

**Constitution for the Delaware Association for Public Administration
Chapter of the American Society for Public Administration**

I. Name and Purpose

Section 1. The name of this Chapter shall be the Delaware Association for Public Administration Chapter of the American Society for Public Administration, hereafter referred to as the Chapter.

Section 2. This Chapter is organized for the professional and educational purposes of: exclusively charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended ("Code"). Without limiting the generality of the foregoing, such purposes include the following:

- (a) Advancing the science, processes, and art of public administration.
- (b) Advancing the equality of opportunity of all persons through public administration.

In furtherance of its exclusively charitable and educational purposes, the Chapter shall have all general powers of an unincorporated association under the law of the state of Delaware as now in effect or as may hereafter be amended, together with the power to solicit and accept grants and contributions for such purposes.

Section 3. The Chapter shall serve the state of Delaware.

II. Membership

Section 1. Any person interested in the purpose of the Association shall be eligible for membership.

Section 2. Chapter members shall have the right to vote for Chapter officers and Council members and to participate in all Chapter activities.

III. Officers and Council

Section 1. The officers of this Chapter shall be a President, a Vice President, a Secretary, and a Treasurer. Their duties shall be those customarily performed by such officers.

Section 2. The governing body of the Chapter shall be the Chapter Council (herein "Council"), the voting membership of which shall consist of the Chapter officers and not more than seven Council members. The President, Vice President, Secretary, Treasurer, and five Council members will be elected biennially. No more than two Council positions may be filled by Chapter members appointed by the President; members in these positions will serve at the pleasure of the President. The Council shall supervise and control the affairs of the Chapter and its actions shall follow the general policies of the Society. The President shall serve as presiding officer of the Council. The Council shall have the power to adopt, alter, or repeal such rules and by-laws as may be appropriate for the governance of the Association, by simple majority vote. In the event of any conflict between the provisions of such by-laws and this constitution, the provisions of the constitution shall prevail.

Section 3. The Secretary shall be responsible for preparing and issuing an annual report of activities to all members of the Chapter. The Treasurer shall be responsible for preparing and issuing an annual report of finances to all members of the Chapter.

Section 4. Officers and Council members shall serve until their successors are elected or appointed to take office. The President shall make interim appointments to fill any vacancies on the Council. Any vacancy in the office of President shall be filled by the Vice President. All interim appointees shall serve until the next regular election.

Section 5. The quorum of the Council shall consist of half or more of its current voting members including the President or Vice President.

Section 6. To be eligible for nomination as President, Vice President, Secretary, or Treasurer, a person must be a member of the American Society for Public Administration.

Section 7. The Immediate Past President shall serve as a nonvoting member of the Council. The Immediate Past President shall be responsible for facilitating an effective and efficient transition to the newly elected President, and shall be available to assist the President and Council as appropriate.

Section 8. In furtherance of its charitable and educational purposes including the advancement of equality of opportunity, the Chapter expressly seeks to achieve through appointments and nominations a governing body that to the greatest extent feasible effectively represents the full diversity of the Chapter's individual members and constituencies in addition to providing effective governance for the Chapter.

IV. Nominations and Elections

Section 1. Beginning in the fall of 2016, Chapter officers and the five elected Council members shall be elected biennially for two-year terms beginning on January 1 of the next calendar year.

Section 2. Nominations for the offices of President, Vice President, Secretary, Treasurer, and Council members shall be made by a nominating committee of three Chapter members to be appointed by the President at least sixty days before the annual meeting. Consistent with Section 8 of Article II above, the nominating committee will be expected to work diligently to identify candidates who can effectively represent the full diversity of individuals and constituencies represented by the Chapter as well as the full range of skills and experiences required for effective governance.

Section 3. Voting shall be conducted by mail or electronic ballot prior to the annual meeting, or at the annual meeting. Any mail or electronic ballot shall allow for write-in votes for each office. In the case of elections conducted at the annual meeting, additional nominations may also be made from the floor by any regular member of the Chapter.

Section 4. A majority of the Chapter members voting shall decide all elections. In case of ties, the President shall cast the deciding ballot.

V. Meetings

Section 1. This Chapter shall hold at least four program activities during the designated Chapter year, including the annual business meeting.

Section 2. The Chapter shall operate on a calendar-year basis, including the election of the Council, financial reporting, and annual awards. The annual meeting shall be held in November or December unless otherwise specified by the Council.

Section 3. Other meetings of the Chapter shall be held at times and places designated by the President or by the Council.

Section 4. Chapter members shall be given at least seven days' notice by mail or email of the time, place, and the scheduled business to be considered at all regular meetings.

VI. Committees

Section 1. The Council may establish committees for various purposes. Committee chairs and members shall be appointed by the President.

VII. Sections

Section 1. The Council may establish Chapter Sections in conjunction with ASPA sections of the American Society for Public Administration or, whenever 10 Chapter members so request, the Council may establish Chapter Sections of special interest to the membership. The members of said sections shall elect a Chairperson, with approval of the Council.

VIII. Fees

Section 1. That portion of the national membership dues designated for rebate to the Chapter shall constitute the fee for Chapter membership.

Section 2. Other fees as deemed necessary for continuing and special projects may be assessed by the Council.

IX. Amendments

Section 1. Amendments to this Constitution may be made in the following manner:

(a) Amendments may be proposed by the Council, such proposed amendments to be submitted to the membership in accordance with article V, Section 4, of this Constitution, and such proposed amendments may be adopted by a majority vote of regular members present and voting at a regularly called meeting or by mail or electronic balloting; or

(b) Amendments may be proposed by a majority vote of regular members present and voting at a regular meeting.

Such proposed amendments are to be submitted to the membership in accordance with Article V, Section 4, of this Constitution, and such proposed amendments may be adopted by a majority vote of regular members present and voting at the next succeeding regularly called meeting or by mail or electronic balloting.

Section 2. Consistent with this Chapter's status as an affiliate of the American Society for Public Administration, all amendments to the Chapter Constitution which may be made from time to time shall be submitted to the American Society for Public Administration for its approval.

X. Ratification

This Constitution was ratified upon approval of the American Society for Public Administration and upon the favorable vote of the membership of this Chapter on January 24, 2011 (34 in favor, none opposed, no abstentions), following the procedures in Article IX.

XI. Miscellaneous Provisions

Section 1. No part of the net earnings of the Chapter shall inure to the benefit of, or be distributable to any director or officer of the Chapter, or any other private person, except that the Chapter shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Chapter and to make payments and distributions in furtherance of the purposes set forth hereinabove.

Section 2. No substantial part of the activities of the Chapter shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by Section 501(h) of the Code, and the Chapter shall not participate in, or intervene in (including the publishing or distribution of statements concerning) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Chapter shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Code.

Section 3. In the event of dissolution or final liquidation of the Chapter, after paying or making provision for the payment of all of the liabilities and obligations of the Chapter and for necessary expenses thereof, all of the remaining assets and property of the Chapter shall be distributed to the American Society for Public Administration provided it remains organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Code, and if not, to an organization which does so qualify. In no event shall any of such assets or property be distributed to any director or officer or to any private individual.

Section 4. The fiscal year of the Chapter shall end in the month of December. The employer identification number assigned by the Internal Revenue Service to this Chapter is: 51-0257235.

Adopted by vote of the membership (34 in favor, none opposed, no abstentions) on January 24, 2011.
Amended by vote of the membership (36 in favor, none opposed) on October 3, 2016.