

ARTICLES OF ASSOCIATION AND
BY LAWS

of the

North Shore Chapter #20

of

APICS, the AMERICAN PRODUCTION AND
INVENTORY CONTROL SOCIETY

[APICS, the Association for Operations Management]

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TABLE OF CONTENTS

- I. Name
- II. Purpose
- III. Membership
- IV. Officers and Directors
- V. Meetings
- VI. Board of Directors
- VII. Committees
- VIII. Procedure
- IX. By Law Amendments
- X. Provision For Chapter Dissolution

I. NAME

The name of this organization shall be the American Production and Inventory Control Society -- North Shore, Inc.

II. PURPOSE

The purpose of this organization shall be to help develop and broaden the professional knowledge of its members, to provide a common ground for the communication of mutual problems and ideas and to assist in developing and maintaining professional standards in the field of operations management and related bodies of knowledge.

III. MEMBERSHIP

Section 1.

Membership shall be open to those persons who are directly involved in any aspects of supply chain or operations management, and to others whose professional interests are closely aligned with the mission of this chapter.

Section 2.

Membership shall be divided into a number of categories as determined by APICS Society Headquarters (In addition to the standard "Professional Member", examples include Enterprise Membership, Academic Professional Membership, and Retired Membership.)

All members of the North Shore Chapter shall have full voting privileges, and may hold office on the Chapter's Board of Directors.

Section 3.

Application for membership shall be made by filling out "Application for Membership" form and submitting it properly endorsed and with the correct dues to the local chapter Director of Membership, or directly to Society Headquarters as directed on the form.

Section 4.

Membership Dues shall be assessed annually, and shall consist of the sum of Society Dues plus Chapter Dues. Society Dues are determined from time to time by a vote of the Society Board of Directors. Chapter Dues are determined from time to time by a vote of the Chapter Board of Directors.

IV. OFFICERS AND DIRECTORS

Section 1.

The officers of the organization shall consist of president, vice-president, secretary and treasurer. In addition there shall be a Director elected to head each of the seven standing committees.

Section 2.

A nominating committee will be appointed by the President and shall present its slate of candidates to the chapter at the annual meeting in May. Additional nominations may also be made from the floor at this time. In the event of any contests a secret ballot will be taken. If a majority is not received on the first ballot a second vote will be cast for the two candidates receiving the most votes in the first ballot. The new officers and Directors shall take over effective July 1.

Section 3.

These elected officers and Directors shall serve for one year or until their successors are elected.

Section 4.

The officers and Directors shall perform all the duties usually considered incident to their particular offices and, in addition, any which may be assigned to them specifically by the membership.

V. MEETINGS

Unless otherwise ordered by the organization or by the Board of Directors, regular meetings shall be held each month with the exception of the months of July, August and December. The annual meeting shall be held in May.

VI. BOARD OF DIRECTORS

Section 1.

The Board of Directors shall consist of the officers, the Directors of the committees, and the immediate past president.

Section 2.

The executive power of the chapter shall be vested in the Board of Directors, which shall have charge of the affairs and funds of the chapter.

Section 3.

Meetings of the Board of Directors will be held at least once per month on a regularly scheduled date. Special meetings may be held upon the call of the president; a regularly scheduled monthly meeting may be cancelled by the President. A quorum shall consist of 60% of the active members of the Board of Directors.

Section 4.

The President shall fill vacancies in the office of vice-president, secretary or treasurer as they may occur in the period between annual meetings.

Section 5.

The President shall appoint a nominating committee consisting of a chairman and at least two other members on or before the date of the meeting immediately preceding the annual meeting.

VII. COMMITTEES

The Directors of the seven standing committees shall be elected by the membership at the annual meeting. Special committees, and positions on the Board of Directors, may be created by the president with the approval of the Board of Directors, as the need arises.

There shall be the following standing committees:

1. Programs
2. Communications
3. Membership
4. Education and Research
5. Facilities
6. Academic Liaison
7. Company Coordinators

VIII. PROCEDURE

ROBERT'S RULES OF ORDER shall determine the conduct of business in all meetings of the chapter and its governing bodies and committees, except where inconsistent with the Articles of Incorporation or bylaws.

IX. BYLAW AMENDMENTS

These bylaws may be repealed, altered or amended by the affirmative vote of two-thirds of the members present at any regular or special meeting of the Chapter, provided that the amendments, alterations or repeals have been approved by the Board of Directors and that notice of such proposed changes be contained in the notice of the membership meeting. Such changes shall become effective immediately.

X. PROVISION FOR CHAPTER DISSOLUTION

Upon dissolution, all assets, after making provision for payment of all liabilities of the organization, will be disposed of to an organization or organizations having substantially similar purpose or purposes which qualify for tax exemption under Section 501 (c) (6) of the Internal Revenue Code. There will be no increment or benefit to any member or officer of the organization.

XI. FISCAL YEAR

The fiscal year of the North Shore Chapter is July 1 to June 30.