

BYLAWS
INDIANA PARK AND RECREATION ASSOCIATION, INC.
Adopted January 18, 2017

ARTICLE I: IDENTIFICATION

The name of this organization shall be the Indiana Park and Recreation Association, Incorporated, herein referred to as the "Association" or "IPRA". IPRA is an affiliate of the National Recreation and Park Association, herein referred to as "NRPA". The Association is a nonprofit organization, designated as 501(c)(3), composed of park and recreation professionals, concerned citizens, individuals, groups and industry related corporate members.

ARTICLE II: MISSION AND VISION

- Section 1: Vision Statement: The IPRA is the premier source of support and advancement for parks and recreation providers.
- Section 2: Mission Statement: The IPRA advances healthy life styles and environmental stewardship by providing education, professional development, resources and advocacy.

ARTICLE III: STRATEGIES AND GOALS OF THE ASSOCIATION

- Section 1: Promote the values of parks and recreation to a larger audience.
- Section 2: Focus on legislative monitoring as a primary benefit for IPRA member agencies.
- Section 3: Provide training and education opportunities with measurable outcomes.
- Section 4: Maintain an effective organization structure and efficient operations.
- Section 5: Actively market member benefits for the purposes of new member recruitment and retention of existing members.

ARTICLE IV: MEMBERSHIP OPPORTUNITIES

- Section 1: Membership in the Association shall be open to those individuals or groups, who are willing to uphold the mission, vision, goals, subscribe to the Bylaws and are eligible through one of the following classifications of membership.
- Section 2: All membership classifications shall have the right to vote on matters that come before the membership as prescribed by these Bylaws.
- Section 3: Membership fees, benefits and privileges for each membership opportunity shall be determined by the Board (see Article VI). The Board shall not increase membership fees more than twenty-five percent (25%) per year.
- Section 4: **Membership Classifications – Individual Opportunities.** Individuals are entitled to one vote.
a. **Professional** – provided to any person who currently is employed full-time in administrative, leadership or education services in the park and recreation profession, or to any person employed in a related professional field.

- b. **Elected/Appointed Official** – provided to any person who serves in an elected or appointed position.
- c. **Associate** – provided to any person who is currently employed or volunteers on a full-time basis in supportive services or to any person interested in supporting the park and recreation movement but not eligible to hold any other type of membership.
- d. **Student** – provided to any person enrolled in a park and recreation program or related field as a student on a full-time or part-time basis.
- e. **Emeritus Professional** – provided to any person who previously held a Professional, Elected/Appointed Official or Associate membership in IPRA and has left the field due to retirement.
- f. **Distinguished Life Membership** – permanent membership status provided to persons who the Board by a two-thirds (2/3) vote has conferred upon or chosen to receive the annual award for their outstanding contributions to the park and recreation movement in the State of Indiana.

Section 5: **Membership Classifications – Group Opportunities.** Groups are entitled to one vote per individual member of the group.

- a. **Agency** – provided to a park and recreation group publicly or privately active in the delivery of leisure services and having either professional, elected/appointed officials and associates listed among its staff, employees, volunteers and Boards or Commissions.
- b. **Corporate** – provided to businesses, industries or corporate entities interested in supporting the mission, vision, goals and wishing to establish a business relationship with the Association.
- c. **Organizational** – provided to academic institutions, military installations, hospitals, foundations, nonprofit entities and other organizations providing park and recreation services not covered under other membership classifications.

ARTICLE V: APPLICATION FOR MEMBERSHIP

Section 1: Membership applications shall be submitted to the Association office with the appropriate dues. The type of membership shall be selected by the applicant and shall be approved by the Association office as prescribed by Article IV.

Section 2: Membership and services shall be on the fiscal-year basis of the Association. Any changes in dues schedules will require approval by the Board.

ARTICLE VI: BOARD OF DIRECTORS

Section 1: The Board of Directors, previously and herein referred to as the “Board” of the Association shall consist of the President, President-Elect, Past President, Secretary/Treasurer, two (2) representatives from each District and one (1) from each Interest Section, up to two (2) Corporate Members, one (1) Elected/Appointed Official member, one (1) Young Professional member, and the Executive Director (ex-officio).

- a. The Board of Directors, as prescribed above, shall be elected or appointed annually and installed at the annual meeting and every year hereafter.

Section 2: The Board shall be the governing body of the Association with the power to carry out the mission, vision, strategies and goals of the Association.

Section 3: All Board members shall be eligible voting members in the Association.

- Section 4: The President of the Association shall act as the presiding officer of the Board and shall be elected for a one (1) year term with a two (2) consecutive term limit.
- Section 5: The President-Elect shall function as the Vice-President of the Board, shall be elected for a one (1) year term with a two (2) consecutive term limit and be the single nomination for President of the Association the following year.
- Section 6: The Secretary/Treasurer shall be elected for a one (1) year term with a two (2) consecutive term limit.
- Section 7: In the event there is a vacancy for the office of President and no President-Elect available to fill the office, the Board shall hold a special meeting and elect, by a majority vote, an acting President to fill the President's unexpired term, as well as elect, by majority vote, a new President-Elect to fill the unexpired term of that office.
- Section 8: The office of Past President shall be filled by the President of the Association at the end the President's term.
- Section 9: Two (2) representatives from each District, and the Chairperson of each Interest Section shall serve on the Board for a one (1) year term with a two (2) consecutive term limit.
- Section 10: Two (2) corporate member representatives shall be elected by the Association membership, to serve on the Board for a two (2) year term with a two (2) consecutive term limit and shall hold a corporate membership status.
- Section 11: One (1) elected/appointed official may be elected by the Association membership, to serve on the Board for a two (2) year term with a two (2) consecutive term limit and shall hold an elected/appointed official membership status.
- Section 12: One (1) young professional representative shall be elected by the Association membership, to serve on the Board for a two (2) year term with a two (2) consecutive term limit and shall hold a current membership status and be age 35 or younger.
- Section 13: Regular meetings of the Board shall be held at least four (4) times each year. Special meetings of the Board may be called by the President of the Association or upon written request of a quorum of Board members.
- Section 14: Any vacancies on the Board shall be filled by a representative of the constituency that the vacancy represents and is appointed by the President.
- Section 15: If unable to attend a Board meeting, a Board member may designate a proxy representative from the constituency represented who is not currently a voting member of the Board. Board members shall not be absent from more than two (2) regular meetings per year. Said absenteeism may cause the Board to declare the seat vacant to be filled as stated above.
- Section 16: The Board shall make an annual report to the Association either orally or in writing.

ARTICLE VII: EXECUTIVE AND BOARD ADVISORY COMMITTEES

- Section 1: There shall be an Executive Committee of the Board consisting of the President, President-Elect, Past President, Secretary/Treasurer, and Executive Director (ex-officio). They shall have the authority to act on behalf of the Board between regularly scheduled meetings. The full Board shall be notified of any actions taken by the Executive Committee within 7 days.
- Section 2: There shall be Board Advisory Committee consisting of the President, President-Elect, Past President, Secretary/Treasurer, the Executive Director (ex-officio), and one to four (1-4) members of the Association appointed by the President, approved by the Board at its first meeting of the year.
- Section 3: The President of the Association shall act as the Chair of the Executive Committee and Board Advisory Committee.
- Section 4: Meetings of the Executive Committee and Board Advisory Committee shall be at the call of the President of the Association.
- Section 5: Any vacancies of the Executive Committee shall be filled by a majority vote of the Board.
- Section 6: It shall be the duty of the Executive Committee to carry out the policies, mission, vision, strategies and goals of the Association, and to conduct official action with limits as prescribed by these Bylaws.
- Section 7: The Executive Committee shall make recommendations regarding Board actions required.

ARTICLE VIII: EXECUTIVE DIRECTOR, OFFICE STAFF AND DUTIES

- Section 1: The Board may hire an Executive Director to serve the Association and Board without the right to vote on Board Actions.
- Section 2: Duties and compensation of the Executive Director shall be set by the Personnel Committee and reviewed on an annual basis.
- Section 3: The Executive Director shall be bonded for an amount set by the Board.
- Section 4: The Executive Director shall select appropriate staff to perform duties as assigned by the Association and Board.
- Section 5: The Executive Director shall represent the Association on the NRPA Council of Executive Directors.

ARTICLE IX: DISTRICTS

- Section 1: The State of Indiana shall be divided into two (2) Districts.
- a. Northern District shall consist of the counties north of and including the counties of Fountain, Montgomery, Boone, Hamilton, Madison, Delaware, and Randolph. A total of forty-two (42) counties.
 - b. Southern District shall consist of the counties south of and including Vermillion, Parke, Putnam, Hendricks, Marion, Hancock, Henry, Wayne. A total fifty (50) counties.

- Section 2: Officers of each District shall consist of two representatives.
- Section 3: Districts representatives shall be responsible for serving on the IPRA Professional Development Committee to plan the calendar and events for the dissemination of information and education of the IPRA membership. The Association shall provide appropriate resources and staff if available to assist with this responsibility.
- Section 4: The representatives of each District will represent the District on the Board for a period of one (1) year, with a two (2) consecutive term limit as prescribed by these Bylaws in Article VI.
- Section 5: Duties of District Board members shall be to represent their respective District, foster goodwill, provide assistance to their constituency, promote the recruitment of new members, serve as a liaison between the Board and the District, express views and present needs of the District to the Board for appropriate action, distribute and disseminate information and policies of the Board to the District membership.
- Section 6: Districts may hold an Annual Meeting. The District Annual Meetings may be scheduled at the Association annual conference.
- Section 8: The Board may disband a District or restructure the Districts by majority vote of the Board of Directors.

ARTICLE X: INTEREST SECTIONS

- Section 1: Interest Sections may be established by a group of Association members that number twenty-five (25) or more having a common interest or affiliation. A group of twenty-five (25) members shall petition the Board through the Membership Committee. A 2/3 vote is required to install an Interest Section based on the recommendation of the Membership Committee.
- Section 2: Current Interest Sections Include:
a. Aquatics
b. Natural Resources, Trails and Greenways
c. Recreation and Programming
- Section 3: Officers of each Interest Section shall consist of a Chairperson, Chairperson-Elect, and Past Chairperson. The Chairperson-Elect will serve as secretary.
- Section 4: Interest Sections shall be responsible for serving on the IPRA Professional Development Committee to plan the calendar and events for the dissemination of information and education of the IPRA membership. The Association shall provide appropriate resources and staff if available to assist with this responsibility.
- Section 5: The Chairperson of each Interest Section will represent the section on the Board for a period of one (1) year, with a two (2) consecutive term limit as prescribed by these Bylaws.
- Section 6: Duties of section Board members shall be to represent their respective Interest Sections, foster goodwill, provide assistance to their membership, promote the recruitment of new members, serve as a liaison between the Board and the section, express views and present

needs of the section to the Board for appropriate action, distribute and disseminate information and policies of the Board to the section membership.

Section 8: Interest Sections may hold an Annual Meeting. The Interest Section Annual Meetings may be scheduled at the Association annual conference.

Section 10: The Board may disband an Interest Sections by majority vote of the Board of Directors.

ARTICLE XI: STANDING COMMITTEES

Section 1: The Standing Committees of the Association shall be Executive, Conference, Advocacy, Professional Development, Membership, Personnel and Young Professionals.

- a. The President of the Association shall serve as the Chair of the Executive Committee as prescribed in Article VII.
- b. The Past President of the Association shall chair the Personnel Committee. The Committee consist of the President, President-Elect, Secretary/Treasurer and Past President of the Association, and any other member/s appointed by the President.
- c. The President-Elect of the Association shall serve as the Chair of the Conference Committee. The President-Elect may select an individual or group to act on their behalf.
- d. The President of the Association shall appoint the Chair of the Advocacy Committee, the Professional Development Committee, Membership Committee and the Young Professionals Committee, to be approved by the Board at its first meeting of the fiscal year.

Section 2: A Standing Committee Chair may establish a sub-committee to carry out its functions.

Section 3: The President of the Association and Executive Director are ad hoc members of all Standing Committees.

ARTICLE XII: SPECIAL APPOINTMENTS AND/OR COMMITTEES

Section 1: Additional special appointments and/or committees deemed necessary in the interest of the Association may be appointed by the President of the Association with the approval by the Board. All special appointments and/or committees shall be for a prescribed purpose and pre-designated timeframe.

ARTICLE XIII: ELECTION PROCEDURES

Section 1: The Association shall conclude elections no later than July 15st of each year.

Section 2: The President of the Association, in conjunction the Executive Director and Association staff, shall determine each year the distribution methods and media used for elections.

Section 3: The election process shall consist of making ballots available to all Association members with voting privileges. If electronic ballots are used, members who do not have access to electronic ballots can request that paper ballots be mailed to them.

Section 4: The nominee receiving the highest number of votes for each position shall be declared elected. In a case of a tie the Board will decide the winner by a majority vote.

Section 5: The Executive Director shall confirm the results by August 1st of each year to the President of the Association in a written report. The President shall notify in writing those on the ballot of their election or non-election to the position they are seeking. The President of the Association shall announce the results of the elections to the membership as soon as all nominees have been contacted

Section 6: Nominations will be accepted for the following positions: President-Elect of the Association, Secretary/Treasurer of the Association, representatives of the Districts, Chair-Elects of the Interest Sections, and when the term is due the Corporate Representative, the Elected/Appointed Official, and the Young Professional. Positions for which there are no nominations will be filled by appointment by President of the Association, to be approved by the Board.

ARTICLE XIV: ANNUAL MEETING

Section 1: The Association shall hold an Annual Meeting, the place and date shall be fixed by the Board. The business of the Association shall be conducted at the Annual Meeting. The Annual Meeting can be part of an Annual Conference.

ARTICLE XV: MEETING QUORUMS

Section 1: Quorum for the meetings of the Association shall be as follows:

- a. Board of Directors – majority of the Board of Directors members
- b. Executive Committee – majority of the Executive Committee members
- c. Annual Meeting – The quorum for the annual meeting shall be the voting members present. Each voting member shall be entitled to one vote on business brought before the assembly at the annual conference. Proxy voting shall not be allowed.

ARTICLE XVI: ASSOCIATION FISCAL YEAR

Section 1: The fiscal year of the Association shall be annually as determined by the Board.

ARTICLE XVII: BYLAW AMENDMENTS

Section 1: The Bylaws of the Association may be amended by majority of those voting members present, provided the proposed amendment(s) have been presented in written form or on the Association's website to the membership at least ten (10) days before the Annual Meeting. The Board may also conduct an electronic vote for any proposed bylaw change between annual meetings provided they give seven (7) days' notice to the membership that a vote will take place. Passage of amendments require a majority of the members voting. Members shall be notified of the results of any electronic vote within seven (7) days.

Section 2: The Executive committee shall review the Bylaws annually.

Section 3: Bylaws shall automatically renew annually unless changes are deemed necessary by the Board of Directors.

ARTICLE XVIII: STATEMENT OF NONDISCRIMINATION

Section 1: The Association its Board, Districts, Interests Sections, and Committees shall not discriminate in any manner against any person by reason of race, color, sex, sexual orientation, national origin, disability, religious or political affiliation.

ARTICLE XIX: DISSOLUTION OF THE ASSOCIATION

Section 1: In the event that the Indiana Park and Recreation Association, Inc. is dissolved for any reason, all assets shall become the property of the Indiana Park and Recreation Foundation, Inc.