

**ADMINISTRATIVE PERSONNEL ASSOCIATION
PRESBYTERIAN CHURCH (U.S.A.)
BYLAWS**

ARTICLE I – NAME AND AFFILIATION

The name of this organization shall be the Administrative Personnel Association (APA), Presbyterian Church (U.S.A.). This organization is closely affiliated with the Presbyterian Church (U.S.A.).

ARTICLE II – OBJECTIVE

The objective and purpose shall be to provide a supportive organization for promoting continuing education, individual growth, communication, and fellowship for its members; to deepen and strengthen lives spiritually and professionally, and to work for the mission of the church universal.

ARTICLE III – MEMBERSHIP

A. Eligibility

All persons engaged in administrative work in any local church or church-related institution, governing body or agency of the Presbyterian Church (U.S.A.), or those denominations with which we have communion. Denominations that the PC(USA) has communion with are the Evangelical Lutheran Church in America, the Reformed Church in America, and the United Church of Christ.

B. Membership Classifications

Descriptions of each classification can be found in the Manual of Operations – Membership Guidelines.

- Active Member
- Affiliate Member
- Honorary Member
- Inquirer
- Life Member
- Retired Member
- Organizational Member

ARTICLE IV – DUES

With the exception of Life and Honorary members, all other members will be assessed dues on a calendar basis, in an amount determined by the Council, and passed by the membership during the annual national business meeting. Dues will be reviewed annually by the Finance Committee and will be divided seventy-five/twenty-five (75/25) between regional and national treasuries. Dues must be current to be eligible to vote at either the regional or national business meeting. Members whose dues are delinquent after the annual deadline will be notified by the regional Membership Committee Chairperson. New members who join and pay dues after November 1 will be credited for paying the next year's dues.

ARTICLE V – OFFICERS

A. Officers

National elected officers of the organization shall be:

- President
- President-Elect
- Treasurer
- Secretary

Regional elected officers of the organization shall be:

- President
- President-Elect

- Treasurer
- Secretary

National appointed officers of the organization shall be:

- Caregiving Committee Chairperson
- Certification Committee Chairperson
- Communication Committee Chairperson
- Membership Committee Chairperson

Regional appointed officers of the organization shall be:

- Certification Committee Chairperson
- Membership Committee Chairperson

Regional appointed officers of the organization may be:

- Caregiving Committee Chairperson
- Communication Committee Chairperson
- Continuing Education Committee Chairperson

Regional officer (appointed and/or elected) positions may be combined if the region so desires, but a person may not serve more than two officer positions at one time.

B. Terms of Office

The office of President is a four (4) year term. The President shall not be re-elected to a second term unless he/she has been vacant from the position for four (4) years.

- Elected in even years
- First- and second-year President-Elect
- Third- and fourth-year President

The office of Secretary is a four (4) year term. The Secretary shall not be re-elected to a second term unless he/she has been vacant from the position for four (4) years.

- Elected in odd years

The office of Treasurer is a four (4) year term. The Treasurer shall not be re-elected to a second term unless he/she has been vacant from the position for four (4) years.

- Elected in odd years

C. Elections

The Nominating Committee shall seek nominations that are to be filled and receive applications. Elections will be held during the annual business meeting. Officers take office at the beginning of the calendar year.

D. Vacancy – Un-expired Term

Details of the process to fill vacancies may be found in the Manual of Operations – Guidelines.

E. Removal from Office

Details of the process to remove a person from office may be found in the Manual of Operations – Guidelines.

ARTICLE VI – COMMITTEES AND COUNCIL

A. Committees

National

The following constitutes the national committees of the organization:

- Bylaws Committee
- Caregiving Committee
- Certification Committee
- Communications Committee
- Finance Committee
- Membership Committee
- Nominating Committee
- Professional Conduct Committee

Regional

The following constitutes the regional committees of the organization:

- Caregiving Committee (if applicable)
- Certification Committee
- Communications Committee (if applicable)
- Continuing Education Committee (if applicable)
- Finance Committee
- Membership Committee
- Nominating Committee

Other standing or special committees may be appointed by the National or Regional President as deemed necessary to carry on the work of the organization.

B. Council

National

The Council shall be composed of the following:

- President
- President-Elect
- Treasurer
- Secretary
- Caregiving Committee Chairperson
- Certification Committee Chairperson
- Communication Committee Chairperson
- Membership Committee Chairperson
- All Regional Presidents

All Council members shall have voice and vote.

The following attendees of the Council will have voice but no vote:

- Parliamentarian
- National committee Vice-Chairpersons
- Regional Presidents-Elect

Regional

The Council shall be composed of the following:

- President
- President-Elect
- Treasurer

- Secretary
- Caregiving Committee Chairperson (if applicable)
- Certification Committee Chairperson
- Communication Committee Chairperson (if applicable)
- Continuing Education Committee Chairperson (if applicable)
- Membership Committee Chairperson

All Council members shall have voice and vote.

The following attendees of the Council will have voice but no vote:

- Parliamentarian
- Regional committee Vice-Chairpersons

ARTICLE VII – MEETINGS

National

Annual Meetings

A regular meeting of the Council shall be held in-person and/or virtually at least annually prior to the business meeting. The business meeting of the membership shall be held annually in-person and/or virtually. The membership votes on changes in dues structure, Bylaws, and the election of officers.

Special Meetings

Special meetings (in-person and/or virtually) may be called at any time by the President or committee chairpersons with at least forty-eight (48) hours' notice. Notice/agenda will be sent and will include the purpose and business of the special meeting. No business shall be transacted at a special meeting other than as set forth in the notice/agenda.

Regional

Annual Meetings

A regular meeting of the Council shall be held in-person and/or virtually at least annually prior to the business meeting. The business meeting of the membership shall be held annually in-person and/or virtually. The membership votes on the election of officers.

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Minutes

Both regional and national minutes and other official records are the property of APA. The National Secretary is responsible for the preservation of the national minutes and the Regional Secretary is responsible for the preservation of the regional minutes.

Record Keeping

National will maintain an editable Manual of Operations to include the Bylaws, Guidelines, Certification Guidelines, Membership Guidelines, and an appendix of all applications used for the business and membership.

National and each region shall keep a full and accurate record of its proceedings. Minutes and all other official records are the property in perpetuity of APA or its legal successors. The National President and the President of each region shall make recommendations to that body for the permanent safekeeping of the body's records with the Presbyterian Historical Society. When a region ceases to exist, its records and minutes shall become the property of the national APA.

Quorum

A quorum shall be thirty (30) eligible members present for the national business meeting.

ARTICLE VIII – ABSENCE

Absence from three (3) consecutive meetings during an officer's or committee person's term, without excuse, shall be considered the equivalent to a resignation by said member.

ARTICLE IX – LEGACIES AND GIFTS

Legacies and gifts, not specifically designated to be endowment or trust funds, may be used for the general purposes of the Corporation.

ARTICLE X – REVIEW/AMENDMENTS

The Bylaws and Guidelines are to be fully reviewed in odd years by the Bylaws Committee.

Amendments must be submitted to the Chairperson, for review by the Committee, one hundred and twenty (120) days before the national business meeting.

Amendments must be sent to the membership sixty (60) days prior to the national business meeting.

A two-thirds vote by those eligible and in attendance at the national business meeting is required to adopt, amend, rescind, or suspend these Bylaws.

ARTICLE XI – PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and the Presbyterian Church (U.S.A.).

ARTICLE XII – DISSOLUTION CLAUSE

In the event of dissolution of the Administrative Personnel Association, Presbyterian Church (U.S.A.), (which would require a two-thirds vote of the voting membership present at a national business meeting), the appropriate division of the Presbyterian Church (U.S.A.), or its successor, will become the legal owner of any assets and will be entitled to receive all benefits of said organization and will be obliged to administer the same in all respects and in accordance thereof.

Formally adopted August 4, 1994 – Charleston, SC

Amended September 21, 1997 – Cincinnati, OH; Amended May 16, 1998 – Ft. Myers, FL; Amended July 24, 1999 – Seattle, WA; Amended August 5, 2000 – Williamsburg, VA; Amended October 12, 2001 – Lancaster, PA; Amended September 28, 2002, Las Vegas, NV; Amended July 19, 2003 – Sarasota, FL; Amended July 24, 2004 – Houston, TX; Amended July 16, 2005 – Clarksville, IN; Amended July 15, 2006 – Nashville, TN; Amended July 14, 2007 – Sacramento, CA; Amended July 19, 2008 – Denver, CO; Amended July 17, 2009 – Orlando, FL; Amended October 6, 2010 – Pittsburgh, PA; Amended November 4, 2011 – Las Vegas, NV; Amended September 14, 2012 – San Antonio, TX; Amended August 23, 2013 – Charleston, SC; Amended October 17, 2014 – Albuquerque, NM; Amended September 11, 2015 – St. Louis, MO; Amended June 2, 2017 – Las Vegas, NV; Amended October 24, 2019 – Charlotte, North Carolina; 2021 – virtually