

**BYLAWS OF THE COUNCIL OF FELLOWS
NATIONAL PROPERTY MANAGEMENT ASSOCIATION**

ARTICLE I: AFFILIATION

The Council of Fellows (COF) is an independent advisory body chartered and tasked with the purposes stated below. The NPMA National President shall appoint an Executive Board member to serve as the liaison between the Executive Board and the COF.

ARTICLE II: FUNDAMENTAL PURPOSES

The fundamental purposes of the COF are:

- A. Serve in an Advisory Capacity to the Executive Board, the National Board of Delegates and the general membership of the National Property Management Association (NPMA) as they require.
- B. Serve as a resource for the Executive Board, the National Board of Delegates and the general membership of the NPMA.
- C. Serve as an action agent to hypothesize, research, develop and recommend technical and professional materials in support of the Executive Board, the National Board of Delegates, the general membership of the NPMA, and the profession as a whole.

ARTICLE III: ORGANIZATION

The COF of the NPMA will organize and operate under the general provisions of the Association's Constitution and the National Bylaws of the NPMA.

ARTICLE IV: MEMBERSHIP

Membership in the COF will be limited to those members of the NPMA recognized as Consulting Fellows who are current members of the Association in good standing.

ARTICLE V: OFFICERS

The COF will select from its membership a Chair, a Vice-Chair and a Recorder who will serve a two-year term of office that coincides with the National Executive Board of the NPMA.

ARTICLE VI: MEETINGS

The COF will meet annually during the National Education Seminar of the NPMA and at other such times as may be deemed necessary by the COF leadership.

- A. **QUORUM:** Those COF members in attendance at the annual meeting shall constitute a quorum.
- B. **MANNER OF ACTING:** The act of the majority of the COF present at a meeting shall be the act of the COF.
- C. **COMPENSATION:** There will be no compensation as members of the COF, nor as officers of

the same, except reimbursement for expenses, if any, incurred in conducting COF business. Such expenses shall require approval by the President and Vice President for Finance of NPMA.

- D. **PRESUMPTION OF ASSENT:** A member of the COF who is present at a meeting of the COF at which action on any COF matter is taken shall be presumed to have assented to the action taken, unless he votes against such action or abstains from voting in respect thereto because of an asserted conflict of interest.

ARTICLE VII: COMMITTEES

The COF will organize itself into committees to accomplish assigned and assumed tasks for the NPMA. Each committee will have a Chair appointed by the Chair of the COF. There will be both Standing and Special Committees. Special Committees will be created as determined by the Chair of the COF. Standing committees of the COF will include the following:

- A. **Profession Standards:** To monitor the asset management profession and develop appropriate standards of acceptable performance for the Association to advocate.
- B. **Profession Positions:** To monitor issues impacting the profession of asset management and to develop potential positions for the Association to advocate.
- C. **Chapter Growth:** To develop materials and programs to assist Chapter growth through effective meeting programs, marketing, training, presentations and networking.
- D. **Profession Ethics:** To develop and maintain statements of professional ethics and conduct for Association members, Chapters, Officers, Regions, Executive Board, and the National Office.
- E. **Association Outreach:** To develop programs of outreach to other logistics based associations.
- F. **Legislative Liaison:** To act as the Association "watchdog" over legislative issues that may impact the Association and to make recommendations to the Association on alternative courses of action to follow.

ARTICLE VIII: VOTING POWER

Members of the COF, who are present at the COF meeting, will be entitled to one (1) vote each on all matters brought to them, including the election/ratification of COF Officers.

ARTICLE IX: PROXIES

No proxies are authorized for any meetings or actions of the COF. **ARTICLE X: MISCELLANEOUS**

SECTION 1. LOGO

The emblem of NPMA shall be used by the COF, and conform to the likeness which is shown above:

SECTION 2. SEAL

The seal of NPMA shall be used by the COF, and shall bear the inscription; National Property Management Association, Inc.

SECTION 3. NOTICES: GENDER

- A. Any notice to be given or which may be given pursuant to any provisions of these Bylaws shall

be in writing and shall be: (1) delivered by hand, (2) delivered through the Postal Service, or (3) delivered through or by an expedited mail or package service, commercial carrier, or electronic mail or facsimile.

- B. Whenever the context of these Bylaws permits, the singular tense shall include the plural and the plural, the singular; and the use of any gender shall include all genders.

ARTICLE XI: AMENDMENTS AND CHANGES

SECTION 1. BYLAW REVISION

These Bylaws may be revised by any one (1) of the three (3) methods set forth below:

- A. These Bylaws may be revised at any meeting of the COF provided that written notice of such proposed revision has been given to the members of COF sixty (60) days prior to the meeting. A proposed revision shall become part of these Bylaws if passed by a two thirds (2/3) vote of the votes cast.
- B. A mailed proposed revision of these Bylaws may be initiated by any member of the COF and will become effective upon ratification by two thirds (2/3) of the members. A date not less than sixty (60) days hence will be prescribed for member responses to reach the member who is designated in the mailed proposed revision.
- C. These Bylaws may be revised or amended without previous notice at any annual business meeting if passed by an eighty (80) percent vote of the COF present at the initial roll call.

A proposed revision or amendment which receives the required vote shall become effective immediately unless an implementation date is specified in the revision or amendment.

ARTICLE XII: RULES OF ORDER

SECTION 1. PARLIAMENTARY AUTHORITY

The rules contained in the then current edition of Robert's Rules of Order Newly Revised shall govern the proceedings of the COF in all cases not provided for in the Constitution or Bylaws or in the Special Rules of Order established for a COF meeting.

These Revised Bylaws were approved and adopted by the membership of the COF on June 24th, 2014:



James Begis
Chair, Council of Fellows