

# UTAH ASSOCIATION OF PUBLIC TREASURERS

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# UTAH ASSOCIATION OF PUBLIC TREASURERS

## BYLAWS

### Article I – Name

- Section 1. The name of the Association shall be UTAH ASSOCIATION OF PUBLIC TREASURERS.
- Section 2. The principal office of the Association shall be the office of the ~~Senior Executive Director~~ President of the Association. The Association may have such other offices as may from time to time be designated by the Board of Directors.

### Article II – Objectives

The Objectives of this Association shall be:

- Section 1. To promote the education of its members.
- Section 2. To maintain high standards of efficiency.
- Section 3. To improve treasury management of public funds.
- Section 4. To promote improved services and relations with allied institutions.

### Article III – Membership

- Section 1. Active Members. Public Agencies whose representatives may be duly appointed treasurers, or other officers charged with the performance or supervision of one or more of the following treasury responsibilities: collection, receipt, tabulation, custody, deposit, investment or disbursement of public funds shall be eligible for active membership in the association, and upon payment of dues shall be a member in good standing and entitled to all rights, privileges, and responsibilities ordered by these bylaws.
- Section 2. Associate Members. Individuals representing institutions whose operation is closely allied with or otherwise interested in the functions of the office of the treasurer shall be eligible for associate membership in this association. Associate members shall have no vote in the affairs of the association.

- Section 3. Sustaining Members. Former active members of the association shall upon payment of dues, be entitled to be sustaining members of the association. Sustaining members shall have no vote in the affairs of the association.
- Section 4. Honorary Members. Honorary members shall be recommended to the membership in conference meetings, by the Board of Directors and approved by a two-thirds vote of the attending members. Honorary members shall have no vote in the affairs of the association.
- Section 5. Voting. Each active member in good standing shall have one vote in the affairs of the association. No proxy votes shall be allowed.
- Section 6. Dues. The annual membership fees for each active member, each associate member, and each sustaining member, shall be set by action of the Board of Directors and shall be payable in advance for the fiscal year July 1 – June 30. (See fee schedule for membership fee amount.) Non-payment for one year shall constitute forfeiture of membership.
- Section 7. Memberships Non-Transferable. Memberships will remain with the individual.

#### **Article IV – Officers of the Association**

- Section 1. The elective officers of this association shall be a President, President–Elect, Vice President, Secretary and Treasurer. At each Annual Meeting the President–Elect shall assume the Presidency and there shall be elected by the membership a President–Elect, Vice President, Secretary, and Treasurer.
- Section 2. Term. Each elective officer shall take office at the annual conference and shall serve for a term of one (1) year and until his/her successor is elected and installed.
- Section 3. Limit of term. No officer shall serve more than two (2) full terms in any one (1) of the elective offices. No member shall hold two (2) elective offices at the same time.
- Section 4. Vacancies.  
(a) Should the President not complete his/her term of office, the President–elect shall succeed to the office of President. When the President–elect assumes the presidency, he/she shall complete the

current term and if he/she so desires shall have the privilege of serving his/her term.

(b) When the office of President–elect, Vice President, Secretary, Treasurer or an elected Director becomes vacant, due to resignation or removal, the President may appoint an interim replacement from the current board members; with the approval of the Board. This replacement shall serve until the next annual conference.

(c) If the Board of Directors appoint the President–elect, he/she will only serve in that office until the next election, and then must run for election.

Section 5. The President shall be the principal elective officer of the Association. He /She shall preside at meetings of the association and of the Board of Directors and shall be a member ex – officio, with the right to vote on all committees except the Nominating Committee. He/She shall also, at the annual meeting of the Association and at such other times as he/she shall deem proper, communicate to the Association or to the Board of Directors such matters to promote the welfare and increase the usefulness of the Association, and shall perform such other duties as are necessarily incident to the office of President or as may be prescribed by the Board of Directors.

Section 6. The President–elect will be delegated by the President to perform his/her duties in the event of the President’s temporary disability or absence from meetings. The President-elect shall have the responsibility of soliciting memberships as new Treasurers are appointed and documenting speaker contracts for conferences. Additionally, the President-elect shall have such duties as the President or the Board of Directors may assign.

Section 7. The Vice President will be delegated by the President–elect to perform his/her duties in the event of the President–elect’s temporary disability or absence from meetings, be responsible for sponsorship solicitation and shall have such other duties as the President or the Board of Directors shall assign.

Section 8. It shall be the Secretary’s duty to give notice of, and attend all meetings of the Association; to keep a record of all proceedings; maintain and update the bylaws; to attest documents and perform such other duties as are usual for such official or as may be duly assigned to him/her by the President.

Section 9. The Treasurer shall monitor the Association's financial transactions to require compliance with procedures for the receipt, disbursement and keeping of association funds and records and investments in connection therewith. He / She shall make financial reports as requested by the President. He / She shall present the annual financial statements to the Board of Directors and to the general membership for acceptance. The Treasurer shall be responsible to file the necessary annual tax documents and reports.

### Article V – Meetings

Section 1. Annual Meeting. There shall be an annual meeting of the Association in the Spring, unless otherwise ordered by the Board of Directors, for election of members of the Board of Directors, for receiving the annual reports, and the transaction of other business. Notice of such meeting, signed by the secretary, shall be mailed or e-mailed to the last recorded address of each member not less than thirty (30) nor more than fifty (50) days before the time appointed for the meeting. Such notice shall state place, date and time of the meetings, as fixed by resolution of the Board of Directors, and information on the subject or subjects to be considered.

~~Section 2.~~ Institute / Academy. This Conference shall be held at a time and place designated by the Board of Directors, typically in the fall; and shall be designed specifically for educational programs pertaining to the profession. This conference will meet the APTUSC established education standards to provide members the opportunity to receive credit points toward certification as a Certified Public Finance Administrator (CPFA.)

~~Section 2.~~

~~Section 3.~~

Special Meetings. Special meetings of the Association may be called by the President or by a majority of the Board of Directors, or shall be called by the President upon written request of 5% or more of the active members of the Association. Notice of any special meeting shall be mailed or e-mailed to each member at his/her last recorded address at least ~~sixty (60)~~ thirty (30) days in advance, with a statement of the date, time and place and information as to the subject or subjects to be considered. No other business shall be transacted except as set forth in the call.

~~Section 3.~~

~~Section 4.~~

Quorum. A majority of the active members present and voting at the annual business meeting of the Association shall constitute a quorum.

## Article VI – Board of Directors

- Section 1. General. The Board of Directors shall have supervision, control and direction of the affairs of the Association, shall determine its policies or changes therein within the limits of the bylaws and shall actively pursue its objectives and shall have discretion in the disbursement of its funds. It may adopt rules and regulations for the conduct of its business as shall be deemed advisable, and may, in the execution of the powers granted, appoint as it may consider necessary.
- Section 2. Composition. The Board of Directors shall be composed of President, President–elect, Vice President, Secretary, Treasurer; four (4) Directors and the Immediate Past President, two (2) Co – Executive Directors, ~~and the Education Director, two (2) Co-Education Directors~~ and a Technology Director. All members of the Board of Directors must be Active Members of the Association. No officer shall hold office after ceasing to serve in a treasury responsibility.
- Section 3. Number. Four (4) Directors. Directors will serve for a term of two (2) years, with two (2) director’s terms expiring each year. Directors shall, upon election, immediately enter upon their performance of their duties and shall continue in office until their successors shall be duly elected and qualified or unless they resign, are removed, or are otherwise unable to fulfill an unexpired term.
- Section 4. Meetings. The Spring Conference shall be held at such specific time and place as approved by the Board of Directors. The Fall Conference shall be held at such specific time and place as approved by the Board of Directors, usually during the annual meeting of the Utah League of Cities and Towns. An Academy / Institute shall also be held annually, usually in the fall, to provide educational opportunities pertaining to the profession.
- Section 5. Quorum. At regular meetings of the Board of Directors, a majority of the elected officers and directors and the immediate past president, shall constitute a quorum which is necessary to conduct official business.
- Section 6. Absence. Any member of the Board of Directors unable to attend a meeting shall, in a letter addressed to the President, state the reason for his/her absence. If a Director is absent from two (2) consecutive meetings for reasons, which the Board of Directors has failed to declare to be sufficient, his/her resignation shall be deemed to have been tendered and accepted.

Section 7. Resignation or Removal. Any Officer or Director may resign at any time by giving written notice to the President. Such resignation shall take effect at the time specified therein, or if no time is specified, at the time of acceptance thereof as determined by President. Any Officer or Director may be removed, for cause, by a vote of a majority of the active members at a special or regular meeting of the Association. There shall be only one vote per entity. With the resignation or removal of any Officer or Director, the President may appoint an interim replacement; with the approval of the Board. This replacement shall serve until the next annual conference.

Section 8. Executive Directors. Subject to the approval of the Board of Directors, the two (2) Executive Directors shall be appointed by the President. The Executive Directors shall have a desire to promote the advancement and welfare of the Association, and such other abilities as deemed necessary to perform such duties as required by the Board of Directors. Each Executive Director must be a Past – President of the Association. Each Director will serve for a four (4) year term and the appointment will be staggered in order to guarantee continuity in the Association.

The Executive Directors shall be charged with the general administration of the affairs of the Association, subject to the bylaws and such regulations and policies as may be adopted by the Board of Directors; and to keep communications with the Officers and Directors, particularly with the Treasurer regarding the receipt and disbursement of Association funds.

Shall serve as editor of the Association newsletter; shall be responsible for promotion of the membership enrollment, and for the promotion of attendance at the conferences.

Shall serve as a member of the Board of Director’s without a vote; and shall carry out such other assignments as directed by the President and the Board of Directors. All plaques, ribbons, and Certificates of Appreciation shall be the duty of the Executive Directors.

Section 9. Co-Education Directors. ~~An Education Director and a~~ Two (2) Co-Education Directors shall be appointed by the President, approved by the Board of Directors and shall each serve for a term of four (4) years. Each Co-Education Director must be a Past-President of the Association. The appointments shall be staggered to ensure continuity in the Association. The Directors shall keep the Association informed on Certification requirements and promote all treasurers to become Certified Public Finance Administrators. The Education Directors will contact an

accredited College or University, as approved by the Association of Public Treasurers of the United States and Canada and arrange for and administer the Certification Schooling on a yearly basis.

- Section 10. Technology Director. A Technology Director shall be appointed by the President, approved by the Board of Directors and shall serve for a term of four (4) years. The Technology Director shall have a working knowledge of website design, Facebook and other internet based information. The Technology Director shall maintain and update the UAPT website, making sure all domain registrations are renewed and up to date, and update the UAPT Facebook page. The Technology Director shall also offer support with surveys, mass informational emails, Treasurer to Treasurer questions, etc.
- Section 11. Indemnification. The Association may, by resolution of the Board of Directors, provide for indemnification by the Association of any and all of its Directors or Officers or former Directors or Officers and staff against expenses actually and necessarily incurred by them in connection with the defense of any action, suit, or proceeding, in which they or any of them are made parties, or a party, by reason of having been Directors, Officers, or staff of the Association, except in relation to matters as to which such Director or Officers or former Director or Officer or staff member shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty and to such matters as shall be settled by agreement predicated on the existence of such liability for negligence of misconduct.
- Section 12. Written Vote. Whenever, in the judgment of the Board of Directors, any question that shall arise which the Board of Directors believes should be put to vote of the active membership and when it deems it inexpedient to call a special meeting for such purpose, the Board of Directors may, unless otherwise required by these bylaws, submit such matter to the membership in writing by mail or e-mail for vote and decision, and the question thus presented shall be determined according to a majority of the votes received by mail or e-mail within thirty (30) days after such submission to the membership. Any and all action taken in pursuance of a majority written vote in each such case shall be binding upon the Association in the same manner as would be action at a duly called meeting.
- Section 13. Endorsements. No individual member or group of members representing the Association shall have the authority to endorse or to recommend any product or service or person in the name of the Association without the written consent of the Board of Directors.

- Section 14. Action by Written Consent. Any action taken by the Board of Directors not in regular session shall be by majority vote.
- Section 15. Seal. The Association shall have a seal of such design as the Board of Directors may adopt.
- Section 16. National Conference. The Association may provide financial assistance to the President for attendance at the National Conference, as needed, up to four nights lodging fees at the hotel hosting the National Conference. If the President is unable to attend the conference, the President Elect may attend in his/her absence, with the approval of the majority of the Board.

Section 17 Annual Conferences. Due to the extensive amount of time that is donated by the Board of Directors to the Association; registration to attend the Annual Conference will be paid for all members of the Board of Directors.

#### **Article VII – Committees**

- Section 1. General. The President, subject to the approval of the Board of Directors, shall annually appoint such standing committee chairs, as may be required by the bylaws.
- Section 2. Nominating Committee. The Immediate Past – President shall automatically be the Chairperson of said committee. No member of the Board of Directors shall serve on this committee. The Immediate Past – President shall call as many as needed to handle each election.

Anyone desiring to serve in an elected office must submit a resume to the nominating committee at least two weeks prior to the Spring Conference. The nominating committee will use their discretion to reduce the number of those running for election, if the number is greater than four for each office. When there are not enough members applying to fill all of the vacant positions, the Board and the Nomination Committee Chair have the authority to recruit from the membership, persons to fill those vacancies.

- Section 3. Other Committees. The President, with the approval of the Board of Directors, may appoint other committees as the need may arise.

#### **Article VIII – Amendments**

Upon proposal by the Board of Directors these bylaws may be amended, repealed, or altered, in whole or in part, only

- (a) By a two-thirds vote of the active members present and voting at any meeting of the Association, provided, that a copy of any amendment proposed for consideration shall be made available to each member at least thirty (30) days prior to the date of the meeting, or
- (b) By approval of the active members through mail or e-mail vote in accordance with the provision of Article VI, Section 12.

#### **Article IX – Fiscal Year**

The fiscal year shall commence on the first day of July and shall end the 30<sup>th</sup> day of June, unless modified by a majority vote of the Board of Directors.

#### **Article X – Dissolution**

The Association shall use its funds only to accomplish the objectives and purposes in these bylaws, and no part of said funds shall inure, or be distributed, to the members of the Association. On dissolution of the Association, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, or philanthropic organizations to be selected by the Board of Directors.

## ATTACHMENT 1

<b>Membership fees</b>		
<b>Active Member</b>	Public Agencies whose representatives may be duly appointed treasurers, or supervision of one or more of the following treasury responsibilities: collection, receipt, tabulation, custody, deposit, investment or disbursement of public funds shall be eligible for active membership in the association, and upon payment of dues shall be a member in good standing and entitled to all rights, privileges, and responsibilities ordered by these bylaws. Each active member shall have one vote in the affairs of the association.	\$75
<b>Associate Member</b>	Individuals representing institutions whose operation is closely allied with or otherwise interested in the functions of the office of the treasurer shall be eligible for associate membership in this association. Associate members shall have no vote in the affairs of the association.	\$75
<b>Sustaining Member</b>	Sustaining Members. Former active members of the association shall upon payment of dues, be entitled to be sustaining members of the association. Sustaining members shall have no vote in the affairs of the association.	\$75
<b>Honorary Member</b>	Honorary members shall be recommended to the membership in conference meetings, by the Board of Directors and approved by a two-thirds vote of the attending members. Honorary members shall have no vote in the affairs of the association.	No charge

<b>Sponsorships</b>		
<b>Silver Sponsor</b>	Includes 1 complimentary registration and a display table	\$500
<b>Gold Sponsor</b>	Includes 2 complimentary registrations and a display table	\$1,000
<b>Platinum Sponsor</b>	Includes 3 complimentary registrations and a display table	\$1,500
<b>Diamond Sponsor</b>	Includes 4 complimentary registrations and a display table	\$2,000

## ATTACHMENT 2

### UAPT POSITION DESCRIPTIONS

#### President

- Provide direction and leadership to the UAPT organization.
- Schedule, prepare agenda and conduct UAPT Board meetings. (4 – 5 per year)
- Preside at General Meetings.
- Communicate with UAPT Board members.
- Appoint Board members to vacant positions.
- Authorize and sign letters seeking UAPT sponsorships.
- Serves on the Continuing Education UAPT Treasurer's Academy Board.

#### President – Elect

- Assist the President
- Preside when the President is absent
- Mail or send electronically, information packets to new appointed Treasurers
- Complete Speaker contracts
- Serves on the Continuing Education UAPT Treasurer's Academy Board.

#### Vice President

- Perform President-Elect duties in the event of their absence
- Sponsor solicitation

#### Secretary

- Keep minutes of all Board meetings, as well as the minutes of any committees to which the secretary is assigned, making sure all actions are duly noted.
- Keep and maintain the by-laws, amending as approved by the Board and general membership.
- Prepare and maintain the official documents of the UAPT organization.
- Keep a record of all policies approved by the Board.
- Keep all records in a safe place.
- Make sure all files are in good order.

**Treasurer**

- Prepare and maintain budget under the direction of the Board
- Maintain and balance financial accounts, including bank and PTIF accounts
- File necessary annual tax documents and reports
- Manage accounts payable and accounts receivable
- Prepare and present financial statements to the Treasurers at conferences
- Track memberships
- Track conference registrations
- Track sponsors

**Immediate Past President**

- Serve as Chairman of the nominating committee
- Assist the President and the Board as needed

**Directors**

- Assist the board as needed

**Executive Directors**

- Editor of the association newsletter
- Arrange for Annual Conference
- Responsible for promotion of membership enrollment
- Responsible for conference attendance promotion
- Responsible for ordering plaques, ribbons and certificates
- Carry out any other assignments as given by the President and Board of Directors

**Education Directors**

- Keep the Association informed as to certification requirements
- Track education points earned by members
- Promote the Certified Finance Administrator Certification
- Arrange and administer the Treasurer's Academy through an accredited University

**Technology Director**

- Maintain the UAPT Website
- Renew domain registration, as needed
- Update the UAPT Facebook Page regularly
- Provide support in other areas, as needed