MIDWEST PUBLIC AFFAIRS CONFERENCE (MPAC)
BY-LAWS

ARTICLE I – NAME AND PURPOSE

Section 1: Name
The name of this organization shall be the Midwest Public Affairs Conference, hereinafter called “Conference”.

Section 2: Purpose
This Conference 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 research and dialogue on 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 Conference shall have all general powers of an unincorporated association under the law of the state of Indiana as now in effect or as may hereafter be amended, together with the power to solicit and accept grants and contributions for such purposes.

ARTICLE II – MEMBERSHIP

Section 1: Membership
Any person or institution located in the Midwest region (Districts 2, 3 or 4) of the American Society for Public Administration (ASPA) may apply for membership in the Conference by completing a current Application for Membership in ASPA and by paying the requisite dues for the appropriate class of membership. Any active member of ASPA in Districts 2, 3 and 4 is automatically a member of the Conference. Non-ASPA members may join the Conference by completing a Conference Application for Membership.

Section 2: Dues
Dues are established for ASPA membership at the National level for each class of membership. Membership dues for non-ASPA members and any other additional dues that may be appropriate may be proposed by the Board of Trustees to the Conference membership at the Annual Conference for approval. The Board of Trustees shall have the power to accept or reject any application for membership in the Conference.
Section 3: Classes of Membership

3.1: Regular Membership - is open to an individual who meets the requirements for membership established by the Board of Trustees in accordance with the purposes of the Conference as established in the Certificate of Incorporation and By-laws.

3.2: Institutional Membership - is open to any organization supporting the purposes of the Conference and who meets the requirements for membership established by the Board of Trustees.

Section 4: Membership Benefits

4.1: Regular Membership - Regular membership in the Conference entitles individuals to access to information on public administration and networking opportunities in the Midwest United States.

4.2: Institutional Membership - Institutional members will have sponsorship opportunities for the Annual Conference, and will receive public recognition in the printed materials produced for the Annual Conference.

Section 5: Meetings
There shall be a meeting of the membership at the annual conference to conduct Conference business.

ARTICLE III – BOARD OF TRUSTEES

Section 1: Purpose
The Board of Trustees (hereinafter referred to as the Board) shall determine the policies of the Conference with regard to the purposes of the Conference as stated in the Bylaws and the Articles of Incorporation.

Section 2: Membership
The Board shall consist of eight members: three officers; the immediate past conference chair, conference chair, and immediate forthcoming conference chair; the editor-in-chief and associate editor of the Journal of Public and Nonprofit Affairs; and, an ASPA representative.

2.1: Officers of the Board – Officers of the Board shall be elected to three-year terms by the regular membership. Members shall be nominated based on geographic dispersion, profession, race, and gender diversity. One member of the Board must be a resident of the state of Indiana and serve as resident agent for the corporation. Any regular member of the Conference is eligible to serve on the Board. Nomination for membership is open to all members who attend the annual meeting of the Board.
2.2: Conference Chairs – The immediate past conference chair, conference chair, and immediate forthcoming conference chair shall all be elected for a one-year term. Conference chairs are expected to serve for a three-year duration, rotating through each of the positions.

2.3: Ex-Officio Members – The editor-in-chief and the associate editor of the Journal of Public and Nonprofit Affairs, as well as the ASPA representative, are ex-officio members of the board and serve in the position as a function of their other professional obligations. Should the Editor-in-Chief elect to appoint the maximum of two associate editors, the size of the Board will temporarily be expanded to nine members to accommodate. Upon a change in personnel serving in the ex-officio member position, it is the responsibility of the Board to ratify the new member’s status within 30 days of the name being submitted to the Board Secretary.

2.4: Duties of the Board – The Board will set Conference guidelines and provide general annual conference oversight including program and finance, ensure a regular audit is conducted, and other duties as required.

Section 3: Officers
The Officers of the Board shall include a President, Vice-President, and a Secretary/Treasurer. All officers serve a three-year term unless otherwise noted, with duties as follows:

3.1: President – shall preside at all meetings of the Board and shall serve as the President of the Board of Trustees of the Conference; shall be an ex-officio member of all committees; shall appoint the Chairs for each of the standing committees; and shall serve as immediate past President in the succeeding two year period.

3.2: Vice-President – shall serve as a member of the Board of Trustees of the Conference, shall in the absence of the President, assume all the duties and privileges of the President; shall permanently assume the duties of the President until the next election should the President resign or otherwise be unable to perform the duties of the office.

3.3: Secretary/Treasurer – shall record and maintain the minutes of meetings of the Board; shall prepare the correspondence of the Board; shall maintain a current MPAC membership list; shall maintain files of all matters pertaining to the Board; shall serve as a member of the Board of Trustees of the Conference; shall act as Treasurer of the Board of Trustees and serve as Chair of the Finance Standing Committee for the Conference; shall be responsible for the collection and dispersal of Conference funds in accordance with policies established by the Board and under the Articles of Incorporation; establish and chair the Conference’s finance committee, and shall perform such other duties as the President may direct.
3.4: **Representative Designate** – In the absence of an Indiana resident on the Board, a representative designate will be appointed. The representative designate will be a non-voting member of the Board and serve as the Conference’s agent for the purposes of incorporation. The representative designate must be a member in good standing of the American Society for Public Administration and a resident of Indiana. Should the need for the position arise, the representative designates position on the Board will be in addition to other established positions.

3.5: **Records** - All officers are responsible for conveying official records to the Secretary/Treasurer.

3.8: **Succession** - In the event of a vacancy on the Board, a majority of the remaining Board members will select an individual to fill the unexpired portion of the term.

**Section 4: Standing Committees**

There shall be three Standing Committees: Finance, Conference, Nominations and Elections, and Site Selection. When deemed necessary, the Board of Trustees shall have the power to establish ad hoc committees and dissolve such committees at the completion of their stated purpose. Unless otherwise specified, the President of the Board shall appoint the Chair of each Standing Committee who will, in turn, be responsible for selecting the membership of the Committee and reporting the members to the Board within 30 days of their selection as Committee Chair. Each Committee should seek to reflect regional diversity in its membership. Subcommittees may be proposed by the committee chairs to the President for joint appointment. The responsibilities for each of these committees include:

4.1: **Finance** – shall be responsible for collecting any annual dues, subscriptions to the Conference and for the soliciting of institutional memberships. The finance committee is permanently chaired by the Treasurer of the organization.

4.2: **Conference** – shall be responsible for all matters pertaining to the planning and carrying out of the annual conference. The conference committee is chaired by the conference chair. Both the immediate past conference chair and the immediate forthcoming conference chair are members of the committee.

4.3: **Nominations and Elections** – shall include all activities involved in the nomination and election of officers for the Board. The Nominations and Elections Committee shall meet or confer at least 60 days prior to the annual conference when officer selections are necessary to prepare a slate of nominees for the offices of President, Vice-President and Secretary/Treasurer. The slate shall be submitted to the Board in their meeting at the annual conference for approval. Elections shall be conducted at the annual meeting of the Conference. The Nominations and Election Committee shall be responsible for all preparation, distribution, receiving, and counting of all ballots.
4.3: **Site Selection** – shall be responsible for announcing the call for future sites for the Annual Conference, reviewing the proposals, and making a recommendation to the Board for approval and notification in accordance with MPAC Conference Guidelines approved by the Board. The Site Selection Committee shall solicit bids from colleges, universities, or ASPA sections located in Districts 2, 3, or 4 for the hosting of the annual conference.

**Section 5: Meetings**

5.1: **Annual Board Meetings** – annual Board meetings shall be held in connection with the MPAC Annual Conference at a time and place to be announced and included in the Conference Program. Regular members of the Conference may attend annual Board meetings, however only Board members may vote.

5.2: **Special Board Meetings** – may be called from time to time either by the Chair with written concurrence by a majority of the members of the Board or by written petition of 3/5 of the members of the Board.

5.3: **Electronic Board Meetings** – The President may put forth an issue by electronic means to the Board at her/his discretion for discussion and a vote. These votes shall be considered a part of the official records and a formal notification made at the next Business Meeting. Votes may be conducted via electronic mail, telephone, video conference call, or other similar types of electronic communication.

**Section 6: Quorum**

The quorum for the transaction of business at any meeting of the Board shall be a simple majority of Board members. A quorum for the transaction of business at any meeting of the Conference shall consist of those regular members in attendance.

**Section 7: Procedures**

The Rules contained in the most recent edition of *Roberts Rules of Order* shall govern the conduct of all meetings of the Board in all cases in which they are applicable and in which they are not inconsistent with these By-Laws.

**ARTICLE IV – MISCELLANEOUS PROVISIONS**

**Section 1: Earnings**

No part of the net earnings of the Conference shall inure to the benefit of, or be distributable to any director or officer of the Conference, or any other private person, except that the Conference shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Conference and to make payments and distributions in furtherance of the purposes set forth herein above.
Section 2: Scope of Activities
No substantial part of the activities of the Conference 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 Conference 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 Conference 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: Dissolution
In the event of dissolution or final liquidation of the Conference, after paying or making provision for the payment of all of the liabilities and obligations of the Conference and for necessary expenses thereof, all of the remaining assets and property of the Conference shall be divided and equally distributed to the Southeastern Conference for Public Administration and the Northeast Conference on Public Administration provided that they remain 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: Fiscal Year
The fiscal year of the Conference shall end in the month of June.

ARTICLE V – AMENDMENTS

Section 1: Amendments to the Bylaws
Amendments to these Bylaws may be proposed by the Board and such proposed amendments may be adopted by a two-thirds vote of members of the Board present and voting at a regularly called meeting.

Approved and adopted on the 7th day of February, 2014.

Amended and adopted on the 29th day of March, 2014.

Amended and adopted on 11th day of July, 2015.