North Carolina Association of Insurance Professionals

BYLAWS

Revised 11/19

Article I – Name

IAIP serves its members by providing professional education, an environment in which to build business alliances and the opportunity to make connections with people of differing career paths and levels of experience in the insurance industry. The name of this non-profit organization shall be known as the North Carolina Association of Insurance Professionals, an association affiliated with the International Association of Insurance Professionals, hereinafter referred to as NCAIP. NCAIP is a state council of IAIP.

Article II – Purpose

Section 1. To foster and promote education in matters pertaining to insurance.

Section 2. To maintain a spirit of goodwill among its members and to further the welfare and advancement of its members in their chosen work.

Section 3. To promote cordial relationships between the local associations in the state and the International Association of Insurance Professionals.

Section 4. To assist in the organization of local associations within the state.

Section 5. To further the purpose of the International Association of Insurance Professionals.

Article III – Conformity

These bylaws and standing rules shall be supplemental to IAIP bylaws and standing rules. If any amendment to IAIP bylaws or standing rules causes these bylaws to conflict with IAIP bylaws or standing rules, the North Carolina Association of Insurance Professionals bylaws and standing rules shall automatically conform to IAIP bylaws and standing rules.

Article IV – Members

Section 1. Classification

A. Active. Active membership is open to persons primarily employed or who have been previously employed at least two years in the Risk Management or Insurance Industry as defined in the membership eligibility policy of IAIP. Active members must reside in or be employed in the state of North Carolina. Active members are entitled to make recommendations and to hold both elective office and appointive office at all levels of the association.
1. Active members not belonging to a local association shall be known as “Members-at-Large.”

2. Active members who have been a member for at least 5 years and who are at least 65 years of age by 7/1 of the renewal year shall be known as “Retired Members.”

B. **Student.** Student membership is open to persons who are full-time students enrolled in a minimum of twelve (12) credit hours per term in a college or university. Student members who belong to a local association are entitled to make recommendations and to hold both elective and appointive office at all levels of the association. Student members not belonging to a local association shall be known as “Student Members-at-Large” and shall not be entitled to vote or to hold elective or appointive office in the association.

C. **Recent Graduate Membership** is open to persons who have recently graduated from college or within 2 years of graduation who are actively seeking employment within the insurance industry. Recent Graduate members who belong to a local association are entitled to make recommendations and to hold both elective and appointive offices at all levels of the association. Recent Graduate members not belonging to a local association shall be known as “Recent Graduate Members-at-Large” and shall not be entitled to vote or to hold elective or appointive office in the association.

Section 2. **Membership**

A. **Application.** Application for and renewal of membership shall be made on the official form obtained from IAIP Corporate Centre accompanied by the required amount of dues. Membership is effective upon receipt at IAIP Corporate Centre of these items. Membership year shall be July 1 through June 30 for members who joined before July 1, 2014. For those members who join after July 1, 2014, membership renewal date shall be the date they first became a member.

B. **Resignation.** Members belonging to a local association may resign from IAIP by notifying their local association and IAIP Corporate Centre in writing; Members-at-Large may resign by notifying IAIP Corporate Centre in writing.

C. **Revocation.** In the event of an uncollected indebtedness to IAIP, and/or a violation of the Code of Ethics, the membership of any member may be revoked by a two-thirds (2/3) vote of the International Board of Directors (“Board of Directors”). The same policy and procedure shall apply to NCAIP members.

D. Reinstatement of Expired Membership. An individual eligible for Active Membership who has been a member for at least three (3) years may rejoin without a lapse in membership by paying current annual dues plus a $50 reinstatement fee to IAIP. NCAIP members shall pay a $10 reinstatement fee. An individual eligible for active membership who has been a member for less than three (3) years or who does not desire reinstatement may join as a new member. A retired member whose membership lapses may rejoin by paying 125% of the annual retired member rate.
**Article V – Officers**

**Section 1.** The officers of the state association shall be: Council Director, Council Director-Elect, Secretary, and Fund Custodian.

- **A.** All officers must be active members of the state association.
- **B.** All officers must have the endorsement of their local association and/or NCAIP.
- **C.** Officers must reside in or be employed in the State of North Carolina.

**Section 2.** These officers, except the Council Director, shall be elected annually for a term of one (1) year, or until their successors are elected and assume office. No officer shall serve two (2) consecutive terms in the same office except for the office of Fund Custodian.

**Section 3.** Vacancies

- **A.** A vacancy in the office of Council Director shall be filled by the Council Director Elect who shall succeed to the office of Council Director for the remainder of the unexpired term, and then serve for the full term for which elected.

- **B.** A vacancy in the office of Council Director-Elect shall not be filled until the next annual meeting. A Council Director and a Council Director-Elect shall be elected. The duties of the vacant position, except the right to vote and succeed or assume office of Council Director, shall be assigned to other members of the Board of Directors by the Council Director.

- **C.** A vacancy in the positions of Secretary or Fund Custodian shall be filled by vote of the Board of Directors.

- **D.** Should an officer fail to perform the duties of the office or be unable to fulfill those duties, the Board of Directors, upon a two thirds (2/3) vote, may remove the officer from office. Any subsequent vacancies created shall be filled in accordance with A – C above.

- **E.** The Fund Custodian shall: 1. Be custodian of all state association funds. 2. Receive all monies and disburse funds only upon the sanction of the Board of Directors or membership. 3. Submit written reports at each meeting. 4. File any tax reports required. 5. Keep the membership records 6. Perform any additional duties assigned by the Council Director or stated in these bylaws. 7. Be the custodian of the NCAIP Annual Convention Fund account.

**Section 4.** Nominations

- **A.** The Nominating Committee shall consist of a Chairman, two members and two alternates. Candidates for chairman of the committee for the
following year will be interviewed by the nominating committee of the current year and elected by the annual meeting delegates. The two members and two alternates for the following year shall be nominated from the floor during the annual meeting, immediately following elections, and shall be elected by the annual meeting delegates. Alternates are elected to serve in the event a member is unable to fulfill his or her duty.

**B.** The Committee shall meet at the annual meeting following its election to recommend one (1) or more candidates for each office to include officers, and Chairman of the Nominating Committee. The Nominating Committee Chairman shall not have a vote.

**C.** The Committee shall receive recommendations and qualification of candidates or it may submit its nominations. Candidates shall be in physical or electronic (Telephonic) attendance at the Annual Meeting for interview by the Nominating Committee.

**D.** The Nominating Committee shall present at the first business meeting a slate of nominees who have consented to serve.

**E.** Nominations may be made from the floor provided the nominee(s) have met the qualifications and have consented to serve.

**Section 5. Elections**

**A.** The election shall be conducted as shown in the program for the annual meeting of the state association. In the event there is only one nominee for each office or position, the Secretary may be instructed to cast a unanimous ballot for the entire slate. Should there be more than one nominee for an office or position, a ballot will be used.

Should there be more than one candidate for office and the ballot vote cast by Certified delegates is a tie, each candidate will be asked a question by the NCAIP Council Director and given two minutes to respond. The delegates will caucus with their respective Associations, and the vote will be asked for again by ballot. This procedure will continue until a candidate receives the majority of votes cast.

**B.** Those elected shall assume the duties of their office on July 1st.

**Section 6. Duties of Officers.** The officers shall perform the duties prescribed by these Bylaws, the Standing Rules and the Parliamentary Authority adopted by the association.

**A.** The **Council Director** shall:

1. Preside at all meetings of the state association and the Board of Directors.
2. Appoint, with approval of the Board of Directors, all committee chairmen as required by the Bylaws.
3. Be an ex-officio member of all committees except the Nominating Committee.
4. Appoint a Parliamentarian.
5. Attend the Regional Conference, Annual NCAIP Board Meeting and the National Convention of IAIP.
6. Perform the duties as pertain to the office of Council Director.
8. Maintain the State Nominating Committee file in accordance with procedures established by the IAIP Board of Directors and contained in the Nominating Committee manual.

9. The Council Director shall visit associations within the state during the current Term subject to the following guidelines:
   i. Not to exceed the travel budget allocated for the term.
   ii. Not to exceed one (1) visit per association unless the local association extending the invitation defrays the expense for additional visits.

B. The Council Director-Elect shall:

1. Be an active aid to the Council Director.
2. Acquaint themselves with the affairs of the state association and prepare for their term as Council Director.
3. In the event of the absence or inability of the Council Director to perform their duties, the Council Director-Elect shall perform the duties of the Council Director.
5. Perform other duties as pertain to the office.
6. Have served on the Board of Directors one year prior to their election.
7. Confirm the date and site of the annual meeting, immediately following election to office, in accordance with the standing rules, and subject to the approval of the current RVP.
8. Serve as chairman of the Bylaws Committee & Membership.
9. Assist in the formation of new associations within the state.
10. Promote membership development and retention within the state.
11. Be known as the Director-Elect for the purpose of the IAIP State Council.
12. Attend the Regional Conference and the National Convention of IAIP
13. Perform any additional duties assigned by the Council Director or stated in these bylaws.

D. The Secretary shall:

1. Take the minutes of the meetings of the state association.
2. Conduct the general correspondence of the state association.
3. Give proper notice of meetings.
4. Perform any additional duties assigned by the Council Director or stated in these bylaws.

E. The Fund Custodian shall:

1. Be custodian of all state association funds.
2. Receive all monies and disburse funds only upon the sanction of the Board of Directors or membership.
3. Submit written reports at each meeting.
4. File any tax reports required.
5. Keep the membership records
6. Perform any additional duties assigned by the Council Director or stated in these bylaws.
7. Be the custodian of the NCAIP Annual Convention Fund account.

Article VI – Meetings

Section 1. The annual meeting of the state association shall be held at a time and place determined by the Board of Directors one and one-half (1-1/2) years prior to the meeting.

A. The meeting program and planning shall be at the discretion of the Council Director.

B. The registration fee for the annual meeting shall be determined by the NCAIP Annual Convention Committee with the approval of the Council Director.

Section 2. All members shall be notified of the annual meeting at least forty-five (45) days prior to the meeting.

Section 3. The voting body of the annual meeting shall be comprised of:

A. One certified delegate from each local association provided the delegate’s Credentials form has been sent to the chairman of the Credentials Committee and state and national dues have been paid. Whenever possible, the local association Council Director should not be the delegate.

B. One certified delegate from the members-at-large to be selected by the members-at-large attending the annual meeting.

C. Certified delegates at the annual meeting shall register with the Credentials Committee prior to the business session.

Section 4. Active members may make motions and take part in the discussion at the business meeting of the annual meeting, but shall not vote.

Section 5. A quorum for the transaction of business at any meeting shall be a majority of the voting delegates certified by the credentials committee.

Section 6. The official national representative shall be the IAIP Region II Regional Vice President who shall be provided time on the program to address the assembly. The Council Director Elect and RVP shall conduct a delegates briefing that is presided over by the Council Director Elect. The purpose of this briefing shall be to review any proposed amendments to IAIP bylaws and standing rules or council bylaws.

Section 7. Associations in the council and Active members may submit recommendations for amendments to the NCAIP bylaws chairman in writing no later than 90 days before the annual state meeting.

Section 8. The state association may submit recommendations to be considered at the Regional Conference or the National Convention provided:
A. That the recommendation was circulated to all associations and members-at-large in the state at least sixty (60) days prior to the meeting at which it is to be voted on, and that the recommendation received a majority vote of the delegates present and voting, or

B. That the recommendation received two-thirds (2/3) vote of the delegates present and voting without previous notice.

Section 9. In the event of an emergency, a special meeting may be called by a two-thirds (2/3) vote of the Board of Directors. Thirty (30) days’ notice shall be given stating the reason for the call. The voting body shall be as set forth in Article VI, Section 3.

Section 10 The Council, Council Director, Council Director-Elect and Council committees are authorized to meet by telephone conference or through other electronic communications media as permitted by law.

**Article VII – Board of Directors**

Section 1. The Board of Directors shall consist of the NCAIP Officers and the President of each local association and may include a member-at-large. Each shall have one vote. In the absence of the President of any local association, the current President Elect, First Vice President and/or Vice President of that local association shall represent local association at the meeting of the Board of Directors. The representative may enter into discussion, make motions, vote and report to their local associations.

Section 2. Appointed chairmen of standing committees and special committees shall attend and participate in discussion, may make motions but may not vote.

Section 3. All past State Council Directors are honorary members of the Board of Directors. These individuals may attend and enter into discussion but may not vote.

Section 4. The appointed Parliamentarian shall advise the Board on procedural matters but may not vote.

Section 5. The Board of Directors may authorize the attendance of others who may not make motions, enter into discussions or vote.

Section 6. The Board of Directors shall;

A. Have the general supervision of the business of the state association, and shall transact all business on behalf of the state association between the annual meetings and shall report all action taken to the membership at the next annual meeting.

B. Adopt an annual budget prepared by the Finance Committee. The budget shall be adopted at the meeting of the Board of Directors following the annual-meeting.

C. Determine the date, place and time of the annual meeting.

D. Fill vacancies as provided in Article V, Section 3 and shall approve all appointments of the Council Director.
E. Establish and adopt all policies and procedures of the state association. Those Policies and procedures may not conflict with the policies and procedures of IAIP.

Section 7. The Board of Directors shall meet as follows:

A. Current Board of Directors shall meet immediately prior to the opening of the annual meeting.

B. Incoming and outgoing Board of Directors shall meet at a NCAIP Board meeting to be held between April 10th and May 25th for the purpose of appointing committees, adopting a budget, and for carrying out any instructions received from the membership.

C. At time and place as designated by the Council Director.

D. Special meetings may be called by the Council Director upon written request of the majority of the Board of Directors or upon a petition signed by at least ten (10) percent of the active members, provided that the purpose is stated in the notice and a ten (10) days’ notice is provided.

E. The Board of Directors is authorized to meet by telephone conference or through Other electronic communications media as permitted by law.

Article VIII – Local Associations

Section 1. Local Associations are represented at the state annual meeting by a certified delegate.

Section 2. Local Associations shall elect officers at their March meeting and shall inform the Council Director-Elect of the incoming officers and committee chairmen no later than March 30.

Article IX – Committees

Section 1. There shall be the following standing committees: Finance, Bylaws, Education, Membership, Public Relations, Safety, Legislative, and Credentials. The Council Director, with the approval of the Board of Directors, shall appoint the committees, which may include active members and shall serve a term of one year unless otherwise specified.

Section 2. The Finance Committee shall:

A. Be composed of the current Fund Custodian, the retiring Fund Custodian, who shall serve as Chairman, and one active member appointed by the Council Director.

B. Prepare a proposed budget for presentation and adoption at the NCAIP Board meeting of the Board of Directors.

C. Audit the financial records of both the current Fund Custodian and the immediate past Convention Chairman to ensure an accurate accounting of all financial transactions during the course of their respective terms.
Section 3. The **Bylaws Committee** shall:

A. Be composed of the Council Director-Elect who shall serve as chairman, the Immediate Past Council Director and one active member appointed by the Council Director.

B. Be responsible for sending revised bylaws to IAIP Corporate Centre.

C. The committee shall consider and/or correlate proposed amendments submitted, together with its own, and submit amendments receiving a majority vote of the committee to the annual meeting for consideration.

D. The committee shall correlate and publish all standing rules and amendments adopted at the state meeting, and furnish revised copies to IAIP Corporate Centre for distribution to all local associations, members-at-large and the Regional Vice-Council Director immediately following adoption at the state meeting.

Section 4. The **Education Committee** shall:

A. Consist of a Chairman appointed by the Council Director and each local association education committee chairman.

B. Make appropriate educational material available to the local associations and members-at-large.

C. The Education committee shall promote IAIP programs.

Section 5. The **Membership Committee** shall:

1. Consist of the Council Director Elect who shall serve as Chairman and each local association Membership Committee Chairman.

   2. Assist in the formation of new associations within the state.
   3. Promote membership development and retention within the state.

Section 6. The **Public Relations Committee** shall:

A. Consist of a Chairman appointed by the Council Director and each local association Public Relations Committee Chairman.

B. Foster and promote public relations and shall submit the state’s public relations Project to the Board of Directors for approval.

Section 7. The **Safety Committee** shall:

A. Consist of a Chairman appointed by the Council Director and each local association Safety Committee Chairman.

B. Keep local associations and members-at-large informed in the area of safety and shall submit the state’s safety project to the Board of Directors for approval.

Section 8. The **Legislative Committee** shall:
A. Consist of a Chairman appointed by the Council Director and each local association Legislative Committee Chairman.

B. Make appropriate legislative materials and information available to the local associations and members-at-large.

Section 9. The **Credentials Committee** shall:

A. Consist of a Chairman and two (2) members appointed by the Council Director who shall be present at the annual meeting.

B. Receive credentials, certify delegates and alternates, and register delegates and alternates at the annual meeting.

C. Mediate for an NCAIP member who contests a delegate or alternate certification. The final decision on contested delegate or alternate certification shall be made by the Council Director.

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**Article X – Parliamentary Authority**

Section 1. The rules contained in the latest edition of Robert’s Rules of Order: Newly Revised shall be the parliamentary authority for all matters of procedure not specifically addressed by IAIP bylaws, standing rules, procedure manuals, or Council bylaws.

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**Article XI – Amendment of Bylaws**

A. Associations in the Council and active members may submit recommendations for amendments to or revision of the Council bylaws.

B. These bylaws may be amended or revised by a majority vote of the delegates present and voting, provided written notice has been submitted to members at least sixty (60) days prior to the meeting, or by a two-thirds (2/3) vote of the delegates without previous notice.

C. Amendments to these bylaws or revision shall become effective at the close of the meeting at which adopted unless otherwise specified.

D. Corrections to these bylaws for the purpose of correcting spelling, grammar, or punctuation, which do not otherwise alter the intent of the bylaw shall be made immediately by the Bylaws Committee, without a vote.

E. Corrections to these bylaws for the purpose of incorporating changes made by IAIP to the Model Council Bylaws or to otherwise comply with IAIP bylaws and policies shall be made immediately by the Bylaws Committee, without a vote.

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**Article XII – Dissolution Clause**

Section 1. A resolution to dissolve the North Carolina Association of Insurance Professionals shall be adopted upon receiving at least two-thirds (2/3) of the votes entitled to be cast after ten (10) days’ notice has been mailed to each member. In the event of dissolution, the
association shall notify the Regional Vice President in writing indicating the reason(s) for dissolution and shall return all materials to the Regional Vice Council Director as outlined in Article VI, Section 3 of the IAIP bylaws.

Section 2. At any time when the dissolution of NCAIP is authorized the Board of Directors then holding office shall distribute the assets of the Association remaining after the payment, satisfaction and discharge of all liabilities and obligations, to one or more corporations, societies or organizations operated not-for-profit which shall be deemed to further the field of insurance.

North Carolina Association of Insurance Professionals

STANDING RULES

Revised 01/18

1. No member association or active member may enter into a contract under the name NCAIP without first obtaining approval of the Board of Directors.

2. New associations entering NCAIP shall be presented with a charter at the next annual meeting.

3. A plaque and gift shall be presented to each state Council Director at the conclusion of their presidency from NCAIP, cost of gift not to exceed $50 plus tax.

4. NCAIP shall pay cost of all maintenance, engraving, framing and printing of trophies, plaques and certificates.

5. A $25 memorial will be sent to the IAIP Education Foundation or NCAIP Endowed Scholarship in memory of any current officer or past Council Director of NCAIP upon their death. The donation assignment will be at the discretion of the NCAIP Board. For other members of the Board of Directors, a $10.00 memorial will be sent on behalf of NCAIP.

6. NCAIP shall pay, when not paid by IAIP, the registration, travel (coach), lodging, and meals for the Council Director and Council Director-elect to attend the Regional Conference and the National Convention of IAIP. NCAIP shall pay expenses of the Council Director for out of city travel to state convention. The amount shall not exceed the amount budgeted annually. Mileage will be reimbursed at 80% of the IRS gas mileage reimbursement rate determined on July 1 of the current year.

7. The annual meeting shall be carried out in accordance with meeting planning section of the IAIP Comprehensive Manual.

8. The minutes of the past annual meeting and mid-year meeting of the Board of Directors shall be approved by the committee appointed by the Council Director.

9. The maximum amount paid from NCAIP general operating fund for the annual meeting registration fee shall be $150.00 per NCAIP officer and appointed Parliamentarian; lodging expense maximum amount paid from NCAIP general operating fund shall be $100.00 per NCAIP officer and appointed Parliamentarian.

10. After settlement of all annual meeting expenses, 50% of any funds in excess of $5,000 shall remain in the annual meeting fund. The other 50% of any fund in excess of $5,000 shall be transferred to the general operating fund.
11. The Immediate Past Convention Chairman shall present to the Board of Directors a full financial accounting of the annual convention of NCAIP at the NCAIP Board Meeting of the Board of Directors and the Finance Committee shall perform an audit and present the report to the membership at the next annual meeting.

12. The Council Director shall order and present the plaque for the Immediate Past Council Director at the annual meeting.

13. The Council Director shall ensure that all awards are ordered for presentation at the annual convention.

14. The following AWARDS may be presented at the annual meeting:
   1. NCAIP Rookie of the Year
   2. NCAIP Claims Professional of the Year
   3. NCAIP Insurance Professional of the Year
   4. NCAIP Professional Underwriter of the Year
   5. NCAIP Risk Management Professional of the Year
   6. NCAIP Individual Excellence Award
   7. NCAIP Excellence Award

   *Criteria for these awards and submission format shall be set by the Board of Directors. Recipients of Awards 1-6 will receive a plaque. Associations chosen to receive the NCAIP Excellence Award will receive a certificate.*

   All applicants may submit applications to Regional for consideration of awards at the Regional level.

15. There will be two (2) signatures on file with the financial institution. It is recommended the signers be the State Council Director and the Fund Custodian.

16. NCAIP Parliamentarian is appointed by the Incoming NCAIP Council Director to serve for the fiscal year and shall be approved by the Board of Directors at the Annual NCAIP Board meeting. The appointed NCAIP Parliamentarian shall not serve NCAIP in any other capacity during their term.

17. NCAIP Annual Convention. Each local association will appoint a member to the NCAIP Convention Committee and one Member at Large will be asked to serve. The NCAIP officers will serve on the NCAIP Convention Committee and appoint a committee chairman from those on the committee. This would apply to all future annual conventions.