

NATIONAL ASSOCIATION OF PARLIAMENTARIANS®  
OPERATIONAL POLICIES AND PROCEDURES  
MANUAL

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## VISION STATEMENT

NAP's vision is to provide parliamentary leadership to the world.

## MISSION STATEMENT

NAP is a society dedicated to educating leaders throughout the world in effective meeting management through the use of parliamentary procedure.

## CHAPTER 1 – INTRODUCTION

### 1.1 NAP's Commitment to Full Compliance with the Law

The NATIONAL ASSOCIATION OF PARLIAMENTARIANS® is committed to ensure that all of its policies, practices, procedures, and implementation of same, are and will be consistent with all legal requirements including, but not limited to, United States Federal law such as the Americans with Disabilities Act and the Civil Rights Act of 1964, as amended, individual state laws, local laws, and Canadian law, as applicable. To that end, the NAP Board of Directors intends:

1.1.01 To state this policy whenever appropriate including, but not limited to, NAP bylaws, standing rules, special rules of order, operational policies and procedures, personnel manual, employment applications, and applications for membership; and

1.1.02 To conduct a continuing audit of NAP's policies, practices, procedures, and implementation of same, as much as reasonably feasible, to ensure NAP's continuing full compliance with the law.

### 1.2 Purpose

These operational policies and procedures are adopted for the purposes of implementing provisions of the NAP Bylaws and furnishing procedures for officers, district directors, and committees in the performance of their respective duties.

### 1.3 Amendment

The operational policies and procedures contained within this manual shall be amended by the board of directors. Proposed amendments to the policies and procedures document shall be submitted to the policies and procedures committee to present to the board of directors. (See policy 9.1.04B)

### 1.4 Distribution

At the first board meeting of each new administration, or as soon as possible thereafter, headquarters shall furnish, in electronic format, a copy of the operational policies and procedures to members of the board; parliamentarian; *NP* editor; and convention, training conference, leadership conference, and workshop coordinators; and others as designated by the president. When amended, updated copies will be furnished electronically.

### 1.5 Availability

These operational policies and procedures shall be available to NAP members on the NAP website.

## CHAPTER 2 – GENERAL MEMBERSHIP

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### 2.1 Use of NAP Trademarks

- 2.1.01 Chartered constituent bodies of NAP are authorized to use all trademarked symbols of NAP on letterheads, membership cards, and other official documents, stationery, and emblems.
- 2.1.02 Individual members, as long as they continue their membership, are authorized to wear NAP emblems and use trademarked symbols of NAP on letterheads, websites, and professional cards to identify themselves as members of NAP. The use of trademarked symbols of NAP on other printed material or for any other purpose is expressly prohibited to individual members unless specifically authorized by the board of directors or the material is printed directly under the authority of NAP. NAP letterhead shall be used for official business only by members of the board of directors including advisory members, unless otherwise authorized by the president.

### 2.2 Use of NAP Emblems

- 2.2.01 The NAP President’s pin shall be worn by the NAP President while in office and shall remain the property of NAP.
- 2.2.02 Jewelry, as approved by the board of directors, bearing the NAP insignia will be available for members, unit and club presidents, association presidents, and district directors. The jewelry will be designed to distinguish regular members, and registered and professional registered members.

### 2.3 Membership Examination

- 2.3.01 The membership examination may be taken at any time with the approval of the chairman of the membership and registration examiners committee.
- 2.3.02 Individuals pursuing NAP membership shall have the option to take the examination composed of 100 questions taken from the bank of 300 study questions maintained and published by the committee. Questions for the examination shall be based on the current edition of *Robert's Rules of Order Newly Revised*. Individuals shall also have the option to take the 40 question exam based on the current edition of *Robert's Rules of Order Newly Revised in Brief*. Questions shall be taken from a bank of questions maintained and published by the committee. An individual who fails to indicate the choice of exam on the membership application will be contacted by NAP Headquarters for the preference.
- 2.3.03 A minimum grade of 70% shall be required to pass the examination.
- 2.3.04 To the extent possible, the committee will provide examinations adapted for people with disabilities. The committee chairman shall have the authority to make accommodations as deemed necessary and fair to allow all applicants an opportunity to take the examination.

### 2.4 Bylaws of an Association

- Application for a charter
- 2.4.01 The association president pro tem shall secure from headquarters an organizational kit containing a charter application form, a request for approval of new association bylaws form, sample association bylaws, and instructions.

- 86 2.4.02 The proposed association bylaws shall be sent to the bylaws committee  
87 chairman, who will forward copies to the other members of the committee.  
88 The bylaws committee chairman shall send any necessary or recommended  
89 changes in writing to the applicant.
- 90 2.4.03 Upon approval of the bylaws by a majority of the bylaws committee, the  
91 bylaws committee chairman shall send an approved copy of the bylaws to the  
92 association and to headquarters.
- 93 2.4.04 The association shall provide a copy of the approved bylaws to the district  
94 director.
- 95 **2.5 Bylaws of a Unit**
- 96 Application for a charter
- 97 2.5.01 The unit president pro tem shall secure from headquarters an organizational  
98 kit containing a charter application form, a request for approval of new unit  
99 bylaws form, sample unit bylaws, and instructions. The application must be  
100 signed by the association president or state/province chairman, or district  
101 director. An electronic unit electing not to affiliate with an association shall  
102 not be required to have a signature of an association president or  
103 state/provincial chairman, or district director.
- 104 2.5.02 The proposed unit bylaws shall be sent to the bylaws committee chairman,  
105 who will forward copies to the other members of the committee. The bylaws  
106 committee chairman shall send any necessary or recommended changes in  
107 writing to the applicant.
- 108 2.5.03 Upon approval of the bylaws by a majority of the bylaws committee, the  
109 bylaws committee chairman shall send an approved copy of the bylaws to the  
110 unit and to headquarters.
- 111 2.5.04 The unit shall provide a copy of the approved bylaws to the association  
112 president or state/province chairman and to the district director.
- 113 **2.6 Bylaws of a Youth Group**
- 114 Application for a certificate
- 115 2.6.01 The application for a certificate of youth group membership shall be made on  
116 an official form obtained from headquarters.
- 117 2.6.02 The proposed bylaws shall be sent to the bylaws committee chairman, who  
118 will forward copies to the other members of the committee. The bylaws  
119 committee chairman shall send any necessary or recommended changes in  
120 writing to the applicant.
- 121 2.6.03 Upon approval of the bylaws by a majority of the bylaws committee, the  
122 bylaws committee chairman shall send an approved copy of the bylaws to the  
123 youth group and to headquarters.
- 124 2.6.04 Headquarters shall issue a certificate of youth group membership following  
125 application approval.
- 126 **2.7 NAP Representative**
- 127 2.7.01 Request for NAP Representative
- 128 A. Each association and district is entitled once within each biennium to  
129 have a member of the board of directors or other representative,  
130 approved by the president with concurrence of the requesting  
131 association or district, as an official NAP representative. All



- 132 invitations shall be directed to and approved by the president. When a  
 133 visit is approved; the association or district shall have NAP  
 134 educational materials for sale at the meeting unless waived by the  
 135 president.
- 136 B. The NAP representative will participate in the program, share  
 137 information, and promote NAP activities and programs.
  - 138 C. After the request for an NAP representative is approved, the following  
 139 materials shall be forwarded to the contact person in the association or  
 140 district:
    - 141 (1) Cover letter from NAP president
    - 142 (2) Responsibilities of Districts/Association in Regard to National  
 143 Representatives Form
    - 144 (3) Information for National Representative Form
    - 145 (4) Report of Association/District Meeting Regarding National  
 146 Reprs Form
  - 147 D. The responsibilities of districts/associations in regard to the NAP  
 148 representative shall be approved by the board of directors and sent to  
 149 all associations and districts.
  - 150 E. All costs from arrival in the city until departure shall be paid by the  
 151 host association or district, including transportation to and from the  
 152 arrival city airport, lodging, and meals. (See policy 3.3.03)
  - 153 F. Upon approval of an NAP representative to an association, the  
 154 association's district director shall be notified by the NAP president.
- 155 2.7.02 Reporting Procedure
- 156 A. No later than two weeks after the visit, a "Report of the State  
 157 Association/District Form" must be forwarded to headquarters by the  
 158 contact person or assigned designee. The NAP president shall share  
 159 pertinent feedback with the representative.
  - 160 B. The NAP representative shall submit the "Report of the NAP  
 161 Representative Form" to the NAP president within two weeks of the  
 162 meeting.
- 163 2.7.03 Forms
- 164 The responsibility for developing the appropriate forms shall be assigned to  
 165 headquarters with final approval by the president. If forms are changed, the  
 166 new forms shall be forwarded to each member of the NAP Board of Directors  
 167 and posted on the website as soon as feasible.
- 168 **2.8 Professional Registered Parliamentarians Referral System**
- 169 2.8.01 Participation in the NAP Professional Directory shall be limited to  
 170 professional registered members.
  - 171 2.8.02 Participation Procedures:
    - 172 A. Those PRPs who wish to participate in the NAP Professional Directory  
 173 shall complete and submit a profile through the NAP website and the  
 174 NAP Professional Directory.
    - 175 B. All PRPs who submit a listing shall agree to abide by the following  
 176 statement: "I wish to be listed in the NAP Directory of Professional  
 177 Registered Parliamentarians. I give permission for the information that

178 I submit to be posted on the NAP website and or to be disseminated by  
179 fax, mail, or email from NAP Headquarters. I acknowledge that I am  
180 responsible for the completeness and accuracy of all information  
181 submitted, including appropriate category selection on the submission  
182 form and that I may only list NAP credentials in this directory.”  
183 C. NAP Headquarters will review submissions to ensure that individual is  
184 a current member of NAP and holds the Professional Registered  
185 Parliamentarian credential.  
186 D. The NAP Professional Directory will be reviewed annually by NAP  
187 Headquarters to remove any listing for individuals who have forfeited  
188 their NAP membership or who have not retained the PRP credential.

189 2.8.03 Referral Procedures:

- 190 A. The NAP Professional Directory will be available on the public section  
191 of the NAP website and available for anyone to search.  
192 B. The following statement shall be listed on each website page where  
193 directory information is listed: “The National Association of  
194 Parliamentarians® (NAP) provides this listing as a service to those  
195 who request assistance in locating a Professional Registered  
196 Parliamentarian®. It should be noted that NAP does not act as an  
197 agent for the Parliamentarians listed and certifies only to their having  
198 met NAP’s requirements of knowledge and professional development  
199 to attain the designation of Professional Registered Parliamentarian®  
200 (PRP). If you are interested in obtaining the services of a  
201 parliamentarian or have any questions about how a parliamentarian  
202 can help your organization, contact anyone of those listed here. The  
203 terms of employment should be negotiated between you and the  
204 parliamentarian.”

205 **2.9 Authoring of Educational Materials**

206 Educational and member resource materials and technology-based programs shall be  
207 created and/or published under the administration of the educational resources committee  
208 as outlined in policy 10.4.  
209

**CHAPTER 3 – FINANCIAL ADMINISTRATION**

210  
211 **3.1 Independent Financial Review**

212 The financial records of NAP shall be audited or reviewed annually and at other times as  
213 requested by the board of directors. All reports of the independent accountant shall be  
214 submitted to the board of directors for approval. The budget and finance committee shall  
215 be authorized to manage the engagement.

216 **3.2 Budget**

217 3.2.01 Budget Preparation

- 218 A. The budget and finance committee shall develop an annual budget  
219 including anticipated revenue from dues payments, sales of  
220 educational materials, national events and courses, and other program  
221 and revenue sources. The proposed budget shall include account  
222 names and numbers. In accordance with the NAP Bylaws, the treasurer

223 will present the proposed budget to the Board of Directors for  
 224 adoption.

225 B. The budget shall include line items for ordinary and necessary  
 226 expenses for members of the board of directors, standing and special  
 227 committees, and district directors when conducting NAP business.  
 228 Ordinary and necessary expenses include supplies, postage, telephone,  
 229 and expenses incidental to travel subject to any limits established by  
 230 the board or as established within the adopted budget.

231 C. The budget shall include line items to cover travel expenses for board  
 232 and committee meetings, district director travel, and NAP  
 233 representatives to other organizations when authorized by the  
 234 president.

235 3.2.02 Budget Line Overages  
 236 Budget line items may not be exceeded without the approval of the budget and  
 237 finance committee. Any overage, anticipated or submitted, shall be called to  
 238 the attention of the budget and finance committee and shall be paid by  
 239 headquarters upon the authorization of the budget and finance committee,  
 240 provided in writing to headquarters by the president or the treasurer.

241 **3.3 Reimbursement Policies**

242 3.3.01 Travel and Reimbursement Policies  
 243 Only travel that has been approved by the president or the board of directors  
 244 shall be eligible for reimbursement. For approved travel, including board and  
 245 committee meetings, the following expenses shall be eligible for  
 246 reimbursement for required attendees:

247 A. Travel

248 (1) If by automobile, current business mileage rate allowed by the  
 249 IRS, plus any toll fees and parking, provided the total does not  
 250 exceed \$500.

251 (2) If travelling by other means, including plane and trains, actual  
 252 cost of transportation not to exceed cost of \$500 (one coach  
 253 class seat with a minimum 14-day advance purchase with one  
 254 checked bag).

255 (3) Cost of transportation to and from airport plus airport parking.  
 256 The cost of car rental may be reimbursed up to the amount of  
 257 shuttle transportation (or taxi if shuttle is unavailable) to and  
 258 from the meeting facility unless otherwise approved by the  
 259 president.

260 (4) Round trip travel in accordance with letter A(1), A(2), and  
 261 A(3) above for board members whose term of office expires  
 262 during the convention.

263 (5) One-half round trip travel in accordance with letter A(1), A(2),  
 264 and A(3) above for new board members and office holders.

265 (6) Travel reimbursement shall be made based upon actual  
 266 expenses. If a member donates frequent flyer miles for  
 267 otherwise reimbursable travel, only out-of-pocket taxes and  
 268 fees paid on the ticket may be reimbursed.

- 269 (7) Non-emergency ticket change fees will be reimbursed only  
270 when made to lower the total travel cost to NAP, for example  
271 when a significantly lower airfare from that of the original  
272 ticket becomes available. Expenses incurred due to an  
273 emergency requiring travel changes must be approved by the  
274 president.
- 275 B. Per Diem Rate
- 276 (1) Per diem shall be \$100 and shall be paid only once per calendar  
277 day. Per diem is a reimbursement to help defray the cost of  
278 lodging, meals, and incidental expenses while away from home  
279 on NAP business.
- 280 (2) Member and advisors of the board of directors and committee  
281 members shall be reimbursed at the per diem rate for each day  
282 actually in attendance at a board or committee meetings, not to  
283 include days in attendance at the NAP Convention or NAP  
284 Training Conference. An individual absent from 50% or more  
285 of a daily board meeting shall not receive per diem for that day  
286 unless the president excuses the member for good cause.
- 287 (3) The chairman of a committee, if invited by the president to  
288 report to the board of directors, shall be reimbursed at the per  
289 diem rate for each day in attendance as required.
- 290 (4) The president may approve additional per diem as follows: If  
291 arrival is required the day before a scheduled meeting due to  
292 time zone differences; if departure is delayed because of  
293 meeting times and transportation schedules; or if it results in a  
294 financial advantage to NAP because of fare benefits.
- 295 C. President's Travel Expenses
- 296 The president shall elect at the beginning of his or her term whether to  
297 be reimbursed using the per diem rate or actual expenses for travel,  
298 lodging and meals for the duration of his or her term.
- 299 3.3.02 Telephone Call Reimbursement
- 300 Board and committee members shall be reimbursed for international telephone  
301 calls only through purchasing a calling card. The cost of the calling card will  
302 be reimbursed with proper receipt documentation. Members are required to  
303 use the NAP web service for board and committee meetings.
- 304 3.3.03 NAP Representation at District or Association Meetings
- 305 Round trip transportation from the official NAP representative's home to the  
306 city of arrival shall be paid by NAP in accordance with 3.3.01A. All costs  
307 from arrival in the city until departure shall be paid by the host association or  
308 district, including transportation to and from the arrival city airport, lodging,  
309 and meals for the NAP representative, if one was assigned, or the district  
310 director. (See policy 2.7.01E)
- 311 3.3.04 Requisition for Funds
- 312 A. A request for reimbursement shall be made on the official form  
313 provided by headquarters. The requisition and supporting  
314 documentation must be submitted to the executive director within

315 either 60 days when the expense was incurred or 60 days after  
316 completion of the event for which the expenses were incurred. All  
317 expense reports must be submitted prior to November 15 of the fiscal  
318 year to qualify for reimbursement.  
319 B. Reimbursements shall be signed by the requestor and approved by:  
320 (1) The committee chairman or district director, and either the  
321 president or treasurer for reimbursements exceeding \$250.  
322 (2) The committee chairman or district director, and the executive  
323 director for reimbursements less than \$250.  
324 (3) The vice-president or treasurer for reimbursements from the  
325 president.  
326 (4) The member requesting reimbursement and the president for  
327 situations not covered above. In all cases, the requestor and  
328 approver shall not be the same individual.

### 329 3.4 Events

#### 330 3.4.01 National Events – Generally

331 A. All national events shall have a budget submitted to headquarters and  
332 the chairman of the budget and finance committee by the event  
333 coordinator and may include a request for funds for on-site expenses.  
334 National events include district conferences, the NAP convention,  
335 NAP Training Conference, NAP Leadership Conference, and courses  
336 offered by the professional development committee. No later than 60  
337 days after the conclusion of the event, an accounting of all income and  
338 expenses related to the event, all accompanying receipts, and  
339 remaining monies shall be submitted to headquarters.  
340 B. Registration for all events shall be handled through headquarters.  
341 Expenses should be submitted directly to headquarters for payment.  
342 All out-of-pocket expenses may be submitted to headquarters for  
343 reimbursement to be charged to the line item of that event.  
344 C. A refundable petty cash advance of \$200 shall be available for each  
345 national event to the event coordinator for on-site expenses.  
346 D. The convention or training conference, and leadership conference  
347 budgets shall be adopted by the board by April 30 of the event year.

#### 348 3.4.02 Future Convention and Training Conferences

349 The convention coordinator and training conference coordinator taking place  
350 in the following biennium shall be entitled to reimbursement in accordance  
351 with 3.3.01 for one facility selection trip. Per diem will be paid from the first  
352 facility visit through the last facility visit on this single trip. The president or  
353 his or her designee shall also attend this visit and be reimbursed the same as  
354 an event coordinator.

#### 355 3.4.03 District Conferences

356 Each district budget shall include the travel and lodging expenses of the  
357 district director and the room expenses of the NAP representative in  
358 accordance with the policies stated in 3.3.01. The budget shall be submitted  
359 no later than 60 days prior to the first day of the meeting.

- 360 3.4.04 Convention and Training Conference Per Diem  
 361 The convention or training conference coordinator and assistant coordinator, if  
 362 appointed, shall receive per diem from the beginning of NAP activities until  
 363 the close of these activities. The workshop coordinator shall receive per diem  
 364 from one day prior to and through completion of the workshops. A technical  
 365 coordinator, if appointed, shall receive per diem for the actual days of the  
 366 convention business meeting. A coordinator absent from 50% or more of  
 367 daily required duties shall not receive per diem. The budget established for  
 368 each event shall include this per diem, and the amount shall be the same as  
 369 established in 3.3.01B.
- 370 3.4.05 Leadership Conference  
 371 The leadership conference coordinator and assistant coordinator, if appointed,  
 372 shall be eligible for travel and per diem reimbursement in accordance with  
 373 3.3.01. The budget established for this event shall include these expenses.
- 374 **3.5 Financial Governance**
- 375 3.5.01 A minimum of \$25,000 of net assets shall be restricted as to use, except as  
 376 authorized by the president and treasurer upon advice of the executive  
 377 director.
- 378 3.5.02 The board of directors shall from time-to-time evaluate the planned giving  
 379 program and areas members and the public may contribute. Gifts made which  
 380 are restricted in use shall be honored if they meet the criteria of our planned  
 381 giving program. Expenses restricted for use shall be considered used  
 382 immediately once the restriction has been met.
- 383 3.5.03 Gifts to NAP in the form of investment securities shall be deposited to our  
 384 brokerage account and managed in accordance with NAP's investment policy.
- 385 3.5.04 The budget and finance committee shall annually review the Form 990 tax  
 386 return prior to filing to ensure accuracy and completeness. A copy of the  
 387 return as filed will be electronically sent to all board members. The president,  
 388 treasurer, and executive director shall all be authorized to sign tax returns of  
 389 the association.
- 390 3.5.05 Conflict of Interest Policy for Governing Members  
 391 To protect this tax-exempt association, the conflict of interest policy in  
 392 Appendix D shall be in effect for board and committee members.  
 393

## CHAPTER 4 – PUBLICATIONS

- 394
- 395 **4.1 Style Manual**  
 396 The rules contained in the current edition of the *Chicago Manual of Style* shall govern in  
 397 all cases to which they are applicable and not in conflict with the adopted parliamentary  
 398 authority. The *Chicago Manual of Style* shall not apply to the governing documents of  
 399 NAP.
- 400 **4.2 Listing of Credentials**  
 401 NAP members and committee members shall be listed with NAP credentials in NAP  
 402 publications. AIP credentials and other credentials may be listed in author or presenter  
 403 bios in the NP, NAPTC program book, and the NAP biennial convention program book.

- 404 **4.3 Educational Material**
- 405 4.3.01 The official abbreviation for the parliamentary authority of NAP for use in
- 406 educational material shall be RONR.
- 407 4.3.02 Educational materials published by NAP shall include the date of original
- 408 publication and of any subsequent revision.
- 409 4.3.03 In accordance with NAP Bylaws, printed and electronic materials developed
- 410 by and submitted from the educational resources committee for publication
- 411 shall be published in the name of NAP with authorship indicated as follows:
- 412 A. Printed works created as an original project in which more than one
- 413 committee member contributed to writing the work or a compilation
- 414 shall be published under the authorship of the committee with names
- 415 of all committee members listed.
- 416 B. Printed works created by a single committee member who authored at
- 417 least 80% of an original work shall be published with the member
- 418 indicated as the lead author and the names of all the other committee
- 419 members shall be listed.
- 420 C. Printed materials developed by an individual who is not a member of
- 421 the educational resources committee, and submitted for publication by
- 422 NAP or incorporated in a publication produced by the educational
- 423 resources committee, may be recognized by a footnote in the published
- 424 material.
- 425 D. Electronic works, such as online courses and compact discs, shall be
- 426 published without acknowledgment of authorship.
- 427 4.3.04 Requests for reproducing NAP educational material by other than a
- 428 constituent division shall be granted by the executive director. Permission
- 429 shall be contingent on an information credit line in the requester’s publication
- 430 as follows: “This excerpt reprinted as originally published with permission of
- 431 the NATIONAL ASSOCIATION OF PARLIAMENTARIANS®. Copies of the original
- 432 publication (title), (year published), all rights reserved from which this excerpt
- 433 is taken, are available for purchase at the NAP Headquarters, (address and
- 434 telephone)” and a copy of the reprint being sent to the headquarters office for
- 435 the file.
- 436 **4.4 Inventory and Sales**
- 437 4.4.01 The executive director shall keep the board of directors advised as to the
- 438 inventory and sales record of NAP publications.
- 439 4.4.02 Headquarters shall maintain an appropriate level of inventory at all times until
- 440 advised that a review is to take place.
- 441 **4.5 National Parliamentarian (NP)**
- 442 4.5.01 Purpose
- 443 The purpose shall be to:
- 444 A. Promote the object of NAP
- 445 B. Give instruction on parliamentary procedure through feature articles
- 446 and a question and answer section to which members may submit
- 447 questions

- 448 4.5.02 Editorial Staff  
449 The editorial staff shall consist of:  
450 A. The president as editor-in-chief  
451 B. The editor, who shall not assume responsibility for rewriting articles,  
452 but who shall have the right to edit all materials submitted  
453 C. The assistant editor, who shall perform such functions as requested by  
454 the editor, and who shall assume the duties of the editor if, for any  
455 reason, the editor is unable to discharge the duties of that office  
456 D. The question and answer research editor and assistant, the  
457 parliamentarian, and a consultant, who shall be professional registered  
458 parliamentarians and who shall be responsible for the question and  
459 answer section on parliamentary questions – all questions relating  
460 internally to NAP shall be referred to the parliamentarian who shall  
461 render opinions.  
462 E. The reviewing committee of at least three registered or professional  
463 registered parliamentarians, who shall examine and approve  
464 educational material on parliamentary procedure submitted for  
465 publication in the *NP*  
466 4.5.03 Contents  
467 A. Issues will reference ways to obtain parliamentary materials available  
468 from headquarters.  
469 B. Space in each issue shall be reserved to print the names of each new  
470 registered parliamentarian and each new professional registered  
471 parliamentarian and for an article regarding the educational  
472 foundation.  
473 C. The adopted history shall be published in the *NP*.  
474 D. The following sentence shall appear in each issue on the *NP* masthead  
475 page: “All rights to reproduce or reprint any portion of this publication  
476 are reserved, except by written permission of the editor.”  
477 E. The editor shall have the privilege of granting requests for reprinting,  
478 provided proper credit is given the author and the publication. The  
479 editor shall require a copy of the reprint. Permission to reproduce or  
480 reprint an article is granted automatically and unconditionally to the  
481 author.  
482 F. Permission shall not be granted for publication of content on any  
483 electronic message board.  
484 G. The rules contained in the current edition of the *Chicago Manual of*  
485 *Style* shall govern in all cases to which they are applicable.  
486 4.5.04 Publication and Distribution  
487 A. The *NP* shall be published at least quarterly.  
488 B. A copy of each issue shall be mailed to each member, to the president  
489 of each club affiliated before 1953, to each youth group, and to such  
490 others as may be directed by the board of directors. The *NP* shall be  
491 mailed first class to members residing in locations outside the  
492 continental United States and Canada.



493 C. The *NP* shall also be available on a paid-subscription basis. The price  
494 of individual subscriptions shall be determined by the board of  
495 directors.

#### 496 **4.6 Sale of Publications/Other Sales Items**

497 4.6.01 Publications and other materials and services, other than those sold by NAP,  
498 may be sold at NAP conventions and NAP Training Conferences provided  
499 that:

- 500 A. NAP does not currently sell the material or service.
- 501 B. The vendor has signed a vendor agreement approved by the NAP  
502 President.
- 503 C. It is sold from a designated location separate from NAP publications  
504 and the location is designated “Individually produced and not endorsed  
505 by NAP.”
- 506 D. Each person or group selling such material at NAP conventions, NAP  
507 Training Conferences or board meetings shall pay NAP a fee as  
508 determined by the board of directors for the privilege of selling.
- 509 E. Each person or group shall be responsible for obtaining sales tax  
510 permits where required.
- 511 F. Member vendors shall pay the meeting registration fee.
- 512 G. Only one vendor shall be allowed per table.
- 513 H. The vendor sales area shall be closed during times when business  
514 meetings are being held.

515 4.6.02 At NAP events, only NAP or the sponsoring NAP constituent division shall be  
516 allowed to sell parliamentary resources stocked by NAP, except when NAP or  
517 an NAP constituent division is co-sponsoring an event with another  
518 parliamentary organization.

#### 519 **4.7 Assignments and Agreements**

520 NAP shall only publish works for which there are appropriate copyright assignments or  
521 work-for-hire agreements, including any necessary permissions for protected content  
522 used in the works, on file. The board of directors is authorized to waive this requirement  
523 when necessary.  
524

### 525 **CHAPTER 5 – CREDENTIALING REQUIREMENTS AND COURSES**

#### 526 **5.1 Procedure for Registration Examination**

527 5.1.01 The examination may be taken at any time with the approval of the chairman  
528 of the membership and registration examiners committee.

529 5.1.02 An application to take the registration examination (entire or part) must be  
530 postmarked at least 40 days prior to the date of the examination. An exception  
531 may be granted by the chairman.

532 5.1.03 The application shall be submitted to headquarters.

533 5.1.04 Group examinations may be offered upon approval of the chairman and  
534 headquarters. Procedures regarding the application process, including  
535 deadlines and the administration of the group examinations, shall be  
536 coordinated by headquarters, the committee chairman, and the person  
537 requesting authorization for the group examination.

- 538 5.1.05 The examination shall be monitored by a registered or professional registered  
539 parliamentarian. If an RP® or a PRP® is not available, a librarian, school  
540 official, community leader, etc., may monitor the examination. A family  
541 member, or a person living at the same address as the applicant may not  
542 monitor the examination. An additional monitor shall assist when more than  
543 four examinations are being administered at the same time.
- 544 5.1.06 The examination may be completed in any order within nine months. No  
545 papers, books, or other reference materials of any kind are permissible except  
546 as noted below for Part I. Computers may be used during the exam as  
547 authorized by the membership and registration examiners committee. These  
548 requirements may be waived by the chairman to be consistent with policies  
549 5.1.01 and 2.3.04.
- 550 5.1.07 The registration examination shall be developed by the membership and  
551 registration examiners committee and shall consist of the following parts:  
552 A. Part I - Research (open book)  
553 B. Part II - Motions and Related Procedures  
554 C. Part III - Meetings, Sessions, Conventions, and Related Procedures  
555 D. Part IV - Officers, Elections, Voting, Board and Committees, and  
556 Related Procedures  
557 E. Part V - Rules of the Assembly and Related Procedures
- 558 5.1.08 The committee shall develop and publish a set of 1,200 study questions which  
559 test the following pages of *Robert's Rules of Order Newly Revised*, 11<sup>th</sup>  
560 Edition, and which shall be published and available for purchase through  
561 headquarters.  
562 A. Part II - Motions and Related Procedures: pp. 55-81; 100-344  
563 B. Part III - Meetings, Sessions, Conventions, and Related Procedures:  
564 pp. 1-10; 20-27; 81-99; 345-399; 543-564; 600-642  
565 C. Part IV - Officers, Elections, Voting, Boards, and Committees, and  
566 Related Procedures: pp. 27-57; 400-542  
567 D. Part V - Rules of the Assembly and Related Procedures: pp. 10-19;  
568 565-599; 643-669
- 569 5.1.09 The number of study questions for each part shall be:  
570 A. Part II - 400 questions  
571 B. Part III - 325 questions  
572 C. Part IV - 325 questions  
573 D. Part V - 150 questions
- 574 5.1.10 The format of study questions may be any combination of multiple choice,  
575 true-false, or matching.
- 576 5.1.11 The formation of the examination shall be:  
577 A. Part I shall consist of five open book research questions. The applicant  
578 is allowed to have the current print edition of Robert's Rules of Order  
579 Newly Revised and the Supplemental Index to RONR for this part of  
580 the test only. The use of the RONR on CD-ROM or other electronic  
581 devices is prohibited. After completion of Part I, the monitor shall  
582 remove reference materials until the remaining parts of the  
583 examination are completed.

- 584 B. Part II shall consist of 100 questions selected from the published study  
585 questions.
- 586 C. Part III shall consist of 80 questions selected from the published study  
587 questions.
- 588 D. Part IV shall consist of 80 questions selected from the published study  
589 questions.
- 590 E. Part V shall consist of 40 questions selected from the published study  
591 questions
- 592 5.1.12 A minimum grade of 80% on Part I and 85% each on Parts II, III, IV, and V  
593 shall be required to attain the designation of registered parliamentarian.
- 594 5.1.13 An applicant must complete the five-part RP exam within nine months from  
595 the date the first examination was taken. The exam parts may be taken in any  
596 order and in any combination of parts. All parts do not need to be taken at the  
597 same time. After completing the five parts, any exam parts that need to be  
598 retaken must be completed prior to the nine months from the date the first  
599 exam was taken. Appropriate fees may apply for any exam retakes. If after the  
600 initial nine months have passed and the applicant has not successfully  
601 completed all five parts, the entire RP exam must be retaken with a new six  
602 month time frame beginning again.
- 603 5.1.14 Applicants taking the registration examination shall receive from the  
604 registration examiners committee within 30 days of the date of the  
605 examination the following:
- 606 A. A notice of success or failure with scores
- 607 B. The list of questions missed, identified by number from the  
608 examination questions retained by the applicant
- 609 C. The answer the applicant selected for each incorrect answer
- 610 5.1.15 Headquarters shall send to the applicant a certificate of registration upon  
611 successful completion of the entire examination, accompanied by a letter of  
612 congratulations from the president.
- 613 5.1.16 Headquarters shall send the names of new RPs to the board of directors and  
614 the editor of the *NP*, who shall publish the names in the *NP*.
- 615 5.1.17 The committee shall establish rules for administering the examination and for  
616 maintaining confidentiality; any intentional violation of such rules by a  
617 member, if proven, shall be considered a breach of membership obligation and  
618 an unethical practice warranting action against the violator as provided in the  
619 Code of Ethics.
- 620 5.1.18 Applications and other necessary records shall be filed at headquarters.
- 621 5.1.19 Master copies of the questions in the bank of study questions for the  
622 registration examination shall be retained by headquarters.
- 623 5.1.20 Examination papers, correspondence relating to arrangements for the  
624 examinations, and other records of those applicants who have successfully  
625 passed the registration examination shall be sent to headquarters for scanning  
626 and permanent retention electronically per the NAP Records Retention  
627 Schedule.
- 628 5.1.21 All examination papers and other paperwork in connection with those  
629 applicants who have not successfully passed the complete registration

- 630 examination shall be sent to headquarters for scanning and permanent  
631 retention electronically per the NAP Records Retention Schedule. All  
632 paperwork in connection with those applicants who have started the  
633 application process but have not yet taken the registration examination at the  
634 end of the term of a chairman shall be given to the newly appointed committee  
635 chairman.
- 636 5.1.22 Permission is granted to NAP members to reproduce pages from the 1,200  
637 study questions for registration for use in teaching their students provided that  
638 all such copies clearly include the NAP copyright statement.
- 639 **5.2 Professional Qualifying Course for Professional Registered Membership**
- 640 5.2.01 The professional qualifying course for professional registered membership  
641 shall be prepared by and administered under the direction of the professional  
642 development committee. Successful completion of the course shall be required  
643 of all registered members seeking professional registered membership.  
644 Successful completion shall be defined as achieving at least 80%.
- 645 5.2.02 The professional qualifying course shall emphasize the development and  
646 evaluation of knowledgeable parliamentarians as they demonstrate  
647 competency and skills in the areas of (1) serving as a professional  
648 parliamentarian and/or professional presider at conventions and meetings; (2)  
649 working with an organization's governing documents; (3) engaging in  
650 parliamentary research and writing opinions; (4) serving as an instructor and  
651 demonstrating ability to communicate parliamentary information; and (5)  
652 applying the ethical and business practices of a professional parliamentarian.
- 653 5.2.03 The course shall be given in conjunction with the biennial convention and the  
654 NAP Training Conference and may be given at other times at the discretion of  
655 the committee.
- 656 5.2.04 Registration for the professional qualifying course shall be limited to a  
657 maximum of nine participants. The course will be canceled if fewer than six  
658 registrations are received. Exceptions may be made if approved by the  
659 president and the chairman of the professional development committee.
- 660 5.2.05 The tuition for the course shall be set by the board of directors. A member  
661 who enrolls for the course, pays the tuition, and subsequently cancels his or  
662 her enrollment shall be issued a refund of tuition or a tuition voucher as  
663 follows:
- 664 A. A full refund of the amount paid if written notice of cancellation is  
665 received before the registration deadline for the course
- 666 B. A nontransferable voucher for half of the amount paid, which may be  
667 applied to any later offering of the course held within one year, if  
668 notice of cancellation is received on or after the registration deadline  
669 and more than 10 days before the date the course begins
- 670 C. No refund if notice of cancellation is received within the 10 days  
671 before the course begins, unless there are extenuating circumstances as  
672 determined by the committee and approved by the president
- 673 5.2.06 The course shall be taught by two professional registered members who have  
674 successfully completed the train the trainer course and who are approved by

675 the committee. Instructors shall be reimbursed in the same manner as  
676 committee members.

677 5.2.07 A registered member who successfully completes the course shall qualify for  
678 professional registered membership. The chairman shall send each course  
679 attendee a letter regarding the status of the successful completion of the  
680 course, within 60 calendar days of course completion. The appropriate  
681 certificate shall be issued to each member who successfully completes the  
682 course.

683 **5.3 Professional Renewal Course for Retaining Professional Registered Membership**

684 5.3.01 The professional renewal course for retaining professional registered  
685 membership shall be prepared by and administered under the direction of the  
686 professional development committee.

687 5.3.02 The course shall be open only to professional registered members.

688 5.3.03 The professional renewal course shall emphasize the furtherance of expertise  
689 and evaluation of professional registered parliamentarians to maintain high  
690 competency and ethical standards in at least the areas of (1) serving as a  
691 professional parliamentarian and/or professional presider at conventions and  
692 meetings; (2) working with an organization’s governing documents; (3)  
693 engaging in parliamentary research and writing opinions; (4) understanding  
694 provisions in the current edition of RONR; and (5) applying the ethical and  
695 business practices of professional parliamentarians.

696 5.3.04 The course shall be given in conjunction with the NAP Biennial Convention  
697 and the NAP Training Conference and may be given at other times at the  
698 discretion of the committee.

699 5.3.05 Registration for the professional renewal course shall be limited to a  
700 maximum of nine participants. The course will be cancelled if fewer than six  
701 members are not registered by the established deadline. Exceptions may be  
702 made if approved by the president and the chairman of the professional  
703 development committee.

704 5.3.06 The tuition for the course shall be set by the board of directors. A member  
705 who enrolls for the course, pays the tuition, and subsequently cancels his or  
706 her enrollment shall be issued a refund of tuition or a tuition voucher as  
707 follows:

708 A. A full refund of the amount paid if written notice of cancellation is  
709 received before the registration deadline for the course

710 B. A nontransferable voucher for half of the amount paid, which may be  
711 applied to any later offering of the course held within one year, if  
712 notice of cancellation is received on or after the registration deadline  
713 and more than 10 days before the date the course begins

714 C. No refund if notice of cancellation is received within the 10 days  
715 before the course begins, unless there are extenuating circumstances as  
716 determined by the committee and approved by the president

717 5.3.07 The course shall be taught by two professional registered members who have  
718 successfully completed the train the trainer course and who are approved by  
719 the committee. Instructors shall be reimbursed in the same manner as  
720 committee members.

- 721 5.3.08 Successful completion shall be defined as participating in the five required  
722 modules and at least two elective modules, completing all related assignments,  
723 and performing to the standards of the modules as determined by the  
724 professional development committee. Participants shall receive an evaluation  
725 and critique within 60 days following the course.
- 726 **5.4 Professional Development Point System for Professional Registered Members**
- 727 5.4.01 The professional development point system for professional registered  
728 members shall be prepared by the professional development committee,  
729 approved by the board of directors, and administered under the direction of  
730 the professional development committee.
- 731 5.4.02 To retain professional registered membership, professional registered  
732 members must during each six-year certification period successfully complete  
733 the professional renewal course and submit to NAP Headquarters the required  
734 form documenting 150 points in professional activities.
- 735 5.4.03 Teaching the professional qualifying course or the professional renewal  
736 course shall constitute successful completion of the professional  
737 recertification course, according to the following criteria:
- 738 A. Teaching the professional qualifying course or the professional  
739 renewal course in a one-time, two-day traditional setting shall  
740 constitute successful completion of the professional renewal course.
- 741 B. Teaching a single module for the professional qualifying course or  
742 professional renewal course shall count ten points toward the  
743 required fifty points for successful completion of the professional  
744 renewal course. A person may receive up to twenty points for teaching  
745 the same module two times.
- 746 C. Teaching a single module for the professional qualifying course or  
747 professional renewal course does not negate the requirement that a  
748 PRP must complete seven modules to complete the professional  
749 renewal course; a teacher of one module must complete the six other  
750 modules in order to complete the professional renewal course.
- 751 5.4.04 Professional registered members who fail to successfully complete the  
752 professional recertification course and 150 points in parliamentary activities in  
753 order to retain their professional status shall revert to RP<sup>®</sup> status at the  
754 conclusion of their designated six year period.
- 755 **5.5 Continuing Education Units for Retaining Registered Membership**
- 756 5.5.01 Registered members shall be required during each six-year certification  
757 period to successfully complete 20 continuing education units (CEUs) to  
758 retain registered membership.
- 759 5.5.02 A registered member shall document fulfillment of the CEU requirement on a  
760 CEU completion form.
- 761 **5.6 Procedures for Handling Appeals of Unsuccessful Participants in Professional  
762 Recertification and Professional Qualifying Courses**
- 763 5.6.01 To appeal an unsuccessful rating in one of these courses, the unsuccessful  
764 participant (appellant) shall get in touch by postal mail with the instructor  
765 named in the letter notifying him/her of the course outcome and request an  
766 explanation for the rating within 21 calendar days of the postmark date of the

767 letter. If there is need, the designated instructor may get in touch with the co-  
768 instructor, keeping detailed notes of the telephone call. The designated  
769 instructor must respond to the appellant within 21 calendar days of the date of  
770 the postmark on the appellant’s letter. The response shall be sent via postal  
771 mail with return receipt requested and shall explain the reason(s) for revising  
772 or not revising the rating. If the situation remains unchanged, the designated  
773 instructor shall send copies and recordings of the appellant’s course work to  
774 the credentialing appeals committee at the time that such notification is sent to  
775 the appellant.

776 5.6.02 A copy of all correspondence shall be sent to the chairman of the professional  
777 development committee and special appeals committee.

778 5.6.03 If the situation still is unresolved, the appellant may file an appeal with the  
779 chairman of the special appeals committee within 21 calendar days of the  
780 postmark date of the designated instructor’s letter.

781 5.6.04 The appellant’s letter shall be sent to NAP Headquarters in a sealed envelope  
782 marked “**Confidential-Special Appeals Committee.**” At the request of the  
783 chairman of the special appeals committee, the chairman of the professional  
784 development committee shall forward a copy of all written material involved  
785 in the case to the special appeals committee. The committee shall consider the  
786 appeal and render a decision.

787 5.6.05 Members of the special appeals committee who were instructors in the  
788 course for which the appeal under consideration is pending shall not  
789 participate in its consideration.

790 5.6.06 The decision of the special appeals committee shall be final. The decision  
791 shall be communicated to the appellant by postal mail with return receipt  
792 requested within 60 days of the postmark date of the appellant’s letter from  
793 NAP Headquarters. Copies of this letter shall be sent to the chairman of the  
794 professional development committee, the president, and to the instructors.

795 **5.7 Retired Credentialed Parliamentarians**

796 5.7.01 In accordance with NAP Bylaws Article III Section 1B3, to qualify as a  
797 retired credentialed parliamentarian, a member shall not serve as a paid  
798 parliamentarian, meaning that the retired member must not accept any  
799 financial compensation for any parliamentary services she or he provides. A  
800 retired credentialed parliamentarian may serve as parliamentarian without  
801 compensation. The expenses of a retired credentialed parliamentarian may be  
802 paid for or reimbursed. Gifts as tokens of appreciation may not exceed \$100 in  
803 value.

804 5.7.02 In accordance with NAP Standing Rule 19, a credentialed member may  
805 choose retired status by sending a written request to the NAP Executive  
806 Director, including a certification that the member will not serve as a paid  
807 parliamentarian. Upon written acknowledgment by the executive director, the  
808 member shall use the title of registered parliamentarian-retired (RP-R) in  
809 place of registered parliamentarian (RP), or professional registered  
810 parliamentarian-retired (PRP-R) in place of professional registered  
811 parliamentarian (PRP).

- 812 5.7.03 A retired credentialed parliamentarian who wishes to resume non-retired  
813 status may seek reinstatement as provided in NAP Bylaws Article III Section  
814 2B or 2C. In accordance with NAP Standing Rule 19, such a request shall be  
815 submitted to the NAP Executive Director.
- 816 **5.8 Train the Trainer Course**
- 817 5.8.01 The purpose of the train the trainer course is to prepare professional registered  
818 members for teaching the professional qualifying course and the professional  
819 renewal course.
- 820 5.8.02 The train the trainer course shall be prepared by and administered under the  
821 direction of the professional development committee.
- 822 5.8.03 Successful completion of the train the trainer course and approval by the  
823 professional development committee shall be required to teach either the  
824 professional qualifying course or professional recertification course.
- 825 5.8.04 A PRP shall be considered to have successfully completed the train the trainer  
826 course if the PRP completed the train the trainer course, or has been  
827 designated by the professional development committee as an instructor for  
828 two or more professional recertification courses (PRC), or professional  
829 qualifying courses (PQC) held prior to March 1, 2009.
- 830 5.8.05 Attendance at train the trainer courses shall be by invitation of the  
831 professional development committee only. Criteria for invitation shall include  
832 at least the following:
- 833 A. The member must have had the professional registered parliamentarian  
834 designation for at least one year
  - 835 B. Geographic needs
  - 836 C. Criteria as set forth in the Professional Course Instructors' Guide
- 837 5.8.06 The tuition for the course shall be set by the board of directors. A member  
838 who enrolls for the course, pays the tuition, and subsequently cancels his or  
839 her enrollment shall be issued a refund of tuition or a tuition voucher as  
840 follows:
- 841 A. A full refund of the amount paid if written notice of cancellation is  
842 received before the registration deadline for the course
  - 843 B. A fifty percent refund of the amount paid if notice of cancellation is  
844 received on or after the registration deadline and more than 10 days  
845 before the course begins
  - 846 C. No refund if notice of cancellation is received within the 10 days  
847 before the course begins, unless there are extenuating circumstances as  
848 determined by the committee and approved by the president
- 849 5.8.07 The course may be offered at least once per biennium either in a face-to-face  
850 classroom setting or online. For the face-to-face classroom setting, the  
851 minimum class size shall be determined by the committee based on a balanced  
852 budget for the course.
- 853 5.8.08 The course shall be taught by at least two professional registered  
854 parliamentarians who have successfully completed the train the trainer course.
- 855 **5.9 Trainer Refresher Course**
- 856 5.9.01 The purpose of the trainer refresher course is to update trainers on new  
857 procedures and to serve as continuing education on content of the course.



- 858 5.9.02 The course shall be prepared by and administered under the direction of the  
859 professional development committee.
- 860 5.9.03 Completion of the course every other biennium shall be required to continue  
861 serving as a trainer. An instructor who successfully completes the train the  
862 trainer course during any biennium shall be deemed to have completed the  
863 trainer refresher course during that biennium. Instructors serving on the  
864 professional development committee shall be deemed to have completed the  
865 course during the biennium in which they are serving on the committee.  
866 Instructors who are required to take the refresher course shall be notified of  
867 this requirement six (6) months before the next NAP TC or convention,  
868 whichever is scheduled first, at which a refresher course will be offered.
- 869 5.9.04 Trainers who do not teach within their six-year certification period shall be  
870 required to take the professional renewal course.

### 871 **5.10 Records Retention**

872 NAP Headquarters shall maintain a record of all courses conducted by the professional  
873 development committee after December 31, 2008. The record shall contain the following  
874 for each course: (a) names of participants; (b) dates of participation; (c) outcome; (d)  
875 evaluations completed by the instructors during the course; and, (e) disposition of any  
876 related appeals. Evaluations and disposition of any appeals shall be retained for a period  
877 of one year following close of the course or appeal.

## 878 **CHAPTER 6 – ETHICS COMMITTEE**

### 879 880 **6.1 Procedures**

- 881 6.1.01 The committee shall officially notify all parties to any ethics complaint of the  
882 committee's final decision within five business day of the decision. This  
883 notification may be sent electronically.
- 884 6.1.02 No member of the Ethics Committee should participate in the discussion of or  
885 vote on a professional ethics complaint in which she or he has a direct  
886 personal or pecuniary interest not common to other members.
- 887 6.1.03 Instances in which a member should consider recusing himself or herself  
888 include the following:
- 889 A. The member is a party to the complaint;
  - 890 B. The member is related to any party by marriage or within the third  
891 degree;
  - 892 C. The member has a personal financial interest in the matter;
  - 893 D. The member is likely to be a witness; or
  - 894 E. The member has a personal bias or prejudice concerning the subject  
895 matter or a party.
- 896

897  
898  
899

## CHAPTER 7 – CAMPAIGNING

- 900  
901 **7.1 NAP Officer Campaign Policy**  
902       7.1.01 NAP’s Campaign Policy shall be:  
903           A. Printed in the fourth quarter *National Parliamentarian*® of even-  
904           numbered years  
905           B. Provided to any member upon request  
906           C. Available on the NAP website in the members only section  
907       7.1.02 Under the NAP Campaign Policy, a candidate is defined as a member who has  
908       declared his or her candidacy for an office listed in Article V.1 of the NAP  
909       Bylaws by submitting a signed NAP Consent Form to Serve to headquarters  
910       prior to publication in the *National Parliamentarian*® or to the secretary  
911       within 30 minutes of closing of nominations.  
912       7.1.03 All election campaigns shall be conducted with professionalism as the  
913       fundamental guideline. This includes, but is not limited to, the following  
914       principles which apply to all members as well as, districts, associations, and  
915       units:  
916           A. All campaigning shall be conducted in a spirit of fairness and honesty.  
917           B. There shall be no personal attacks or impugning of any candidate’s  
918           character.  
919       7.1.04 Guidelines for distribution of candidate information:  
920           A. NAP Headquarters shall not provide membership lists, event  
921           registrations, or delegate lists or labels for the purpose of campaigning.  
922           B. No NAP funds or staff time, other than that set forth elsewhere in these  
923           guidelines, may be expended for the purpose of facilitating any  
924           campaign activities.  
925           C. A photo and statement from each candidate shall be printed in the  
926           second quarter *National Parliamentarian*® in the election year. Any  
927           qualified candidate who submits his or her Consent to Serve form to  
928           NAP Headquarters by the submission deadline of the second quarter  
929           *National Parliamentarian*® (NP) may have a statement and picture  
930           published in that issue. The NP editor may establish format  
931           requirements for the submission. (See NAP Standing Rule 7.)  
932

## CHAPTER 8 – NATIONAL EVENTS

- 933  
934 **8.1 Convention**  
935       8.1.01 Convention Procedural Manual  
936       A convention procedural manual containing completed guidelines for the  
937       conduct of conventions shall be maintained. The manual shall include  
938       guidelines for pre-convention planning, charts for room requirements,  
939       personnel needed for and during convention, and other items that will  
940       facilitate the proper and efficient preparation and conduct of a convention.  
941       This convention procedural manual shall be kept current by each convention  
942       coordinator for the succeeding biennial convention. Each convention

943 coordinator shall file with the manual a report of the convention with  
944 suggestions for consideration by the next coordinator. The convention file, the  
945 updated manual, and a copy of the final report, including a summary of  
946 delegate evaluation sheets shall be forwarded to headquarters within 60 days  
947 after the close of the convention.

948 8.1.02 Convention Coordinator

949 A. A convention coordinator for any future convention shall be appointed  
950 by the president in office at the time of the site selection, with the  
951 approval of the board of directors.

952 B. The convention coordinator shall be responsible for recommending to  
953 the president appointments for the on-site committees and for planning  
954 and overall direction of on-site activities, except those relating to the  
955 convention program, credentials, rules of the convention, resolutions,  
956 and elections within the guidelines established by the board of  
957 directors and under the general direction of the president.

958 C. For the planning and conducting of a convention, the convention  
959 coordinator, in consultation with the president, may appoint a local  
960 arrangements committee.

961 D. The convention coordinator shall submit a proposed budget,  
962 registration fees, and sales table fees for approval at the mid-term  
963 meeting of the board of directors.

964 E. A final report shall be submitted to the president, past president,  
965 treasurer, board of directors, and headquarters within 60 days after the  
966 close of the convention.

967 F. The general arrangements committee shall be chaired by the  
968 convention coordinator and shall include the chairmen of the following  
969 committees:

- 970 (1) Local arrangements
- 971 (2) Finance and registration
- 972 (3) Program
- 973 (4) Publicity

974 8.1.03 Assistant Convention Coordinator

975 An assistant convention coordinator for any future convention may be  
976 appointed by the president in office at the time of the site selection, with input  
977 from the convention coordinator and approval of the board of directors.

978 8.1.04 Workshop Coordinator

979 A. A workshop coordinator and assistant workshop coordinator shall be  
980 appointed by the president, with the approval of the board directors.

981 B. The workshop coordinator and assistant workshop coordinator shall  
982 work with the president and the convention coordinator to obtain  
983 presenters and facilities for the convention workshops.

984 C. All NAP members presenting workshops shall pay the convention  
985 registration fee. Any presenter who has not paid the registration fee 30  
986 days prior to the workshop will be replaced.

- 987           8.1.05   Convention Committees
- 988           A.     Local Arrangements Committee
- 989                 The local arrangements committee chairman shall submit an interim
- 990                 report to the convention coordinator by November 30 following the
- 991                 convention, and a final report by December 31 following the
- 992                 convention.
- 993           B.     Convention Finance and Registration Committee
- 994                 (1)     Financial transactions related to the convention shall be
- 995                         through the official books of account at headquarters.
- 996                 (2)     The convention registration fee shall be waived for the
- 997                         president, convention coordinator, assistant coordinator (if
- 998                         appointed), technical coordinator (if appointed), workshop
- 999                         coordinator.
- 1000                (3)     Income received from all sources shall be forwarded directly to
- 1001                         the executive director, identifying sources of funds, such as
- 1002                         registration, tours, meals, and other items.
- 1003                (4)     The committee shall:
- 1004                         (a)     Be responsible for preparing a budget and
- 1005   recommending the amount of the registration fee to the
- 1006   mid-term meeting of the board of directors
- 1007                         (b)     Be responsible for submitting requisitions from local
- 1008   committees to the convention coordinator for approval,
- 1009   after which reimbursement shall be made
- 1010                         (c)     Be responsible for collecting registration and other fees
- 1011   at the convention from members not pre-registered, and
- 1012   forwarding these to headquarters
- 1013                         (d)     Be responsible for collecting fees for sales tables
- 1014           C.     Convention Program
- 1015                 (1)     NAP Past Presidents shall be the honored guests of NAP at an
- 1016                         event held in conjunction with the biennial convention.
- 1017                 (2)     The reception for the newly elected officers shall be a function
- 1018                         of NAP.
- 1019           D.     Convention Publicity Committee shall:
- 1020                 (1)     Set up a definite schedule for releasing publicity and programs
- 1021                         to the news media
- 1022                 (2)     Obtain approval of the president for all releases
- 1023           E.     Credentials Committee
- 1024                 (1)     Headquarters shall:
- 1025                         (a)     Be responsible for issuing credentials for accredited
- 1026   voting members and alternates for the convention
- 1027                         (b)     Supply the credentials committee with a list of all
- 1028   eligible voters
- 1029                 (2)     The credentials committee shall:
- 1030                         (a)     Prepare and issue voting credentials to qualified
- 1031   members of the convention voting body

- 1032 (b) Present an initial report at the opening of the  
1033 convention  
1034 (c) Submit additional reports upon request of the president  
1035 (d) Give a report to the voting body just prior to elections  
1036 (e) Give a complete report of those in attendance on the  
1037 last day of the convention  
1038 F. Rules Committee shall draft and submit convention rules to the  
1039 convention. The president and parliamentarian may attend meetings as  
1040 advisers.  
1041 G. Resolutions Committee shall:  
1042 (1) Receive, consider, edit, and evaluate all resolutions referred to  
1043 it  
1044 (2) Initiate resolutions, if deemed desirable  
1045 (3) Report resolutions to the convention with the recommendations  
1046 of the committee  
1047 H. Elections Committee shall:  
1048 (1) Consist of a chairman and as many members as deemed  
1049 necessary  
1050 (2) Draft and submit convention election rules for presentation to  
1051 the convention  
1052 (3) Supervise the voting  
1053 (4) Serve as tellers for the counting of ballots  
1054 (5) Report such results to the convention as directed by the  
1055 president  
1056 8.1.06 Officers' Duties in Relation to Convention  
1057 A. The president shall be responsible for:  
1058 (1) Transferring the NAP President's pin to the incoming president  
1059 (2) Consulting with the convention coordinator regarding the  
1060 issuing of formal invitations  
1061 B. The vice president, with the assistance of headquarters, shall be  
1062 responsible for the acquisition of:  
1063 (1) A gavel for the incoming president engraved with the mace, the  
1064 president's name, and term of service  
1065 (2) A pin for the past president  
1066 (3) A gift for the outgoing president on behalf of the board of  
1067 directors  
1068 8.1.07 Vendor Sales Tables  
1069 Sale of publications/other sale items shall be as provided in policy 4.4.  
1070 **8.2 NAP Training Conference**  
1071 8.2.01 Conference Procedural Manual  
1072 A NAP Training Conference Procedural Manual containing completed  
1073 guidelines for the conduct of conferences shall be maintained. The manual  
1074 shall include guidelines for pre-conference planning, charts for room  
1075 requirements, personnel needed for and during the NAP Training Conference,  
1076 and other items that will facilitate the proper and efficient preparation and  
1077 conduct of a conference. This conference procedural manual shall be kept

1078 current by each conference coordinator for the succeeding NAP Training  
1079 Conference. Each conference coordinator shall file with the manual a report of  
1080 the conference with suggestions for consideration by the next coordinator. The  
1081 NAP Training Conference file, the updated manual, and a copy of the final  
1082 report, including a summary of evaluation sheets, shall be forwarded to  
1083 headquarters within 60 days after the close of the conference.

1084 8.2.02 Conference Coordinator

- 1085 A. A conference coordinator shall be appointed by the president in office  
1086 at the time of the site selection, with the approval of the board of  
1087 directors.
- 1088 B. The conference coordinator shall be responsible for recommending to  
1089 the president appointments for the on-site committees, planning, and  
1090 overall direction of on-site activities, including those relating to the  
1091 membership meeting, within the guidelines established by the board of  
1092 directors and under the general direction of the president.
- 1093 C. For the planning and conducting of a conference, the conference  
1094 coordinator, in consultation with the president, may appoint a local  
1095 arrangements committee.
- 1096 D. The NAP Training Conference coordinator shall submit a proposed  
1097 budget, registration fees, and sales table fees for approval at a meeting  
1098 of the board of directors held prior to April 30 of the even-numbered  
1099 years.
- 1100 E. A final report shall be submitted to the president, treasurer, board of  
1101 directors, and headquarters within 60 days after the close of the NAP  
1102 Training Conference.
- 1103 F. The general arrangements committee shall be chaired by the  
1104 conference coordinator and shall include the chairmen of the following  
1105 committees:
- 1106 (1) Local arrangements
  - 1107 (2) Finance and registration
  - 1108 (3) Program
  - 1109 (4) Publicity

1110 8.2.03 Assistant Conference Coordinator

1111 An assistant conference coordinator for any future conference may be  
1112 appointed by the president in office at the time of the site selection, with input  
1113 from the conference coordinator and approval of the board of directors.

1114 8.2.04 Workshop Coordinator

- 1115 A. A workshop coordinator and assistant workshop coordinator shall be  
1116 appointed by the president, with the approval of the board of directors.
- 1117 B. The workshop coordinator and assistant workshop coordinator shall  
1118 work with the president and the conference coordinator to obtain  
1119 presenters and facilities for the conference workshops.
- 1120 C. All NAP members presenting workshops shall pay the conference  
1121 registration fee. Any presenter who has not paid the registration fee 30  
1122 days prior to the workshop will be replaced.

- 1123 8.2.05 Conference Committees
- 1124 A. Local Arrangements Committee
- 1125 The local arrangements committee chairman shall submit an interim
- 1126 report to the conference coordinator by November 30 following the
- 1127 conference, and a final report by December 31 following the
- 1128 conference.
- 1129 B. Conference Finance and Registration Committee
- 1130 (1) Financial transactions related to the conference shall be
- 1131 through the official books of account at headquarters.
- 1132 (2) Income received from all sources shall be forwarded directly to
- 1133 the executive director, identifying sources of funds, such as
- 1134 registration, tours, meals, and other items.
- 1135 (3) The committee shall:
- 1136 (a) Be responsible for preparing a budget and
- 1137 recommending the amount of the registration fee to the
- 1138 post-convention meeting of the board of directors
- 1139 (b) Be responsible for submitting requisitions from local
- 1140 committees to the conference coordinator for approval,
- 1141 after which reimbursement shall be made
- 1142 (c) Be responsible for collecting registration and other fees
- 1143 at the conference from members not pre-registered, and
- 1144 forwarding these to headquarters
- 1145 (d) Be responsible for collecting fees for sales tables
- 1146 C. Conference Publicity Committee shall:
- 1147 (1) Set up a definite schedule for releasing publicity and programs
- 1148 to the news media
- 1149 (2) Obtain approval of the president for all releases
- 1150 8.2.06 Financial transactions related to the conference shall be through the official
- 1151 books of account at headquarters.
- 1152 8.2.07 The NAP Training Conference fee shall be waived for the president,
- 1153 conference coordinator, assistant coordinator (if appointed), technical
- 1154 coordinator (if appointed), and workshop coordinator.
- 1155 8.2.08 Vendor Sales Tables
- 1156 Sale of publications/other sale items shall be as provided in policy 4.4.
- 1157 **8.3 Leadership Conference**
- 1158 A leadership conference coordinator and assistant coordinator shall be appointed by the
- 1159 president, with the approval of the board of directors, to plan and conduct the annual
- 1160 leadership conference held prior to the convention or the NAP Training Conference.
- 1161 **8.4 Procedures for Selection of Convention Sites**
- 1162 8.4.01 Invitations for holding the biennial convention of NAP may be received and
- 1163 acted upon at the mid-term meeting of the board of directors for the
- 1164 convention to be held five years hence.
- 1165 8.4.02 Invitations will be submitted by chartered associations only and shall include
- 1166 detailed information about available hotel and meeting room facilities and
- 1167 transportation to the city.

- 1168 8.4.03 The appropriate district director and/or district director-elect shall be notified  
 1169 of the association’s intent to extend an invitation.
- 1170 8.4.04 The NAP shall rotate biennial convention sites according to 3 geographical  
 1171 areas of the USA and Canada as listed in Appendix C.
- 1172 8.4.05 The NAP shall use a meeting procurement firm to research the viability of  
 1173 biennial convention sites for final approval by the board.
- 1174 **8.5 Procedures for Selection of NAP Training Conference Sites**
- 1175 8.5.01 Invitations for holding the NAP Training Conference may be received and  
 1176 acted upon at the mid-term meeting of the board of directors for the NAP  
 1177 Training Conference to be held four years hence.
- 1178 8.5.02 Invitations will be submitted by chartered associations only and shall include  
 1179 detailed information about available hotel and meeting room facilities and  
 1180 transportation to the city.
- 1181 8.5.03 The appropriate district director and/or district director-elect shall be notified  
 1182 of the association’s intent to extend an invitation.
- 1183 8.5.04 The NAP shall rotate NAP Training Conference sites according to 3  
 1184 geographical areas of the USA and Canada as listed in Appendix C.
- 1185 8.5.05 The NAP shall use a meeting procurement firm to research the viability of the  
 1186 NAP National Training sites for final approval by the board.
- 1187 Proviso: The NAP shall begin the site selection for conventions and training conferences by  
 1188 rotation process by suggesting 3-5 cities (metropolitan areas) in the Western Rotation Area for  
 1189 the 2016 NAP Training Conference.
- 1190 **8.6 Photography at NAP National Events**
- 1191 8.6.01 Participants shall allow the National Association of Parliamentarians (NAP),  
 1192 NAP divisions, and the NAP Educational Foundation to use conference  
 1193 photographs, video footage, and their names for NAP promotional purposes.  
 1194 Non-limiting examples of NAP promotional purposes include the  
 1195 publications, presentations, online social media, websites, advertising to non-  
 1196 members, and e-mail messages to members.
- 1197 8.6.02 Special photo sessions with a member and one or more consenting other  
 1198 individuals in the photo may be used by that member for press releases or that  
 1199 member’s own business promotional purposes.
- 1200 8.6.03 Members posting photos taken by the official NAP photographer on social  
 1201 media sites including him/herself only do not require permission for use.  
 1202 Photos with other individuals require permission of the other individuals in  
 1203 the picture prior to use by the member on any social media site.
- 1204 8.6.04 Members may opt out of being photographed in any pictures at national events  
 1205 by notifying NAP at least one day prior to the opening of the event. Photos  
 1206 taken of large group panoramic settings (i.e., general sessions, workshop  
 1207 audiences, etc.) cannot be governed by this rule. A member must provide an  
 1208 opt-out notice for each national event. A member may revoke the opt-out  
 1209 notice upon written notice to the NAP photographer when on-site. This opt-  
 1210 out policy will be published on all registration forms for the national events.
- 1211 8.6.05 Policies stated in Section 8.6 shall apply only to the photos taken by the NAP  
 1212 official photographer. Other cameras at national events will not be regulated  
 1213 by these rules.



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## CHAPTER 9 – NAP HEADQUARTERS

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### 1216 9.1 Headquarters

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#### 9.1.01 Primary Function

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Within the framework established by the bylaws of NAP, the primary function of the headquarters is to provide continuity to the affairs of NAP by serving in the capacities listed below:

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A. As a receiving center for inquiries regarding NAP.

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B. As a disbursement center for the dissemination of information to members and the public.

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C. As a quasi-public relations office working with the communications committee.

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D. As a filing and storage center for permanent and temporary records of the association.

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E. As a sales center for NAP authorized material.

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F. As a publications coordination and service center for officers and committees of NAP.

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1231

G. As a referral center for professional registered parliamentarians.

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H. As the accounting office of NAP with full responsibility for the collection and processing of dues and other income including NSF checks, for all financial records, and for the payment of authorized expenditures under the budget. The accounting office shall not sell materials until unpaid financial obligations have been paid. The president and executive director shall be authorized signers for the financial accounts. Issuance of any check of \$5,000 or more shall require authorization by a second authorized signer.

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I. As a management center for the day-to-day affairs of NAP.

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#### 9.1.02 Hours

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The headquarters shall be open from 8 a.m. to 5 p.m. Central Time, Monday through Friday, and shall be closed in accordance with the NAP Personnel Manual and additional days as may be determined by the executive director with the approval of the president.

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#### 9.1.03 Private Files

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Files containing information of a private nature, and other matters deemed private by the executive director, shall be kept locked. Only the executive director and the administrative assistant shall have keys to the files, and access to the files shall be only with the approval of the executive director, the president, or by order of the board of directors.

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#### 9.1.04 Listing of Members

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A. The headquarters shall annually provide each chartered association with a listing of the NAP members residing in that state. Each association shall indicate the status of state members together with any corrections to be made to the printout. The reviewed list shall be returned to the headquarters by October 15.

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- 1258 B. Information released to the board of directors or association presidents  
1259 shall include name, address, telephone number, e-mail address,  
1260 professional status, primary unit, expiration of PRP® status if  
1261 applicable, and date of membership. The information shall be provided  
1262 on CD-ROM or via e-mail.
- 1263 C. Association presidents may request that the membership list for their  
1264 states/provinces be provided to designated members serving as officers  
1265 or committee chairmen, such as newsletter or membership  
1266 chairmen, during the association president's term of office.
- 1267 D. The membership manual shall be available to members only.
- 1268 9.1.05 General Responsibilities  
1269 The headquarters office shall:
- 1270 A. Maintain permanent membership records of past and present members,  
1271 with their current membership status.
- 1272 B. Notify the president or chairmen of states and provinces and the  
1273 district directors of members whose dues are not paid by March 1.
- 1274 C. Supply the convention credentials committee with a list of eligible  
1275 voters.
- 1276 D. Display pictures of the current president and each past president at  
1277 headquarters.
- 1278 E. Verify eligibility of a former member requesting reinstatement and  
1279 send reinstatement application with instructions.
- 1280 F. Sale of educational material shall be handled as follows:
- 1281 (1) NAP members:
- 1282 (a) Must make payment at the time of the sales order.
- 1283 (b) Must pay appropriate shipping & handling charges as  
1284 indicated on the sales order form.
- 1285 (c) May return items to NAP within 30 days of shipping date  
1286 with a 20% restocking fee.
- 1287 (d) May order materials on consignment on behalf of others  
1288 and shall be responsible, within 30 days of the event, for  
1289 full payment of items sold; return of unsold items,  
1290 including 20% restocking fee; and all shipping costs.
- 1291 (2) NAP constituent divisions (as defined in NAP Bylaws Article  
1292 IV Section 1):
- 1293 (a) May order educational material on a consignment basis at  
1294 the member price.
- 1295 (b) Must submit payment for educational materials ordered  
1296 for resale at an educational seminar or meeting of a  
1297 district, association, an unchartered state or province,  
1298 unit, or youth group no more than 30 days following the  
1299 close of the event. If payment is not received within 30  
1300 days, the privilege to order items for consignment shall  
1301 be suspended until the outstanding invoice is fully paid.
- 1302 (c) Must pay actual shipping cost for the educational material  
1303 orders sent outside the United States. No shipping costs

- 1304 will be charged for orders shipped within the United  
 1305 States.
- 1306 (d) Must pay shipping charges for items returned to NAP.  
 1307 (e) Will be invoiced for the total order plus any applicable  
 1308 shipping costs if unsold items are not returned to NAP  
 1309 Headquarters within 30 days following the close of the  
 1310 event. If payment is not received within the prescribed  
 1311 time limit, the privilege to order items for consignment  
 1312 sale shall be suspended until the outstanding invoice is  
 1313 fully paid.
- 1314 (f) Must pay the selling price of defaced items returned to  
 1315 NAP. If the constituent division wants to keep the  
 1316 defaced items after they have paid the selling price, the  
 1317 items will be shipped to them at their expense.
- 1318 G. Assign NAP educational materials and supplies for the use by officers  
 1319 and committee members in the work of NAP upon written request in  
 1320 the same manner as requisition of funds. The NAP cost of the  
 1321 materials shall be charged against the account of the appropriate  
 1322 officer or committee.
- 1323 H. Send members involved in the production of educational material a  
 1324 complimentary copy upon receipt of a signed requisition from the  
 1325 chairman of the educational resources committee. The NAP cost of the  
 1326 item is to be charged to a special account.
- 1327 I. Process the charter application for new associations or new units and  
 1328 upon receipt of approved bylaws, issue a charter.
- 1329 J. Maintain a file of current association and unit bylaws.
- 1330 K. Maintain a file of the names of current NAP sponsors of youth groups.
- 1331 L. Provide complimentary copies of international extension materials as  
 1332 requested, including a membership information brochure, study  
 1333 questions for the membership examination, and the unit manual for  
 1334 international extension.
- 1335 M. Send to all past presidents all mailings which are sent to the board of  
 1336 directors, except they shall not receive confidential information or mail  
 1337 ballots. A past president may request not to receive the mailings.
- 1338 N. As publisher of the membership manual, include the following:  
 1339 “Members of the NATIONAL ASSOCIATION OF PARLIAMENTARIANS®  
 1340 may use the information contained in this membership manual for  
 1341 communication with headquarters or members for official NAP  
 1342 division business. Any other private use of the information in this  
 1343 manual, including political, promotional, or commercial  
 1344 communications, is strictly prohibited and constitutes misuse of NAP  
 1345 property.”
- 1346 O. Process credit card purchases as set forth in the NAP Credit Card  
 1347 Security Policy.
- 1348 9.1.06 Duties relating to the *National Parliamentarian*®  
 1349 A. Provide for its distribution to the membership

- 1350 B. Keep additional copies available for new members and mail them
- 1351 when the new member list is received
- 1352 C. Maintain the file of paid subscribers to whom copies are mailed and
- 1353 send notification prior to subscription termination
- 1354 D. Provide complimentary copies as follows:
- 1355 (1) Two copies to each author of feature articles as instructed by
- 1356 the editor.
- 1357 (2) Additional copies as requested by members of the board of
- 1358 directors when needed for the responsibilities of the position.

1359 **9.2 Executive Director**

1360 9.2.01 General Responsibilities

1361 The executive director shall:

- 1362 A. Maintain the book of accounts of the association in accordance with
- 1363 generally accepted accounting procedures and be responsible for:
- 1364 (1) The preparation of financial statements to be distributed
- 1365 monthly to the board of directors
- 1366 (2) The deposit of all income in the financial institutions approved
- 1367 by the president and the treasurer
- 1368 (3) The disbursement of funds upon receipt of properly completed
- 1369 requisitions or other appropriate documents
- 1370 (4) Keeping the president and treasurer advised of cash flow
- 1371 management
- 1372 B. Be responsible for the contents of the safety deposit box. The
- 1373 executive director and the treasurer or administrative assistant shall
- 1374 have a key to the box.
- 1375 C. Maintain a theft and dishonesty insurance policy to cover all personnel
- 1376 handling funds, liability insurance, fire insurance, extended coverage
- 1377 insurance, and other adequate insurance coverage as determined by the
- 1378 board of directors.
- 1379 D. Keep the board of directors advised of inventory and sales records.
- 1380 E. Furnish the editor information regarding materials for sale at
- 1381 headquarters and advise the editor regarding the number of copies of
- 1382 the NP to print.
- 1383 F. Furnish the board of directors with a monthly directory update, a list of
- 1384 members whose dues are delinquent February 1, and a membership
- 1385 forfeiture list after March 1.
- 1386 G. Provide the outgoing president and outgoing editor a bound copy of
- 1387 the eight issues of the NP produced during the term of office.
- 1388 H. Maintain custody of the official seal that shall read “National
- 1389 Association of Parliamentarians®” and that shall be imprinted on all
- 1390 charters and other documents as authorized by the board of directors.

1391 9.2.02 Memorials

- 1392 A. Notices of death of a member of the board of directors, of an
- 1393 immediate family member of an officer, or of a past president shall be
- 1394 sent to all members of the board of directors and to past presidents.

- 1395 B. A memorial, not to exceed \$100.00 in value, will be provided on  
 1396 behalf of the board of directors upon the death of an NAP past  
 1397 president, a current member of the board of directors, or of the spouse,  
 1398 parent, or child of a current member of the board of directors.  
 1399 9.2.03 Use of NAP Parliamentary Resource Center  
 1400 A parliamentary resource center of publications on parliamentary law shall be  
 1401 maintained, with access supervised by the executive director. Access to the  
 1402 parliamentary resource center shall be by appointment during normal office  
 1403 hours.  
 1404

## CHAPTER 10 – BOARD OF DIRECTORS

- 1405  
 1406 **10.1 Special Rules of Order**  
 1407 10.1.01 The board of directors may postpone matters to its next session even though  
 1408 the time between these sessions may exceed a quarterly time interval.  
 1409 10.1.02 Conduct of business in board of directors meetings  
 1410 A. The usual rules for small boards under the current edition of *Robert’s*  
 1411 *Rules of Order Newly Revised* shall apply.  
 1412 B. The name of the member making a motion shall not be recorded in the  
 1413 minutes.  
 1414 10.1.03 Known items of business, which may be presented at board meetings, shall be  
 1415 given to the president in advance of the board session to facilitate planning of  
 1416 the board meeting.  
 1417 A. This will not pertain to items of new business which incidentally arise  
 1418 from business conducted at the board meeting.  
 1419 B. Proposed amendments to the policies and procedure document shall be  
 1420 submitted to the policies and procedures committee to present to the  
 1421 board of directors. (See policy 1.3)  
 1422 10.1.04 The board of directors may suspend any operational policy and procedure by a  
 1423 two-thirds vote regardless of whether or not the rule being suspended has  
 1424 application outside a meeting context.  
 1425 **10.2 Special Rules of Order for Electronic Meetings**  
 1426 10.2.01 A. For an electronic board meeting, the chair, the secretary, a meeting  
 1427 facilitator designated by the chair, or their assistants shall schedule  
 1428 Internet meeting service and linked teleconference availability to begin  
 1429 no less than 30 minutes before the start of each meeting.  
 1430 B. Board members shall make every effort to sign into the Internet  
 1431 meeting service sufficiently in advance of the time of the meeting to  
 1432 enable their connections to be verified and, if necessary, assisted by  
 1433 troubleshooting.  
 1434 10.2.02 A. Each board member’s notice of a meeting shall include the time of the  
 1435 meeting, the information necessary to connect to the Internet meeting  
 1436 service, and, as an alternative and back-up to VOIP (Voice Over  
 1437 Internet Protocol) audio, information the board member needs to  
 1438 participate aurally by telephone. The notice shall also include a copy  
 1439 or a link to a copy of these rules.

- 1440 B. Unless the entire meeting is to be held in executive session, notice of  
1441 the meeting shall also be posted prominently on the NAP website in a  
1442 manner accessible to NAP members, together with an explanation that  
1443 under Article VII, Section 3C of the NAP bylaws members of NAP  
1444 may attend meetings of the NAP Board of Directors as observers, and  
1445 that any member of NAP may monitor the electronic meeting but may  
1446 not otherwise participate in it. NAP members or other individuals  
1447 attending an electronic meeting as observers must provide their full  
1448 names as they sign into the meeting. Members or other individuals  
1449 who do not do so may be barred or ejected from monitoring the  
1450 meeting.
- 1451 10.2.03 A. Board members shall identify themselves by full name as required to  
1452 sign into the Internet meeting service, and shall maintain Internet  
1453 access throughout the meeting.
- 1454 B. Board members shall also maintain aural participation throughout the  
1455 meeting, either through the use of the board member's computer  
1456 microphone and speakers through the Internet meeting service or  
1457 through participation in the linked teleconference.
- 1458 C. Each member is responsible for his or her connection to the Internet  
1459 and teleconference; no action shall be invalidated on the grounds that  
1460 the loss of, or poor quality of, a member's individual connection  
1461 prevented him or her from participating in the meeting, provided that  
1462 at least a quorum of board members was connected and adequately  
1463 able to participate.
- 1464 10.2.04 The chair may cause or direct the temporary disconnection or muting of a  
1465 member's connection if it is causing undue interference with the electronic  
1466 meeting. The chair's decision to do so, which is subject to an undebatable  
1467 appeal that can be made by any board member, shall be recorded in the  
1468 minutes.
- 1469 10.2.05 A. To seek recognition by the chair, a board member shall cause his or  
1470 her hand icon to be raised. Upon recognition of a board member, the  
1471 chair shall cause the lowering of all "raise hand" icons.
- 1472 B. Another board member who claims preference in recognition shall  
1473 thereupon promptly raise (or raise again) his or her hand icon and may  
1474 enable his or her webcam as described in paragraph C of this  
1475 subsection, and the chair shall recognize the member for the limited  
1476 purpose of determining whether that member is entitled to preference  
1477 in recognition.
- 1478 C. Upon being recognized, the board member shall, if possible, enable his  
1479 or her webcam. Upon yielding the floor, the board member shall  
1480 disable his or her webcam.
- 1481 D. If feasible, a webcam video of the chair shall be displayed throughout  
1482 the meeting.
- 1483 10.2.06 A board member who intends to make a motion that under the rules may  
1484 interrupt a speaker shall cause the member's "Disagree" icon (red-filled circle

- 1485 with an “X”) to be raised and may enable his or her webcam as described in  
1486 10.2.05C. (This icon may not be used to indicate opposition.)  
1487 10.2.07 A board member intending to make a main motion, to offer an amendment, or  
1488 to propose instructions to a committee, shall, before or after being recognized,  
1489 post the motion in writing to the “Everyone Chat” window. Use of the  
1490 “Everyone Chat” window shall be restricted to posting the text of intended  
1491 motions.  
1492 10.2.08 A. Control of the “Agenda and Motions” frame shall be reserved to the  
1493 chair, the secretary, a meeting facilitator designated by the president,  
1494 and their assistants.  
1495 B. To the extent feasible, the “Agenda and Motions” frame shall be used  
1496 to display the immediately pending question and other pending  
1497 questions (such as a main motion, or the pertinent part of the main  
1498 motion, when an amendment to it is immediately pending). When the  
1499 question is stated on a motion, to the extent feasible, its text shall be  
1500 copied (when it has been submitted in writing) or typed into the  
1501 “Agenda and Motions” frame.  
1502 C. To the extent feasible, a frame shall also be used to display other  
1503 documents before the meeting for action or information, such as  
1504 minutes being considered for adoption or items related to a report or  
1505 program.  
1506 10.2.09 All votes shall be taken by the electronic voting feature of the Internet  
1507 meeting service unless otherwise ordered by the board.

### 1508 **10.3 General Responsibilities**

- 1509 10.3.01 Advisers  
1510 The parliamentarian and executive director shall attend board meetings in an  
1511 advisory capacity.  
1512 10.3.02 Transfer of NAP Materials from One Administration to Another  
1513 NAP materials relating to on-going projects, finalized action, and information  
1514 of historical significance will be shipped to the designated address of the  
1515 successor within 60 days after the close of the administration via the method  
1516 most advantageous to NAP.  
1517 10.3.03 Board Minutes  
1518 A. Copies of approved minutes of regular and special meetings shall be  
1519 distributed to all board members and advisory members.  
1520 B. Minutes of NAP Board of Directors meetings will be posted on the  
1521 NAP website within 10 days of their approval.  
1522 10.3.04 Minutes Approval Committee  
1523 A. The president shall appoint a committee of three board members to  
1524 approve all minutes of the board meetings.  
1525 B. Work will be completed within 30 days after the adjournment of the  
1526 board meeting.  
1527 10.3.05 Executive Session Minutes  
1528 Only one copy of each executive session’s minutes will be produced and shall  
1529 be maintained at headquarters by the executive director. A confidential copy  
1530 will also be distributed to all board of directors’ members.

- 1531 10.3.06 Contracts
- 1532 A. The board of directors or its designee shall be responsible for all
- 1533 contract negotiations.
- 1534 B. The president shall sign all contracts for and on behalf of the
- 1535 organization including those for events funded in part or in whole by
- 1536 district event funds.
- 1537 C. The president shall sign all personnel contracts.
- 1538 D. The executive director shall sign contracts for headquarters services
- 1539 with approval of the president.

1540 **10.4 Committees of the Board of Directors**

1541 10.4.01 Budget and Finance Committee

1542 The budget and finance committee shall:

- 1543 A. Consist of the president, vice-president, treasurer (serving as
- 1544 chairman), and executive director as ex officio.
- 1545 B. Request itemized budget requests from all board members and
- 1546 committee chairmen.
- 1547 C. Prepare recommendations for budget adjustments, if necessary.
- 1548 D. Prepare financial report for board of directors approval prior to each
- 1549 board meeting.
- 1550 E. Make recommendations to the board of directors on any proposed
- 1551 contract after receiving at least three bids on any contract of \$5000 or
- 1552 more. This bid solicitation requirement may be waived by a majority
- 1553 vote of the full board of directors in advance.
- 1554 F. Recommend the appropriate fees for events, courses, and exams based
- 1555 on the adopted budget to the board.

1556 10.4.02 Pricing Committee

1557 The pricing committee shall:

- 1558 A. Consist of the treasurer and two board members appointed by the
- 1559 president with approval of the board of directors. The president shall
- 1560 appoint the chairman of the committee with approval of the board.
- 1561 B. Determine the quantity of educational and other sale items to be
- 1562 produced/maintained for sale
- 1563 C. Set the sales prices for all items and adjust the prices on special
- 1564 promotion items based on recommendation of headquarters and the
- 1565 educational resources committee
- 1566 D. Negotiate and approve consignment agreements based on
- 1567 recommendations from the educational resources committee
- 1568 E. Obtain the signature of the president on any contract or agreement
- 1569 F. Establish criteria for NAP publications or portions of NAP
- 1570 publications that may be copied by members, units, or associations for
- 1571 instructional purposes and provide for the printing of the appropriate
- 1572 authorization statement in each publication
- 1573 G. Receive a report from the educational resources committee on items
- 1574 approved for consignment at each of its regular meetings.

1575 10.4.03 Personnel Committee



- 1576 A. The personnel committee shall be comprised of three members  
1577 appointed by the president with the approval of the board of directors.  
1578 The criteria for appointment are that the members shall have recent  
1579 knowledge of or experience in staff management or human resources  
1580 practices. The third member of this committee need not be a board  
1581 member if the management/HR experience is lacking otherwise.
- 1582 B. The primary function of this committee shall be to handle human  
1583 resources issues that may arise and to ensure NAP operates in this area  
1584 in a professional and legally sound manner.
- 1585 C. The committee shall:
- 1586 (1) Review personnel manual annually and update it. Ensure that  
1587 employees are briefed annually on any changes.
  - 1588 (2) Review and update employee evaluation tools annually in  
1589 consultation with the executive director.
  - 1590 (3) Conduct the annual evaluation of the executive director with  
1591 the president and report findings and recommendations to the  
1592 board of directors.
  - 1593 (4) Review annual evaluations of the other employees with the  
1594 executive director.
  - 1595 (5) Review compensation studies for the area and the positions  
1596 annually. Make recommendations for salary adjustments for  
1597 the executive director in consultation with the president (and  
1598 for the employees other than the executive director in  
1599 consultation with the executive director) to the board of  
1600 directors.
  - 1601 (6) Review all employee benefits annually in consultation with the  
1602 executive director and make recommendations if necessary.
  - 1603 (7) Review job descriptions with the executive director annually.
  - 1604 (8) Review personnel files biennially to ensure legal compliance.
  - 1605 (9) Review and approve posting of advertisements for board  
1606 approved job openings.
  - 1607 (10) oversee and approve all final personnel actions including  
1608 interviewing, hiring and termination processes and decisions.  
1609 *(adopted 3-8-16)*
  - 1610 (11) Recommend procedures to the board of directors for hiring a  
1611 new executive director.
  - 1612 (12) Serve as the first contact on behalf of the board of directors for  
1613 employee grievances, complaints of sexual harassment, or  
1614 appeals of disciplinary actions of the executive director.
  - 1615 (13) Make recommendations to the board of directors regarding  
1616 employee grievances, formal complaints, or appeals of  
1617 disciplinary actions.

#### 1618 10.4.04 Policies and Procedures Committee

1619 A policies and procedures committee of three members of the board of  
1620 directors shall be appointed by the president at the first board meeting of the

1621 biennium. The president may and the parliamentarian shall attend meetings as  
1622 advisers.

1623 **10.5 Action Without a Meeting**

1624 In accordance with the governing District of Columbia statute under which NAP is  
1625 incorporated, action may be taken by the board of directors without a meeting if each  
1626 director signs a consent describing the action to be taken and delivers it to NAP  
1627 headquarters. The consent must be inscribed on a tangible medium or stored in an  
1628 electronic or other medium and retrievable in perceivable form. Any action taken outside  
1629 a meeting by electronic means must be recorded in the minutes of the next regular  
1630 meeting.

**CHAPTER 11 – COMMITTEES**

1631

1632 **11.1 Standing Committees**

1633 11.1.01 Plan of Work

1634 Each standing committee shall develop a plan of work and procedures, and  
1635 submit them to the president for approval immediately following its first  
1636 committee meeting.

1637 11.1.02 Procedural Manual

1638 Each standing committee shall develop and maintain a procedural manual for  
1639 the committee.

1640 11.1.03 Communications

1641 Each standing committee shall inform the president of all substantive  
1642 communications.

1643 11.1.04 Minutes

1644 Memorandum of all committee meetings will be kept and a copy forwarded to  
1645 the president.

1646 11.1.05 Meetings

1647 A. The president shall be notified of the date, place, and time of all  
1648 committee meetings.

1649 B. All committee meetings and the budget for each meeting must be  
1650 approved in advance by the president. Refer to policy 3.2.01C for  
1651 additional information.

1652 **11.2 Bylaws Committee**

1653 11.2.01 General Responsibilities

1654 The bylaws committee shall:

1655 A. Prepare amendments/revision to the NAP Bylaws and standing rules in  
1656 accordance with NAP Bylaws Article IX Section 1B

1657 B. Approve bylaws of all new associations, units, and youth groups as  
1658 referenced in policies 2.4, 2.5, and 2.6

1659 C. Review periodically association bylaws on file at headquarters

1660 D. Review periodically current unit bylaws for compliance with NAP  
1661 governing documents

1662 **11.3 Communications Committee**

1663 11.3.01 Public Relations (PR)/Marketing Goals

1664 The primary mission of NAP’s public relations/marketing program is to  
1665 publicize and market the activities, programs, products, and services of NAP.  
1666 The program is geared to both internal and external audiences. The internal  
1667 audience includes divisions and members. The external audience includes  
1668 potential members, donors, the media, and the public at large. The ultimate  
1669 goal is to create and maintain a healthy public profile to advance NAP’s  
1670 mission. To fulfill its mission, the public relations/marketing program has the  
1671 following goals:

- 1672 A. Publicize and market the major products, services and activities of  
1673 NAP.
- 1674 B. Position NAP as a leader on parliamentary issues and resources.
- 1675 C. Manage the NAP brand.
- 1676 D. Identify and create PR opportunities for NAP.

1677 11.3.02 General Responsibilities

1678 The committee will employ the following strategies to accomplish the public  
1679 relations/marketing goals:

- 1680 A. Generate publicity/marketing materials.
- 1681 B. Pitch story ideas to national and local media.
- 1682 C. Employ NAP’s website and other electronic/technological avenues to  
1683 gain awareness for NAP in accordance with 11.3.03.
- 1684 D. Work with the NAP webmaster to make the website engaging and  
1685 helpful.
- 1686 E. Assure that NAP documents, including the governing documents and  
1687 other resources, are located on the website for members to access.
- 1688 F. Engage PR and/or marketing firms to provide necessary expertise.
- 1689 G. Write articles about PR strategies for the *National Parliamentarian*, as  
1690 requested.
- 1691 H. Advise on branding issues such as the logo, logotype, and use of color  
1692 (graphic identity).
- 1693 I. Monitor proper use of NAP’s graphic identity.
- 1694 J. Update and promote the Communications Toolkit.
- 1695 K. Present PR/marketing or social media workshops at NAP Convention,  
1696 NAP Training Conference, and other events, as requested.

1697 11.3.03 Social Media Policy

1698 NAP has developed a social media presence to engage, support, inform and  
1699 connect existing members, as well as attract potential members and donors,  
1700 and others who are interested in being involved in the NAP mission. To  
1701 implement social media strategies, NAP uses Facebook and LinkedIn to  
1702 connect with both internal and external audiences. To fulfill its mission,  
1703 NAP’s social media presence has the following goals:

- 1704 A. Instill pride, encourage fun and fellowship, and engage members and  
1705 nonmembers in a meaningful and interactive way.

- 1706 B. Provide information and idea sharing about NAP projects, educational
- 1707 programs, member recruitment/retention, and leadership development
- 1708 in a convenient and useful manner.
- 1709 C. Reward and recognize leaders and units/members who support NAP’s
- 1710 mission.
- 1711 D. Facilitate relationships between NAP members, divisions, leadership,
- 1712 and headquarters staff.
- 1713 E. Attract potential members, donors, and sponsors.
- 1714 F. Drive traffic to the NAP website.
- 1715 G. Reach out to youth and adult leaders who need the assistance NAP
- 1716 provides.
- 1717 H. Build a community for those interested in parliamentary practice and
- 1718 study.
- 1719 I. Establish personal contact with social media audiences and elicit
- 1720 feedback.

1721 **11.4 Educational Resources Committee**

1722 11.4.01 Publication of Materials

1723 The committee shall:

- 1724 A. Develop and edit educational and member resource materials and
- 1725 technology-based programs to be created and/or published by NAP,
- 1726 with the exception of those published in the *National*
- 1727 *Parliamentarian*<sup>®</sup>, or those created or commissioned by the
- 1728 membership and registration examiners or professional development
- 1729 committees
- 1730 B. Materials and technology-based programs should be developed
- 1731 considering the criteria in subsections (a) through (e) of policy
- 1732 11.4.01C(1)
- 1733 C. Regarding consignment items, the committee shall:
- 1734 (1) Evaluate educational materials and technology-based programs
- 1735 submitted for consignment with the exception of those created
- 1736 or commissioned by the membership and registration
- 1737 examiners or professional development committees based upon
- 1738 the following criteria:
- 1739 (a) Appropriateness for the target market
- 1740 (b) Proven history of effectiveness
- 1741 (c) Potential benefit to members of NAP
- 1742 (d) Good production values
- 1743 (e) Correctness of parliamentary procedure to the authority
- 1744 cited
- 1745 (2) Notify the NAP President of its recommendation for approval
- 1746 or non-approval
- 1747 D. After consideration by the board of directors, the president shall notify
- 1748 the consignor of the decision. If the consignor is an NAP member, any
- 1749 notification of rejection may include reasons for rejection.

- 1750 11.4.02 Retention of Materials  
 1751 Two copies and the electronic file of all educational materials, except Web  
 1752 based training produced by NAP shall be retained in the parliamentary  
 1753 resource center.
- 1754 **11.5 Membership and Registration Examiners Committee**
- 1755 11.5.01 General Responsibilities
- 1756 A. In coordination with headquarters, set up procedures for written and  
 1757 online membership examinations. The monitors will be sent a hard-  
 1758 copy, an electronic copy of the membership exam, or a username and  
 1759 password depending upon how the exam will be taken. The committee  
 1760 shall coordinate all the activities related to the registration examination  
 1761 as prescribed by policy 5.1.
- 1762 B. For the membership examination, the committee chairman shall:
- 1763 (1) Be responsible for keeping a log of distribution and return of  
 1764 written examinations and a log of usernames and passwords  
 1765 sent to monitors for a one-time use
- 1766 (2) Be responsible for grading written examinations and  
 1767 overseeing the results of online examinations
- 1768 (3) Be responsible for reporting examination results to applicants  
 1769 within 10 days of receipt of the written examination or  
 1770 knowledge of the result of the online examination
- 1771 (4) Be responsible for reporting to headquarters on a monthly basis  
 1772 the list of new members
- 1773 (5) Provide statistical information obtained from the examination  
 1774 process to NAP Headquarters and the NAP Board of Directors
- 1775 (6) Establish procedures to maintain the privacy of applicants
- 1776 11.5.02 Fees
- 1777 A. The board of directors shall set fees for the membership and  
 1778 registration examinations and for any administrative fee related to  
 1779 membership services provided by headquarters.
- 1780 B. No refund shall be allowed when an applicant fails or cancels a  
 1781 registration examination; however, in extenuating circumstances as  
 1782 determined by the chairman, the fee shall be applied to an examination  
 1783 taken within one year.
- 1784 **11.6 Membership Extension and Retention Committee**
- 1785 11.6.01 In addition to duties indicated in NAP Bylaw Article IX Section 1G, the  
 1786 committee shall coordinate the membership activities of the states or  
 1787 provinces within the districts by providing for an awards program to be held  
 1788 during the biennial convention recognizing members for achievements in the  
 1789 following areas:
- 1790 A. Unit member retention, membership growth, and education programs
- 1791 B. Association member retention, membership growth, credentialing  
 1792 growth, and education programs
- 1793 C. Honor roll of teachers
- 1794 D. Other membership recognition

1795 **11.7 Professional Development Committee**

- 1796           11.7.01   The professional development committee shall prepare and administer:
- 1797                   A.     The professional qualifying course for professional registered
- 1798                               membership
- 1799                   B.     The professional renewal course for retaining professional registered
- 1800                               membership
- 1801                   C.     The train the trainer course
- 1802                   D.     The trainer refresher course
- 1803                   E.     The professional development point system for professional registered
- 1804                               members
- 1805           11.7.02   The committee shall oversee appeals of unsuccessful participants in the
- 1806                               professional renewal and professional qualifying courses as outlined in
- 1807                               Chapter 5.

1808 **11.8 Youth Committee**

- 1809           11.8.01   Partnership Program
- 1810                   The committee shall initiate and coordinate youth partnerships by:
- 1811                   A.     Developing agreements between NAP and youth organizations
- 1812                   B.     Serving as liaison to each organization
- 1813                   C.     Offering to provide workshops for their national meetings
- 1814                   D.     Recruiting judges/evaluators for their national competitive events
- 1815                   E.     Directing the administration of the NAP Membership Exam at their
- 1816                               national meetings
- 1817                   F.     Promoting the sale of NAP parliamentary resources
- 1818                   G.     Assisting with coordination and evaluation of competitive events when
- 1819                               requested.
- 1820           11.8.02   Internship Program
- 1821                   Each NAP youth partnership organization may designate one student intern to
- 1822                               attend the NAP biennial convention.
- 1823                   A.     The committee shall evaluate and coordinate this program with the
- 1824                               NAP Educational Foundation.
- 1825                   B.     The committee shall develop and coordinate agreements with youth
- 1826                               partnerships for this program.
- 1827                   C.     NAP shall fund the registration and meal function costs for the interns;
- 1828                               it is understood that the NAP Educational Foundation shall fund the
- 1829                               lodging and travel expenses.
- 1830                   D.     Committee members shall serve as mentors to the interns.
- 1831           11.8.03   Youth Recruitment and Retention
- 1832                   The committee shall:
- 1833                   A.     Promote the development and recruitment of parliamentary youth
- 1834                               groups.
- 1835                   B.     Develop a recognition program for youth groups.
- 1836                   C.     Encourage the recruitment, involvement, and retention of youth in
- 1837                               NAP.
- 1838                   D.     Investigate new methods for attracting youth to NAP activities.
- 1839                   E.     Encourage the administration of the NAP Membership Exam to youth.

1840 11.8.04 The committee shall communicate and report activities of the youth  
1841 committee to the board of directors and membership.

1842 **11.9 Electronic Committee Meetings**

1843 With the exception of 10.2.02B, section 10.2 shall apply to the conduct of electronic  
1844 meetings of committees as through “committee” replaced “board” throughout the section,  
1845 provided that a committee is authorize to vary those rules by majority vote to meet the  
1846 particular circumstances of the committee or of a particular electronic meeting of the  
1847 committee.  
1848

**CHAPTER 12 – DISTRICT DIRECTORS**

1849

1850 **12.1 Election to the NAP Board of Directors**

1851 In accordance with NAP Bylaws Article VII Section 1, two district directors shall be  
1852 elected by and from among the eight district directors to serve on the NAP Board of  
1853 Directors for each incoming biennium before the close of the national convention.

1854 **12.2 Procedural Manual for District Directors**

1855 12.2.01 The district directors shall develop and maintain a procedural manual for  
1856 district directors which shall contain:  
1857 A. NAP Bylaws and NAP Operational Policies and Procedures pertaining  
1858 to districts and district directors  
1859 B. District operating procedures developed by the district directors

1860 **12.3 District Appointments**

1861 Each district director shall have the authority to appoint assistants as deemed necessary to  
1862 serve the needs of the district.

1863 **12.4 District Operating Expenses**

1864 There shall be a line item in the NAP Budget for each district director that shall cover  
1865 miscellaneous office and travel expenses in conjunction with duties within that district.

1866 **12.5 District Events**

1867 12.5.01 A district event is defined as a district-sponsored conference, program, or  
1868 other activity which all district members are invited to attend, and which event  
1869 is intended to benefit the district.

1870 12.5.02 The district director’s responsibilities are to approve all arrangements and be  
1871 the finance chairman for the event, giving special attention to making the  
1872 district event self-supporting. Refer to policies 3.4.01 and 3.4.03 for additional  
1873 information.

1874 12.5.03 Monies remaining after the payment of bills for a district event shall be  
1875 forwarded to headquarters to be maintained in that district’s event fund. Refer  
1876 to policy 3.4.01A for additional information.

1877 **12.6 District Newsletter**

1878 Each district director shall provide a district newsletter to be distributed to each member  
1879 of his/her district, to each member of the NAP Board of Directors, and to headquarters.  
1880 The newsletter shall be published and distributed as indicated in the district directors  
1881 manual.

- 1882 **12.7 District Boundaries**
- 1883 12.7.01 There shall be eight districts as follows (listed in order as follows: U.S. states
- 1884 and district, U.S. territories, Canadian provinces, Canadian territories, North
- 1885 American countries, continents, and geographic areas):
- 1886 A. District One Connecticut; Delaware; Maine; Massachusetts; New
- 1887 Hampshire; New Jersey; New York; Pennsylvania; Rhode Island;
- 1888 Vermont; \*New Brunswick; \*Newfoundland and Labrador; \*Nova
- 1889 Scotia; \*Prince Edward Island; \*Quebec
- 1890 B. District Two District of Columbia; Kentucky; Maryland;
- 1891 Virginia; West Virginia; \*Europe; \*Middle East
- 1892 C. District Three Alabama; Florida; Georgia; \*Mississippi; North
- 1893 Carolina; South Carolina; Tennessee; \*Puerto Rico; \*U.S. Virgin
- 1894 Islands; \*Africa; \*Caribbean
- 1895 D. District Four Illinois; Indiana; Michigan; Ohio; Wisconsin;
- 1896 Ontario
- 1897 E. District Five \*Iowa; Kansas; Minnesota; Missouri; Nebraska;
- 1898 \*North Dakota; \*South Dakota; Manitoba; \*Nunavut; \*Saskatchewan
- 1899 F. District Six Arkansas; Louisiana; New Mexico; Oklahoma;
- 1900 Texas; \*American Samoa; \*Guam; \*Central America; \*Mexico;
- 1901 \*South America; \*Australia; \*Oceania
- 1902 G. District Seven \*Alaska; Colorado; Idaho; \*Montana; Oregon;
- 1903 Washington; \*Wyoming; Alberta; British Columbia; \*Northwest
- 1904 Territories; \*Yukon
- 1905 H. District Eight Arizona; California; Hawaii; Nevada; Utah;
- 1906 \*Northern Mariana Islands; \*Asia
- 1907 \*Unchartered



## APPENDICES

NOTE: These appendices will automatically be updated, as needed, by the policies and procedures committee. Such updates will be based upon actions taken by the board of directors or implementation of current practice at the NAP Headquarters.

### APPENDIX A: CURRENT FEES

These fees are subject to change by the authorizing body without updating this manual. This manual and this current fee listing will only be updated following each meeting of the NAP Board of Directors.

|   | ITEM or EVENT   | AMOUNT   | DATE SET      | AUTHORIZED BY      | REFERENCE   |
|---|---|--|---------------|--------------------|---|
| 1 | Reinstatement - After Resignation                           | Any applicable past and current annual dues plus \$15                                    | Sept. 2009    | Board of Directors | Bylaws, ARTICLE III, SECTION 2A3; ART. III, SEC. 4, ART. VII, SEC. 2B11 |
| 2 | Reinstatement – After Forfeiture                            | Any applicable past and current annual dues plus \$15                                    | Sept. 2009    | Board of Directors | Bylaws, ARTICLE III, SECTION 2A3; ART. III, SEC. 4; ART. VII, SEC. 2B11 |
| 3 | Membership Application Fee                                  | Annual NAP Dues plus Association Dues, if applicable                                     | N/A           | Board of Directors | Bylaws, ARTICLE III, SECTION 4; ART. VII, SEC. 2B11                     |
| 4 | Membership Application Administrative Fee                   | \$25 if exam not taken within 30 days of the specified examination date or not passed    | March 2010    | Board of Directors | Policy 11.5.02  |
| 5 | Full-time Student Membership Application Administrative Fee | \$12.50 if exam not taken within 30 days of the specified examination date or not passed | March 2010    | Board of Directors | Policy 11.5.02  |
| 6 | Registration Examination                                    | \$150  | March 8, 2008 | Board of Directors | Bylaws, ARTICLE III, SECTION 4; ART. VII, SEC. 2B11; Policy 11.5.02     |

|    | <b>ITEM or EVENT</b>   | <b>AMOUNT</b>  | <b>DATE SET</b>                       | <b>AUTHORIZED BY</b> | <b>REFERENCE</b>  |
|----|--|--|---------------------------------------|----------------------|---|
| 7  | Registration Examination Taken in Individual Parts and Exam Retakes  | \$25 for Part I, \$50 each for Parts II, III, IV, and V taken within one year of original exam | March 8, 2008;<br>November 11, 2014   | Board of Directors   | Bylaws, ARTICLE III, SECTION 4;<br>ART. VII, SEC. 2B11;<br>Policy 11.5.02 |
| 8  | Professional Qualifying Course (PQC)   | \$350  | November 14, 2017                     | Board of Directors   | Bylaws, ARTICLE III, SECTION 4;<br>ART. VII, SEC. 2B11;<br>Policy 5.2.05  |
| 9  | Cancellation Fee and Refunds – PQC<br>Prior to registration deadline<br>Between deadline and ten days prior to start of course<br>Within ten days of start of course               | Full refund<br>Voucher for 1/2 amount<br>No refund   |                                       | Board of Directors   | Policy 5.2.05<br><br>5.2.05A<br>5.2.05B<br><br>5.2.05C                    |
| 10 | Professional Renewal Course (PRC)  | \$350 – two-day course<br>\$50 per class – module  | November 14, 2017<br>January 14, 2014 | Board of Directors   | Bylaws, ARTICLE III, SECTION 4;<br>ART. VII, SEC. 2B11;<br>Policy 5.3.06  |
| 11 | Cancellation Fee and Refunds – PRC<br>Prior to registration deadline<br>Between deadline and ten days prior to start of course<br>Within ten days of start of course               | Full refund<br>Voucher for 1/2 amount<br>No refund   |                                       | Board of Directors   | Policy 5.3.06<br><br>5.3.06A<br>5.3.06B<br><br>5.3.06C                    |
| 12 | Train the Trainer Course   | \$350  | December 4, 2017                      | Board of Directors   | Bylaws, ARTICLE III, SECTION 4;<br>ART. VII, SEC. 2B11;<br>Policy 5.8.06  |
| 13 | Train the Trainer Webinar Course   | \$50   | July 11, 2013                         | Board of Directors   | Bylaws, ARTICLE III, SECTION 4;<br>ART. VII, SEC. 2B11;<br>Policy 5.8.06  |
| 14 | Cancellation Fee and Refunds – Train the Trainer<br>Prior to registration deadline<br>Between deadline and ten days prior to start of course<br>Within ten days of start of course | Full refund<br>Voucher for 1/2 amount<br>No refund   |                                       | Board of Directors   | Policy 5.8.06<br><br>5.8.06A<br>5.8.06B<br><br>5.8.06C                    |
| 15 | Train the Trainer Refresher Course   | -0-  | March 10, 2007                        | Board of Directors   | Bylaws, ARTICLE III, SECTION 4;<br>ART. VII, SEC. 2B11;<br>Policy 5.9     |

|    | <b>ITEM or EVENT</b>   | <b>AMOUNT</b>   | <b>DATE SET</b>  | <b>AUTHORIZED BY</b> | <b>REFERENCE</b>  |
|----|--|---|------------------|----------------------|---|
| 16 | Mailing Labels<br>Up to 200 Labels<br>201-600 Labels<br>Over 600 Labels<br>Plus actual shipping charges                                | \$15<br>\$20<br>\$30  | March 2004       | Pricing Committee    | Policy 10.4.02  |
| 17 | Non-sufficient Funds Fee (NSF) for returned check  | \$30  | March 2004       | Board of Directors   | Policy 11.5.02  |
| 18 | <i>National Parliamentarian</i> <sup>®</sup> (NP) Subscription   | \$8/copy<br>\$30/year plus s/h  | Nov. 21, 2011    | Board of Directors   | Inside cover of each issue of <i>NP</i>                       |
| 19 | Educational Resources Sales Price[s]   | See NAP order form  | Various          | Pricing Committee    | Bylaws, ARTICLE VII, SECTION 2B5; Policies 10.4.02B, 10.4.02C |
| 20 | Adobe Connect host account for associations and units  | \$450 annually  | Feb. 11, 2014    | Board of Directors   | Bylaws, ARTICLE VII, SECTION 2B11                             |
| 21 | Webinars   | Member/non member<br>1 hour-\$29/\$39;<br>1.5 hours-\$39/\$49;<br>2 hours-\$49/\$59 | Feb. 11, 2014    | Board of Directors   | Bylaws, ARTICLE VII, SECTION 2B11                             |
| 22 | Great Governance Series Registration   | Member : \$149<br><br>Non-member: \$349   | December 4, 2017 |                      |   |
| 23 | Shipping and Handling Charges on Orders:<br>\$0-\$25.00<br>\$25.01 - \$50.00<br>\$50.01 - \$150.00<br>\$150.01 - \$500.00<br>\$500.01+ | \$5<br>\$10<br>\$15<br>\$25<br>\$35   | December 9, 2014 | Board of Directors   | Bylaws, ARTICLE VII, SECTION 2B11                             |
|    | Priority Shipping (2-3 Days)   | Standard shipping + \$7.00  |                  |                      |   |
|    | Express Shipping (1-2 Days)  | Actual shipping + 1/2 of the ordinary S/H charge                                    |                  |                      |   |
|    | Constituent Division   |   |                  |                      |   |
|    | Consignment Orders:  |   |                  |                      |   |
|    | Within the United States<br>Outside the United States  | None<br>Actual Shipping   |                  |                      |   |



## **APPENDIX B: POLICY AMENDMENT FORMAT/TEMPLATE**

As stated in policies 1.3 and 9.1.04B, all proposed amendments must be submitted to the policies and procedures committee for presentation to the board of directors. Proposed amendments must be submitted in the format indicated below and submitted to the policies and procedures committee chairman by the appropriate deadline(s) established by the committee chairman.

The following information must be included:

1. Proposer's name
2. Proposed amendment using proper language per RONR
3. Rationale

### **EXAMPLE**

**FROM:** Budget and Finance Committee

**PROPOSED AMENDMENT:** Amend NAPOPP, section 3.3.01, by striking "90 days" and inserting "60 days"

**RATIONALE:** This amendment brings the timetable for reconciling district event expenses in line with the 60-day deadline for reimbursement of expenses, improving the timeliness of financial reports produced by headquarters to support financial oversight and budget adjustments by the board of directors.

**APPENDIX C: ROTATION AREAS FOR NAP EVENTS**

**USA**

| <b>WESTERN</b> | <b>CENTRAL</b> | <b>EASTERN</b>       |
|----------------|----------------|----------------------|
| Alaska         | Arkansas       | Alabama              |
| Arizona        | Illinois       | Connecticut          |
| California     | Indiana        | Delaware             |
| Colorado       | Iowa           | District of Columbia |
| Hawaii         | Kansas         | Florida              |
| Idaho          | Louisiana      | Georgia              |
| Montana        | Minnesota      | Kentucky             |
| Nevada         | Mississippi    | Maine                |
| New Mexico     | Missouri       | Maryland             |
| Oregon         | Nebraska       | Massachusetts        |
| Utah           | North Dakota   | Michigan             |
| Washington     | Oklahoma       | New Hampshire        |
| Wyoming        | South Dakota   | New Jersey           |
|                | Texas          | New York             |
|                | Wisconsin      | North Carolina       |
|                |                | Ohio                 |
|                |                | Pennsylvania         |
|                |                | Rhode Island         |
|                |                | South Carolina       |
|                |                | Tennessee            |
|                |                | Vermont              |
|                |                | Virginia             |
|                |                | West Virginia        |

**CANADA**

| <b>WESTERN</b>        | <b>CENTRAL</b> | <b>EASTERN</b>          |
|-----------------------|----------------|-------------------------|
| Alberta               | Manitoba       | New Brunswick           |
| British Columbia      | Nunavut        | Newfoundland & Labrador |
| Northwest Territories | Saskatchewan   | Nova Scotia             |
| Yukon                 |                | Ontario                 |
|                       |                | Prince Edward Island    |
|                       |                | Quebec                  |

## APPENDIX D: CONFLICT OF INTEREST POLICY

### 1. Purpose

The purpose of the conflict of interest policy is to protect the National Association of Parliamentarians ("Association") interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Association or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

### 2. Definitions

a. Interested Person. Any director, principal officer, or member of a committee with governing board delegated powers who has a direct or indirect financial interest, as defined below, is an interested person.

b. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- An ownership or investment interest in any entity with which the Association has a transaction or arrangement.
- A compensation arrangement with the Association or with any entity or individual with which the Association has a transaction or arrangement, or
- A potential ownership or investment interest in, or compensation arrangement with any entity or individual with which the Association is negotiating a transaction or arrangement.
- Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

### 3. Procedures

a. Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

b. Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

c. Procedures for Addressing the Conflict of Interest. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

The chairperson of the governing board or committee shall, if appropriate, appoint a

disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

After exercising due diligence, the governing board or committee shall determine whether the Association can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Association's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

d. Violations of the Conflicts of Interest Policy. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

If after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

#### **4. Records of Proceedings**

The minutes of the governing board and all committees with board delegated powers shall contain:

- The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

#### **5. Compensation**

A voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Association for services is precluded from voting on matters pertaining to that member's compensation. This shall not prohibit that voting member from providing information to any committee regarding compensation if required.

#### **6. Annual Statements**

Each board member, executive director, and member of a committee with governing board-delegated powers shall annually sign a statement that affirms such person:

- Has received a copy of the conflicts of interest policy,



- Has read and understands the policy,
- Has agreed to comply with the policy, and
- Understands the Association is charitable and in order to maintain its federal tax exemption, it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

## **7. Periodic Reviews**

To ensure the Association operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews, shall, at a minimum, include the following subjects:

- Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- Whether partnerships, joint ventures, and arrangements with management organizations conform to the Association's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit, or in an excess benefit transaction.

## **8. Use of Outside Experts**

When conducting the periodic reviews as provided for in Article VII, the Association may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

**APPENDIX E: NAP PARTNERSHIP AGREEMENT OPTIONS**  
**(adopted March 1, 2013)**

*Resolved*, that the NAP President is authorized to enter into NAP partnership agreements that include any of the following based upon options suitable for the partner organization as identified by the NAP President or his/her designee:

1. NAP partner organizations will place a link to the NAP website on their website.
2. NAP partner organizations will promote the partnership to their members and encourage their members to utilize NAP services when needed.
3. NAP partner organizations will provide exhibit booth space at their convention or conference at a reduced price.
4. NAP partner organizations will provide complimentary space in their publications for NAP advertisements.
5. NAP partner organizations will utilize the NAP referral service to secure parliamentarians for their board or committee meetings as needed.
6. Members of NAP partner organizations will be offered a discount to NAP educational materials in an amount between the member and non-member pricing by way of a special code.
7. Members of NAP partner organizations will be able to purchase a subscription to the *National Parliamentarian* in the amount of \$20 per year (4 issues).
8. Members of NAP partner organizations will be able to attend NAP Training Conferences and NAP Biennial Conventions at guest/non-member rates.
9. NAP will advise NAP members of the partnership and will list the partner organizations prominently on the NAP website.
10. NAP will assist the partner organizations with securing NAP members to conduct complimentary parliamentary workshops and training for the partner organization and its members subject to the availability of NAP members in the geographic area where needed.
11. NAP will provide written articles on parliamentary topics for publication in the NAP partner organizations' published newsletters or journals or on their website.

*And be it further resolved*, That before the NAP President enters into a partnership agreement with any organization, the identity of the organization must previously be approved by the NAP Board of Directors.

**APPENDIX F: NAP INVESTMENT POLICY STATEMENT**  
**(adopted June 9, 2015)**

**Statement of Purpose**

The purpose of this Investment Policy Statement (together with its Attachment, the “Statement”) is to set forth the policies and procedures that shall guide the Board of Directors (the “Board”) of the National Association of Parliamentarians (the "NAP") in supervising and monitoring the management of NAP's investable assets (the "Fund").

**General Principles**

NAP shall diversify the investments of the Fund unless the Board, after appropriate deliberation, reasonably determine that because of special circumstances the purposes of the Fund are better served without diversification.

The Fund shall be managed in accordance with high standards of fiduciary duty and in compliance with applicable laws and regulations, including but not limited to the version of the Uniform Prudent Management of Institutional Funds Act enacted in the District of Columbia if applicable.

Standards for risk, return, asset allocation, diversification and liquidity shall be determined from a strategic perspective and measured over successive market cycles.

**Roles and Responsibilities**

The Board elects to oversee investment matters directly with assistance in fulfilling its roles and responsibilities charged to the Budget and Finance Committee (the “Committee”).

The Committee, acting pursuant to this Statement and to instructions from the Board, shall have direct responsibility for the oversight and management of the Fund and for the recommendation of investment policies and procedures.

The Committee shall, as more fully described herein, manage the Fund via a set of asset allocation targets and ranges for the portfolio. In fulfilling its responsibilities under this Statement, the Committee shall recommend to the Board the hiring and dismissal of investment managers, fiscal agents and other advisors, and the purchasing or sale of any assets in the Fund.

Reports of the Fund shall be provided quarterly to the Committee. The Executive Director together with the Treasurer shall be responsible to the Board for maintaining detailed records of all invested funds and for carrying out the investment policies and procedures established by the Board.

**Policy Review**

This Statement shall be reviewed at least annually by the Committee with recommendations for changes presented to the Board.

# Goals and Objectives

## Objectives of the Fund

The Fund has a long-term investment horizon (beyond 10 years). The primary investment objectives of the Fund are to:

- **Maintain the real purchasing power of the Fund after inflation, costs and spending (i.e., achieve “intergenerational equity”); and**
- **Provide a stable source of liquidity and financial support for the mission of NAP.**

## Investment Philosophy

While acknowledging the importance of preserving capital, the Board also recognizes the necessity of accepting risk if the Fund is to be able to meet its long-term investment goals. It is the view of the Board that choices made with respect to asset allocation will be the major determinants of investment performance. The Board shall seek to ensure that the risks taken are appropriate and commensurate with the Fund’s goals.

# Investment Policies and Procedures

## Operating Guidelines

The Fund shall be managed in accordance with the Operating Guidelines for risk and liquidity described in this section, a template for which is set forth in Attachment A. Once the Operating Guidelines have been approved by the Board, the Committee shall review the Fund within the Operating Guidelines and make recommendations to the Board. The following policy descriptions refer to items in the corresponding sections in Attachment A.

## Investment Policy

- ***Asset allocation.*** The Committee shall, consistent with the above sections, recommend to the Board investments of the Fund using an asset allocation that is designed to meet the Fund's long-term goals. The allocations will be based on the objectives of the Fund.
- ***Illiquid investments.*** Because of their long-term nature, investment in and commitments to illiquid investment strategies, including but not limited to private capital, private equity real estate, natural resources, distressed debt and other similar private investments, shall be analyzed and discussed by the Committee separately.
- ***Targets and ranges.*** The asset allocation shall be implemented using a policy portfolio as set forth in Attachment A, with target allocations and ranges for each investment strategy. Due to the need for diversification and the longer funding periods for certain investment strategies, the Committee recognizes that an extended period of time may be required to fully implement the asset allocation plan. It is expected that market value fluctuations will cause deviations from the target allocations to occur.
- ***Rebalancing.*** The purpose of rebalancing it to maintain the Fund's policy asset allocation within the targeted ranges, thereby ensuring that the Fund does not incur additional risks as a result of having deviated from the policy portfolio. Rebalancing will take place on a portfolio basis to

reduce expenses as far as practicable. More frequent tactical rebalancing of asset classes within their ranges will also be permitted in order to take advantage of shorter-term market conditions, as long as such changes or reallocations do not, in the opinion of the Board and Committee, cause undue risk or expense to the Fund.

- *Standards of conduct.* In managing and investing the Fund, the Board shall:
  - act in good faith and with the care an ordinarily prudent person in a like position would exercise under similar conditions;
  - incur only costs that are appropriate and reasonable in relation to the assets, the purposes of NAP and the skills available to NAP;
  - make a reasonable effort to verify facts relevant to the management and investment of the Fund;
  - consider the following factors, if relevant:
    1. general economic conditions;
    2. the possible effect of inflation or deflation;
    3. the expected tax consequences, if any, of investment decisions or strategies;
    4. the role that each investment or course of action plays within the overall investment portfolio of the Fund;
    5. the expected total return from income and the appreciation of investments;
    6. other resources of NAP;
    7. the needs of NAP and the Fund to make distributions to preserve capital; and
    8. an asset's special relation or special value, if any, to the charitable purposes of NAP.
  - make management and investment decisions about an individual asset not in isolation, but rather in the context of the Fund's portfolio of investments as a whole and as part of NAP's overall investment strategy, including the risk and return parameters set forth in this Statement.
  
- *Delegation.* Subject to any specific limitations set forth in a gift instrument, the Board may delegate to an external agent the management and investment of all or part of the Fund to the extent that NAP could prudently delegate under the circumstances. The Board shall act in good faith, with the care that an ordinarily prudent person in a like position would exercise under similar circumstances in: (1) selecting an agent; (2) establishing the scope and terms of delegation, consistent with the purposes of NAP and the Fund; and (3) periodically reviewing the agent's actions in order to monitor the agent's performance and compliance with the scope and terms of the delegation. The Board shall engage qualified external professional investment managers who have demonstrated competence in their respective investment strategies. These managers shall have full discretion and authority for determining investment strategy, security selection and timing of purchases and sales of assets subject to the guidelines specific to their allocation.
  
- *Investment manager reporting and evaluation.* The investment managers responsible for the investment of the Fund's assets shall report quarterly on their performance. Reports shall include, at a minimum, the following information:

- Comparative returns for the Fund assets under management against their respective benchmarks.
- A complete accounting of all transactions involving the Fund during the quarter.
- Each investment manager shall review the portfolio with the Committee at least annually; these review meetings may be supplemented by such other meetings as the Committee or Board may think necessary.
- The Committee shall monitor and compare the Fund's performance relative to:
  - Absolute return objectives for the Fund;
  - The respective benchmarks for each asset class or strategy in which the Fund is invested, as set forth in the asset allocation table in Attachment A.

## **Asset Allocation, Investment Strategies, Guidelines and Restrictions**

The Fund shall be diversified both by asset class and within asset classes. Within each asset class, investments shall be diversified further among economic sector, industry, quality and size. The purpose of this diversification is to provide a reasonable assurance that no single security or class of securities will have a disproportionate impact – positive or negative – on the overall performance of the Fund.

The Operating Guidelines, a template for which is set forth in Attachment A, contain the Fund's target asset allocation and range for each asset class or investment strategy, together with the applicable guidelines and restrictions. Taken together, these constitute a framework to assist NAP and its investment managers in achieving the Fund's investment objectives at a level of risk consistent with the parameters set forth in this Statement.

Depending on market conditions, each asset class may vary as much as plus or minus 5% the target allocation. When necessary and/or available, cash inflows/outflows will be deployed in a manner consistent with the strategic allocation of the Fund. If there are no cash flows, the allocation of the Fund shall be reviewed semi-annually.

If the equity holdings in any one specific company exceeds more than 5% of the market value of the Association's equity portfolio, the Committee shall report this fact to the Board prior to or at the next regular meeting.

## Target Asset Allocation

|                        | <i>Min</i> | <i>Target</i> | <i>Max</i> | <i>Benchmark</i>               |
|------------------------|------------|---------------|------------|--------------------------------|
| <b>Equities</b>        | <b>45%</b> | <b>65%</b>    | <b>80%</b> | <b>MSCI All Country</b>        |
| Domestic Large Cap     | 20%        | 30%           | 35%        | S&P 500                        |
| Domestic Mid/Small Cap | 10%        | 15%           | 20%        | Russell 2000                   |
| International Equity   | 15%        | 20%           | 25%        | MSCI All Country ex. U.S.      |
|                        |            |               |            |                                |
| <b>Fixed Income</b>    | <b>20%</b> | <b>35%</b>    | <b>40%</b> | <b>Barclays U.S. Aggregate</b> |
| Cash & Equivalents     | 0%         | 0%            | 10%        | 3 Month T-Bill                 |
| U.S. Treasuries        | 0%         | 0%            | 10%        | Barclays U.S. Treasury Index   |
| TIPS                   | 0%         | 5%            | 10%        | Barclay TIPS                   |
| Domestic Bonds         | 20%        | 25%           | 40%        | Barclays U.S. Aggregate        |
| Global Bonds           | 0%         | 10%           | 15%        | World Government Bond Index    |
|                        |            |               |            |                                |
|                        |            |               |            |                                |

## APPENDIX F: WHISTLEBLOWER PROTECTION POLICY

NAP requires directors, officers, and employees to observe high standards of business and professional ethics in the conduct of their duties and responsibilities. As employees and representatives of NAP, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

**Reporting Responsibility.** This Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns internally so that NAP can address and correct inappropriate conduct and actions. It is the responsibility of all board members, officers, employees and volunteers to report concerns about violations of NAP's Code of Conduct or suspected violations of law or regulations that govern NAP's operations.

**No Retaliation.** It is contrary to the values of NAP for anyone to retaliate against any board member, officer, employee, or volunteer who in good faith reports an ethics violation, or a suspected violation of law, such as a complaint of discrimination, or suspected fraud, or suspected violation of any regulation governing NAP. An employee who retaliates against someone who has reported a violation in good faith is subject to discipline, up to and including termination of employment.

**Reporting Procedure.** NAP has an open door policy and suggests that employees share their questions, concerns, suggestions, or complaints with their supervisor. If you are not comfortable speaking with your supervisor or you are not satisfied with your supervisor's response, you are encouraged to speak with the NAP President. Supervisors and managers are required to report complaints or concerns about suspected ethical and legal violations in writing to the NAP President, who has the responsibility to investigate all reported complaints. Employees with concerns or complaints may also submit their concerns in writing directly to their supervisor or the Executive Director.

**Compliance Officer.** The NAP President is responsible for ensuring that all complaints about unethical or illegal conduct are investigated and resolved. The NAP President will advise the Board of Directors of all complaints and their resolution and will report at least annually to the Treasurer on compliance activity relating to alleged accounting or financial improprieties.

**Accounting and Auditing Matters.** The NAP President shall immediately notify the Treasurer of any concerns or complaints regarding corporate accounting practices, internal controls, or auditing work, and shall work with the Treasurer until the matter is resolved.

**Acting in Good Faith.** Anyone filing a written complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing that the information disclosed indicates a violation. Any allegations that prove not be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

**Confidentiality.** Violations of suspected violations may be submitted on a confidential basis by the complainant. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

**Handling of Reported Violations.** The NAP President will notify the person who submitted a complaint and acknowledge receipt of the reported violation or suspected violation. All reports will be promptly investigated and appropriate corrective action taken, if warranted by the investigation.