

Alamo Project Management Institute Chapter, Inc.

CONSTITUTION

ARTICLE I - NAME

This organization shall be called the Alamo PMI (Project Management Institute) Chapter, Inc. (hereinafter "the Chapter"). This organization is a local chapter chartered by the Project Management Institute, Incorporated (hereinafter "the PMI").

ARTICLE II - PMI MISSION AND VISION

Section A: PMI Mission. The Alamo PMI Chapter strives to meet the needs of the Project Management Community while promoting the field of project management within the San Antonio and surrounding area.

Section B: Vision. The Alamo PMI Chapter looks to provide the San Antonio and surrounding area project management community a variety of opportunities, drawing from a vast array of industries to further their project management knowledge and experience; earning continuing education credits and provide an atmosphere for networking and sharing of ideas and information.

ARTICLE III – AUTHORITY

Section A: Authority and rules governing formation and operation of the Chapter are vested in the applicable Laws and Regulations of the State of Texas as they relate to 501(c)(3) Charitable, Educational and Scientific organizations and in the PMI Constitution and By-Laws as may be amended from time to time.

Section B: The PMI Constitution and By-Laws shall take precedence over the Chapter Constitution and By-Laws.

Section C: The Chapter shall continue subject to cancellation or withdrawal by the PMI Board.

Section D: The Chapter Board is final authority for interpretation of the Chapter Constitution and Chapter By-Laws.

ARTICLE IV – MEMBERSHIP

Section A: Eligibility. Membership in the Chapter shall be open to any person interested in furthering the purpose of the Chapter and the project management profession and who is in good standing with PMI. An applicant shall become a member of the Chapter upon approval of his/her application and receipt of Chapter dues by the PMI. Chapter membership shall continue as long as the member maintains his/her membership and remains in good standing with PMI and the Chapter.

Section B: Good Standing. The Chapter Board shall have the right to determine criteria for maintaining "good standing" in the Chapter, with the exception that loss of good standing with PMI shall automatically cause loss of good standing in the Chapter. Individuals who are denied membership by loss of good standing may request restatement by the PMI Board which shall define its own rules and procedures for granting or denying such requests.

Section C: Classification of Members. PMI shall maintain all classifications of members.

Section D: Resignation. A member may, at any time, submit his/her resignation in writing or, if available, on-line to the Chapter Membership Director and to the PMI. Resignation will be effective upon receipt and shall not be cause for refund of dues or other chapter fees.

ARTICLE V - BOARD OF DIRECTORS

Section A: Governing Body. The governing body of the Chapter shall be a Board of Directors consisting of the elected officers as specified in the Chapter By-Laws.

Section B: Chapter Management. The sole responsibility for management of the Chapter rests with the Chapter Board of Directors.

Section C: Balloting. With respect to any voting or question required by the Constitution or By-Laws to be submitted to, or taken by, members of the Chapter, the timely delivery of a ballot or other notice to each member at the member's last known mailing and/or email address shall be considered adequate notice. It

is the member's responsibility to inform the Chapter of any mailing and/or email address changes.

Section D: Proxy. The return/completion of a ballot shall be deemed a proxy directed to the Membership Director authorizing and directing the Membership Director to vote the ballot as marked. The Vice President of Membership shall be bound to vote in such manner.

Section E: Ballot Counting/Results. Each member of the Chapter can request a review of any balloting results. The Membership Director (for Officer elections) and the Communication Direction (for other voting) shall respond to any and all such requests in a timely manner.

ARTICLE VI - FINANCIAL

Section A: Fiscal Year. The fiscal year shall extend from January 1 through December 31 of the given year.

Section B: Chapter Dues. The Board of Directors shall set local dues as provided in the Chapter By-Laws.

Section C: Financial Control. Financial control shall be set forth in the Chapter By-Laws. Should the Chapter be dissolved for any reason, its assets shall, after payment of all just debts, be disbursed to the PMI.

ARTICLE VII - BY-LAWS

Section A: The Chapter shall adopt and maintain By-Laws to define:

(1) The composition and responsibilities of a Board of Directors;
and

(2) Procedures for conducting Chapter affairs, including, but not limited to procedures for business and professional meetings, election of officers, and financing of Chapter activities.

Section B: By-Laws and By-Law Amendments may be proposed by any Chapter member. The Board of Directors shall promptly submit all accepted proposals to the Chapter Membership for a vote. Proposals may be accepted by either of the following:

(1) By the majority vote of the Chapter Officers or

(2) By petition signed by 5 percent of the Chapters' eligible voting members or ten (10) members whichever is larger.

Section C: The Chapter By-Laws may be amended or otherwise modified only by an accepted proposal which is approved by the affirmation vote of a majority of all members balloting.

Section D: Any additions or changes in the By-Laws shall be reported to the membership by the Vice President of Communications.

Section E: A copy of the Chapter By-Laws and subsequent amendments shall be filed with the PMI.

ARTICLE VIII - AMENDMENTS

Amendments to this Constitution may only be introduced by and made by the Chapter Board. The Chapter will petition the PMI Board to consider amendments to this Constitution and By-laws.

ARTICLE IX – LIMITATIONS

No member of the Chapter shall receive any pecuniary gain or profit, incidental or otherwise, from its activities, except that the Chapter shall be authorized to pay reasonable compensation for services rendered, reimbursement of out-of-pocket expenses (consistent with procedures outlined in the By-laws), and make payments in furtherance of the purposes set forth in this article. All Chapter activities shall abide by the laws of the respective local state and country within which it operates.