**Article I - Name of Organization**

The name of the organization is (shall include the region served, and clearly be identified as a chapter of the Association of Professional Researchers for Advancement, i.e. Association of Professional Researchers for Advancement Illinois Chapter or APRA Illinois). The organization will operate as a local chapter of a private nonprofit association.

**Article II - Purpose and Method**

The (Chapter Name) is a local chapter of an international organization for people interested in the field of prospect research. The goals of this organization are to facilitate education about research, to act as a central source of information about prospect research and to advance cooperative relationships. This will be carried out in meetings that will be held at least two (2) times per year.

**Article III - Membership**

The (Chapter Name) membership will be open to individuals who seek to foster a positive association with the community and whose terms of affiliation shall not be contrary to the goals of the APRA, yet shall uphold the responsibilities and integrity of the APRA without conflict of interest.

Any person wishing to join (Chapter Name) may come to one (1) meeting without being a member and at the second visit will be asked to join.

**Article IV - Board of Directors**

**Section A. Board Membership**

(Chapter Name) shall be governed by an elected Board of Directors composed of at least two officers and directors who are members in good standing of the

APRA. The officers of the Chapter must be members.

**Section B. Term of Office**

Each Director shall be elected through a process of nomination and under the authority of the bylaws of the association serve one (1) but not more than three (3) consecutive terms, a term being two (2) years.

Each elected Board member shall have an equal vote of not more than one (1) and shall forfeit her/his vote during her/his absence at a regular Board meeting. In the event that said Board member is unable to attend, she/he may designate an alternate who may execute the director’s vote and that alternate’s vote shall have an equal value of not less that one (1).

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**Section C. Election of Officers and Directors**

Nominations shall be received by the Vice President/Secretary from the Board and the membership at large during the month of (month). Election will be determined by a majority of the Board.

**Section D. Vacancies**

A vacancy on the Board shall occur when and if a director becomes disqualified, is unable to perform her/his duties and/or board responsibilities, resigns, or whenever the Board shall elect to increase its membership. When a vacancy occurs, the Board will nominate and approve a new director from the membership at large to fill out the term of the former director.

**Section E. Structure of the Board**

The Board shall comprise (number) directors, of whom (number, at least 2) will be officers. The officers must be members in good standing of APRA.

**Officers** (NOTE: This sample is prepared for a board of three officers and three directors. The number and distribution of duties will be determined by the size of your organization.)

**President** - chairs all meetings, acts as spokesperson of the membership of the local chapter and sets the agenda for the board meetings.

**Vice President/Secretary** - takes minutes at all meetings, distributes agenda to members of the Board, receives nominations for office and acts as the president in her/his absence.

**Treasurer** - handles the financial accounts for (Chapter Name).

**Membership Director** - plans and executes member recruitment programs, provides nametags for the local meetings, maintains the membership list and sends information to the Membership Director of the APRA International board and APRA International office.

**Program Director**- secures speakers and locations for the local meetings and sets the agenda for these meetings, chairs the subcommittees responsible for planning meetings.

**Publicity Director**- sends any chapter related news or publicity to the APRA International office.

**Section F. Meetings**

The Board of Directors for (Chapter Name) shall meet four (4) times a year during the fiscal year ending (date) on the (first, second, third) (day of week) of (name of months) or at such times as may be deemed appropriate by a majority vote of the Board.

Any director who is absent from two (2) consecutive meetings without reasonable or sufficient cause may, upon consideration of the board, be removed from office.

Not less than one-half () of the elected directors shall be required in attendance to constitute a quorum, with not less that a majority of those present voting in order that an issue be approved and/or ratified.

Agendas shall be distributed at least one week prior to the board meeting.

**Section G. Powers and Authority**

The Board of Directors shall have the ultimate authority to make and execute all rules, policies and/or decisions necessary in order to conduct the affairs of

(Chapter Name) in an efficient manner.

**Article V - Amendments to the Bylaws**

The bylaws of (Chapter Name) may be amended as deemed appropriate by majority vote of the board.

**Article VI - Dissolution of Incorporation**

At such time as the Board of Directors feels it is appropriate, by a majority vote of the board and membership, to dissolve (Chapter Name) due to lack of membership, diminished interest, or other reasons, all funds remaining in the treasury after payment of debts will be given to APRA International or another APRA Chapter for scholarships and/or programming.