**Bylaws**

**Chapter Name Chapter of Credit Unions**

**In Partnership with the GoWest Credit Union Association**

**PREAMBLE**

The credit union movement is composed of credit unions that are motivated by the same principles and perform the same service under whatever law they may be organized. To promote the credit union movement and to ensure efficient operation, credit unions are united through regional, national, and international communities and trade associations.

This Chapter is an integral part of the credit union movement, as so organized. Recognizing the value of cooperative effort, of mutual instruction, and of social contact, this Chapter is established to make possible more efficient coordination of these elements.

**ARTICLE I -- NAME AND PURPOSE**

Section 1.

The name of this Chapter shall be the Chapter Name Chapter of Credit Unions.

Section 2.

It shall operate within such geographical boundaries as determined by its member organizations.

Section 3.

It is the purpose of this Chapter to promote cooperation among credit unions within the chapter area; to promote the organization and philosophy of credit unions in said area; to promote Association membership; to promote leadership development; sponsor educational programs; to promote advocacy and public awareness initiatives; and to do all things consistent with proper credit union development.

**ARTICLE II -- MEMBERSHIP**

Section 1.

**Eligibility.** Any credit union located [list counties or other geographic boundaries], whether organized under state or federal laws shall be eligible for membership in this Chapter. [This is the Chapter’s opportunity to specify which credit unions will be part of the chapter. It could include credit unions headquartered in these counties, credit unions with a branch presence, staff working remotely in the region, etc.]

Section 2.

**Classes of Membership**. There shall be three classes of membership whose rights and privileges as well as their qualifications for membership, shall be as follows:

1. **Active Members.** Any credit union with its main office located within the area defined in Section 1 of this Article, and who has paid dues to the Chapter pursuant to Article IX,Section 1, of these Bylaws*,* shall be active members of this Chapter with full voting power and the power to hold office. Each such credit union represented shall be entitled to [insert number of votes] at the chapter level.
2. **Associate Members.** All branch offices of an affiliated credit union or branch offices of an out-of-state credit union, and which branch offices are located within the Chapter boundaries, and which branch offices have paid dues to the Chapter pursuant to Article IX, Section 1, of these Bylaws, shall be eligible for associate membership and, if accepted into membership, be entitled to all the privileges of an active chapter member.
3. **Honorary Members**. Honorary members may be admitted to this chapter by a majority vote of the board of directors and be entitled to all the privileges of an active member, except that they shall not have the power to vote or hold office.
4. **Attendance**. All employees and volunteers of member credit unions may attend chapter meetings. [List any restriction or additions]

**ARTICLE III -- REPRESENTATION**

Section 1.

**Chapter Delegates**. Each member credit union shall be entitled to [choose #] voting delegates provided, however, that a credit union having several service facilities (branch offices) in a particular chapter shall be entitled to only two voting delegates representing all branches within that chapter. A delegate may represent no more than one credit union. Only voting delegates may vote on any matter requiring the vote of the members.

Section 2.

**Removal of Director.** By majority vote the chapter board may suspend until the next meeting of the members any chapter director. In the event of any such suspension, the chapter board shall call a special meeting of the members to act on said suspension which meeting shall be held not fewer than 7 nor more than 14 days after such suspension. The President of the chapter board shall preside over the meeting unless the members select another person to act as chairman.

**ARTICLE IV – MEETINGS**

Section 1.

The number, as well as the time and place of meetings, shall be determined by the Board of Directors, provided that not less than four meetings per year shall be held.

Section 2.

The annual meeting of this Chapter shall be held at a time and place as determined by the Board of Directors.

Section 3.

The President, or a majority of the Board of Directors, may call special meetings.

Section 4.

The Secretary shall give notice in writing of all meetings at least seven days in advance. Said notice shall contain a brief description of the program or other subject matter of the meeting. Notice shall be given to all member credit unions and other such persons as the Board of Directors may direct.

Section 5.

A majority of the member credit unions present at any meeting shall constitute a quorum.

**ARTICLE V – CHAPTER MANAGEMENT – BOARD OF DIRECTORS**

Section 1.

This Chapter shall be managed by a Board of Directors, consisting of [#] members, elected by the voting delegates at the annual meeting of this Chapter for a term of two years,who shall serve until their successors are elected and qualified*.* Terms are to be staggered. (i.e. - X positions filled one year, Y positions the next.)

Section 2.

The Board of Directors shall have control of the affairs, funds and records of the Chapter.

Section 3.

At its first meeting following the annual meeting of this Chapter, the Board of Directors shall elect from their own number a President, a Vice President, a Secretary, a Treasurer, and Directors. The Secretary and Treasurer may be the same individual. They shall serve for terms of one year or until their successors are elected.

Section 4.

A majority of the Board of Directors shall constitute a quorum.

Section 5.

The Board of Directors shall fill vacancies in the Board, through appointment, until successors are elected at the next annual meeting of this Chapter.

Section 6.

If a board member misses three consecutive meetings without being excused for cause or fails to perform his duties as a Director, his office may be declared vacant by a majority of the Board of Directors and the vacancy filled by the Board of Directors.

**ARTICLE VI -- ELECTIONS**

Section 1.

At least forty-five days prior to the annual meeting of this Chapter, the President shall appoint a Nominating Committee consisting of three members, no two of which shall be from the same credit union.

Section 2.

The duties of the Nominating Committee shall be to select a minimum of one nominee for each vacancy on the chapter board.

Section 3.

Eligible delegates shall be determined as follows:

1. Only chapter delegates (or alternate chapter delegates) certified by a member credit union are eligible to vote or to run for elective office on the chapter level.
2. Member delegates (or alternate member delegates) de-certified by the credit union which originally certified them, must relinquish voting rights and elective/appointive office within ten days of official notice of de-certification to the Secretary of the Chapter Name Chapter; unless, the delegate (or alternate delegate) has been certified as a delegate (or alternate delegate) by another active Chapter credit union.
3. Chapter Name Chapter of Credit Unions certifying or de-certifying delegates (or alternate delegates) must do so on a form approved by the Chapter Name Chapter Board. Such notices shall be presented to the Secretary of the Chapter Name Chapter to be effective.

Section 4.

The Nominating Committee shall meet after being appointed, and minutes of that meeting and the nominations must be submitted to the Secretary of the Chapter Board at least twenty days prior to the annual meeting of this Chapter.

Section 5.

The Chapter Secretary shall give written notice of the nominees to each credit union delegate of record at least seven days prior to the annual meeting of this Chapter.

Section 6.

Delegates must provide proper voting or directors credentials on a form approved by the Chapter Board. There shall be no proxy voting, except that a credit union may empower a single delegate to cast both of the votes of said credit union. Directors shall be determined by plurality vote. The election shall take place at the annual meeting of the Chapter by such proper balloting as may be prescribed by the Chapter Board. There shall be no nominations from the floor.

**ARTICLE VII -- OFFICERS AND THEIR DUTIES**

Section 1.

The officers of this Chapter shall be:

1. President
2. Vice President
3. Secretary
4. Treasurer [The Chapter may consider designating one person to fill multiple roles on the Board such as Secretary/Treasurer]
5. Director

Section 2.

The President shall:

1. Preside at all meetings of this Chapter except as herein provided.
2. Appoint all standing committees and such other committees as may be deemed necessary, subject to the approval of the Chapter Board.
3. Serve as an ex-officio member of all committees except the Nominating Committee.
4. Manage the affairs of this Chapter in the way and manner directed by the Chapter Board and consistent with these Bylaws.

Section 3.

The Vice President next in order of succession shall:

1. Preside at all meetings in the absence of the President.
2. Perform all other duties of the President in his or her absence.

Section 4.

The Secretary shall:

1. Keep accurate minutes of all meetings of this Chapter.
2. Issue notices of all meetings as prescribed in these Bylaws.
3. Perform other duties customarily pertaining to the office of Secretary.

Section 5.

The Treasurer shall:

1. Be the custodian of chapter funds and keep a complete set of books recording, in detail, the financial transactions of this Chapter.
2. If collecting dues, send statements of dues to member credit unions at an agreed-upon time each year.
3. Receive and deposit all funds.
4. Pay all obligations authorized by this Chapter Board of Directors.
5. Submit financial reports at each regular meeting of this Chapter Board and of this Chapter.

Section 6.

A Director shall:

1. Serve on committees as appointed by the President.
2. Participate in Chapter Meetings.

**ARTICLE VIII -- COMMITTEES AND THEIR DUTIES**

Section 1.

The President shall appoint standing committees subject to the approval of the Chapter Board. [Determine which Standing Committees you would like to include. Standing Committees may include: Leadership Development, Education, Advocacy, Philosophy in Action, Nominating.]

Section 2.

Special committees may be appointed by the President, subject to the approval of the Chapter Board, when deemed necessary and shall serve for one year or until reappointed or replaced.

Section 3.

Committee members may be appointed from the membership at large.

Section 4.

The Education Committee shall:

1. Be alert to the constant educational needs of credit union officials, staff and members in matters affecting successful credit union operation and the credit union movement and plan programs to meet those needs.
2. Coordinate chapter programs with the Association and other Chapters.

Section 5.

The Advocacy Committee shall:

1. Identify legislative goals of members.
2. Coordinate legislative goals with appropriate trade associations.
3. Coordinate campaigns whenever called to action by the Chapter Board.
4. Support PAC fundraising efforts.
5. Promote the development and training of advocacy leaders within the credit union industry.

Section 6.

The Philosophy in Action Committee shall:

1. Help plan and coordinate cooperative projects; e.g., advertising campaigns, community relations projects, social functions, etc.
2. Coordinate activities with the Chapter Board.
3. Support promotion of good news stories and press releases in the media and trade association publications.
4. Support and participate in award programs.

Section 7.

The Nominating Committee shall:

1. Select at least one nominee for each vacancy on the Chapter Board.
2. Conduct the election portion of the Annual Meeting.

Section 8.

The Leadership Development Committee shall:

1. Support or create programs aimed at developing future credit union leaders.
2. Promotion and participation in community projects, local Chambers of Commerce, Rotary Groups, etc.
3. Work with the Education Committee to identify needs in building Credit Union leaders and support/provide education programs.

**ARTICLE IX -- FINANCES**

Section 1.

[Determine the funding mechanism for the Chapter and detail in this section.]

Section 2.

The fiscal year of the Chapter shall be [detail the time frame here.]

**ARTICLE X -- PARLIAMENTARY AUTHORITY**

Section 1.

In all matters not covered by these bylaws or the Standing Rules of this Chapter, Robert's Rules of Order Revised shall apply.

**ARTICLE XI -- AMENDMENTS**

Section 1.

These Bylaws may be amended by majority vote of the Chapter board of Directors at any regular or special board meeting called for that purpose.