank all monies due to the Chapter
- Store and maintain all financial records, reports and official chapter documents on the Chapter's shared central repository
- Collect and provide receipts for Chapter membership dues and individual meeting dues
- Manage third party merchant accounts
- Finalize accounting matters for each event and provide a Post Event Report to include amounts spent and earned
- Prepare and provide all necessary financial and accounting information for performance of the independent audit
- Initiate yearly meetings with the Board of Directors for creation of the Chapter's Annual Budget
- File the annual report summarizing the Chapter's financials, programs, activities, and operations with the IIBA® as prescribed in the Chapter's Affiliation Agreement
- Provide to IIBA® copy of the documents of incorporation, maintain all records related to the Chapter's corporate and tax-exempt status and forward to IIBA® copies of corporate and tax-exempt status when requested
- Meet Legislative Responsibilities
  - Manage Bookkeeping including an internal control system
  - Maintain exclusive bank account with 3 signatures
  - Reconcile of cash flow and financial records
  - Create an annual fiscal budget, present budget to Board Members quarterly or upon demand
  - Manage Financial Statements including Income Statement, Balance Sheet, Statement of Change in Financial Position
  - Manage audits completed by third party at least once a year
  - Manage Governmental Reporting (i.e., Tax Returns) specific to the geographic location of the Chapter
  - Ensure compliance with local and corporate fiduciary responsibilities
- Meet Chapter Bylaw Responsibilities
  - Present Financial Statements at the Chapter Annual General Meeting
  - Ensure financial books are up to date and available for inspection by any Chapter Member in good standing
  - Create and maintain an annual budget
  - Disburse all monies as directed by the Board
  - Manage the day-to-day financial affairs of the Board/Chapter



## Duties for the Vice President of Technology

- Orient the new VP of Technology
- Liaison to IIBA® Global on all things related to Technology; attend any IIBA® Global Chapter technology meetings and webinars offered to local chapters and Plan /Monitor Technology Deployments with Chapter Members as needed
- Identify business needs of the Chapter that can be met by technology
- Constantly research new technologies that may assist to further the Chapter's programs and outreach
- Oversee all technology issues for the chapter to include providing technical support for all Chapter Meetings/Events
- Create and maintain webmaster form/template to update the Chapter website in an organized and orderly fashion; direct and oversee website management for consistency and standardization; ensure information is refreshed and current; apply best practices for website optimization and work with each Board Member to review and update their perspective parts of the Website, Newsletter, emails, etc.
- Provide a technology update to Board of Directors monthly during Board of Director monthly meetings
- Develop and implement a Technology strategy and roadmap for the Chapter
- Develop and adhere to technology related policies, such as privacy policies and user login to the Chapter website
- Provide oversight to technology volunteers, such as the webmasters, or approved contracted technology personnel
- Work closely with the Board of Directors to support the Strategic and Business Plans of the Chapter and ensure the Chapter's technology infrastructure is supporting both short-term and long-term objectives for delivering value to members
- Oversee IIBA® Chapter Portal
- Update IIBA® Global Website Events Calendar for all Chapter Program Events

## Duties for the Vice President of Professional Development

- Orient the new VP of Professional Development
- Liaison to IIBA® Global on all things related to Programs; attend IIBA® Global Meetings/Events related to all areas of Education and update the board on any new developments
- Make Program/Educational announcements at Chapter meetings, events, and conferences
- Stay up to date on business analysis industry trends to identify new offerings, services, and programs of value to Chapter Members and the BA Community
- Develop and maintain the Annual Chapter Events Program Calendar/Plan to include recommended topics and speakers that supports the Strategic and Business Plans of the Chapter for approval of the Board
- Make appointments, with the approval of the Board of Directors, to the volunteer leadership position(s) in the area of Events, i.e., Director of Events, Event Services Committee Chair, etc. for the purpose of the following:
  - Execute the Annual Chapter Events Program Calendar/Plan
  - Maintain a Perspective Speaker List and make List available on Chapter's shared central repository
  - Maintain current list of potential venues and suppliers suitable for Chapter events and make List available on Chapter's shared central repository
  - Secure speakers/venues for all chapter program events and coordinate all logistics surrounding those events
  - Provide documentation of all chapter program event expenses for submission to Treasurer
  - Create and lead a committee of event volunteers to include maintaining a list of related tasks/activities needed before, during and after each event and stored on the Chapter's shared central repository
  - Provide promotional material to Marketing and Technology in advance for adequate marketing and posting to Website Calendar and IIBA® Website Event Calendar
  - Document and maintain the details of each Chapter Event in the Chapter's shared central repository
- Make appointments, with the approval of the Board of Directors, to the volunteer leadership position(s) in the area of Certification, i.e., Director of Certification, Certification Study Group Committee Chair, etc. for the purpose of the following:
  - Promote and maintain the IIBA® Certification Program to the Chapter Members and the BA Community; develop and provide opportunities to become IIBA® certified and recertified; register chapter events for PD/CDUs
  - Plan, schedule, communicate and improve BA Study Group Programs at the demand of Chapter Members and the BA Community
  - Own the Chapter meeting/event check-in process for Members, Non-members, Board and Sponsors; maintain list of attendance for tracking of certification/recertification processes to be made available on the Chapter's shared central repository
- Develop and maintain the Annual Chapter Mentorship Program that supports the Strategic and Business Plans of the Chapter for approval of the Board
- Make appointments, with the approval of the Board of Directors, to the volunteer leadership position(s) in the area of Mentorship, i.e., Director of Mentorship, etc. for the purpose of the following:
  - Execute the Annual Chapter Mentorship Program
  - Identify Mentoring opportunities for both BA Career Development and Chapter Leadership Volunteer growth
  - Connect Mentees and Mentors and continuously track progress and identify improvements

## Duties for the Vice President of Marketing and Communication

- Orient the new VP of Marketing
- Liaison to IIBA® Global on all things related to Marketing; collaborate to identify new target markets and increase the number of local IIBA® Corporate Members
- Develop, maintain, and execute the Annual Marketing and Communications Plan that includes an integrated communications strategy to support the Strategic and Business Plans of the Chapter for approval of the Board
- Conduct regular market analysis/relevant industry research to identify potential targets for corporate outreach and marketing/communications best practices; and provide periodic updates to the board
- Liaison with Chapter affiliates (partners, advertisers, other associations, etc.) for cross marketing opportunities and represent Chapter at affiliate events
- Collaborate with VP of Sponsorship to identify potential corporate Sponsors for both Chapter and Events
- Maintain various contact/distributions lists to be used for all Chapter communications and make available on the Chapter's shared central repository
- Maintain the overall Branding Standards for the Chapter in accordance with the IIBA® Corporate Identity Standards and Trademarks Manual; ensure that all templates (Emails, Newsletter, Event Flyers, etc.) and presentations used for Chapter communications are updated based on these standards
- Create and print Chapter business cards, posters, etc.
- Create or acquire local conference/event marketing materials including banners, brochures, and giveaway, etc. and assure delivery/distribution at each conference/Chapter Event
- Maintain the Chapter's website for all social media account promotional information; identify any new publications/social media avenues to promote the Chapter
- Promote Chapter programs to the local business community(ies) in an efficient and timely manner for each scheduled Chapter meeting/event (social media, etc.) as identified in the Communication Plan
- Process Email Campaigns for all Chapter Meeting/Event notifications and reminders as prescribed in the detailed meeting/event plan; update applicable mailing lists as needed
- Coordinate needed photographer for Chapter meeting/event
- Create, with input from Board, PowerPoint rolling marquee to be used during Chapter meeting/event; manage during the meeting/event
- Publish a Chapter Newsletter to include delivery channels, sources of content and layout for approval of the Board of Directors
- Make appointments, with the approval of the Board of Directors, to the volunteer leadership position(s) in the area of Community Outreach, i.e., Director of Community Outreach, etc. for the purpose of reaching out to the community(ies) to raise awareness of the chapter's programs and organizing volunteering activities to give back to the community(ies)

## Duties for the Vice President of Membership

- Orient the new VP of Membership
- Liaison to IIBA® Global on all things related to Membership
- Develop, maintain, and execute the Annual Chapter Membership Plan that includes recommended policy for annual membership dues/benefits and plan for increasing/retaining Membership to support the Strategic and Business Plans of the Chapter for approval of the Board
- Develop and deliver value-added Chapter Member Services; provide services and answer questions for chapter members; handle all communications pertaining to membership for the Chapter; regular liaison with current, prospective, and expired Members
- Develop, maintain, and provide content for Members Only section of Chapter website to increase value to Chapter Members
- Develop and maintain the Chapter's Membership List/Profile utilizing the IIBA® Global Chapter Partner Portal and provide a current report on the Chapter's shared central repository
- Collaborate with VP Marketing & Communications for (weekly/monthly) updates to the Membership database that affect Contact List/System (General Mailing List)
- Process New Chapter Member requests (from Event Registration and Website) and perform needed review to assure Member in Good Standing/Payment of Membership Dues before adding to Chapter Roster
- Send Welcome Emails to new Members and assure they are registered on the Chapter Website to receive Member Only Content
- Monitor Chapter Membership list for expiration of IIBA® Global Membership/Chapter Membership Renewal and communicate status with Members as needed
- Send "Please consider membership" email to new attendees one week following meeting/event
- Administer periodic member satisfaction surveys to members and report improvement opportunities to the Board of Directors
- Champion Member-related events such as the Volunteer appreciation, Chapter Member and Open House events; ensure details are published in adequate advance of event

## Duties for the Vice President of Sponsorship

- Orient the new VP of Sponsorship
- Liaison to IIBA® Global on all things related to Sponsorship
- Develop, maintain, and execute the Annual Chapter Sponsorship Plan that benefits both Sponsors and the Chapter to support the Strategic and Business Plans of the Chapter for approval of the Board
- Aligns annual Sponsorship goals with annual Chapter needs; monitors those goals and provides report to Board of Directors on achievements
- Develop and maintain a prospect Contact List/Profile for current, potential, and past Sponsors to include how and when approached, results of each interaction with organizations and individuals, and when they were engaged with the Chapter; and make available on the Chapter's shared central repository
- Develop and maintain the Chapter Sponsorship package, with input from the Board of Directors, which provides benefit opportunities for all levels of Sponsor Relationships
- Maintain print and digital assets of Chapter Sponsors
- Solicits feedback from other Board Members, volunteers, and Chapter members, for sources of new Sponsors
- Build relationships with organizations who may benefit from sponsoring the Chapter; elicit goals of potential Sponsors and align Sponsor benefits to those goals
- Communicate regularly with Sponsors; connect Sponsors with other Board Members identifying opportunities to activate benefits (Newsletter postings, event speakers, recognition, complimentary memberships/registrations); escalate unresolved Sponsor concerns
- Provides mid-term and end-of-term reports to Sponsors on the activities, benefits, and results of their sponsorship to include periodic satisfaction surveys
- Provides Treasurer with invoicing details for Sponsors and follow up on overdue invoices as needed
- Arrange for sustainable financial and in-kind support for Chapter events/activities
- Send thank you to applicable meeting/event sponsors within 1 week of engagement

## Version Control

Version 10/26/17	Initial Version	
Version May 22, 2018 Ratified June 1, 2018 by Voting Membership	Revision of Bylaws after Chapter Incorporation to include changes to the Board of Directors and associated Job Descriptions	Lianne Watford, President
Version July 10, 2019 Amended July 24, 2019 by Voting Membership	Revision of Bylaws to reflect Changes to Board Structure	Sandra Strenk, Secretary
Version July 24, 2019 No Amendment Needed	Updates to Appendix 1	Sandra Strenk, Secretary
Version April 29, 2020 Amended May 13, 2020 by Voting Membership	Revision of Bylaws to clarify Election Process	Sandra Strenk, Secretary
Version May 4, 2021 Amended June 29, 2021 by Voting Membership	Revision of Bylaws related to Harmonization and Chapter Standards/Affiliation Agreement	Sandra Strenk, Secretary