

SACRAMENTO COACHES CHAPTER

INTERNATIONAL COACH FEDERATION

Revised Bylaws as of August 8, 2006

ARTICLE I

Organizational Name

Section 1.

The name of this organization shall be the *Sacramento Coaches*, a chartered chapter of the International Coach Federation (ICF), previously known as Professional Coaches Association of Greater Sacramento.

ARTICLE II

Organization Goals

Section 1.

To build, support, and preserve the integrity of the coaching profession.

Section 2.

To educate the public about coaching and its benefits.

Section 3.

To create coaching opportunities.

Section 4.

To support the members' business building and growth.

Section 5.

To offer referral services.

Section 6.

To share skills, processes, tools and information.

ARTICLE III

Organizational Membership

Section 1. Qualification

A. To qualify as a full member of the organization, an individual must:

1. Practice an identifiable form of coaching as part of his/her professional practice or occupation, or be enrolled as a student in an ICF recognized coach-training program (per current listing on ICF website at the time of membership application approval).
2. Agree to be bound by the requirements of the organizational bylaws and any rules and regulations, including the ICF Code of Ethics, which the board of directors may adopt.
3. Complete a written application for full membership and pay appropriate activity fee.
4. Become a member of ICF within six (6) months of joining ICF Sacramento Chapter Members. The member must maintain ICF membership for the duration of their membership in ICF Sacramento Chapter. Proof of ICF membership shall consist of, but not be limited to, the ICF member number issued by the ICF, the date or renewal date of ICF membership, and confirmation of the membership by ICF headquarters.
5. Members shall be approved by the board of directors after written submission of an application for membership and payment of fees.

B. To qualify as an associate member of the organization, an individual must:

1. Practice an identifiable form of coaching as part of his/her professional practice or occupation, OR be enrolled as a student in a coach-training program, OR be supportive of the on-going development and enhancement of the coaching profession.
2. Agree to be bound by the requirements of the organizational bylaws and any rules and regulations, including the ICF Code of Ethics, which the board of directors may adopt.
3. Complete a written application for associate membership and pay the appropriate activity fee.
4. Members shall be approved by the board of directors after written submission of an application for membership and payment of fees.

C. To change from associate member to full member, an individual must:

1. Submit a completed application form for full membership, meeting the requirements for full membership.
2. Members shall be approved by the board of directors after written submission of an application for membership. No refunds of previous fees will be given; however, the approval date for full membership will become their new annual renewal date for Sacramento Coaches membership.

Section 2. Voting

Only full members of the organization are eligible to vote on any issue presented to the membership for a vote. Voting rights are non-transferable. A voting member must be in good standing with the chapter for thirty (30) days prior to an election in order to vote in such election.

Section 3. Elections

All members of the board, except the past president, will be elected during the annual general election conducted by an e-mail vote held in November. All members will be notified of the official results by e-mail within two weeks of the election.

1. Elected positions will take office as of January 1 following the general election.
2. Each term is for one year. A member may serve two consecutive terms in the same elected position.
3. Only full members in good standing may be elected to the board.
4. Upon recommendation of the president, and with board approval, a board member may remain/return to the same elected position for an additional year beyond the two year limit if it is deemed in the best interest of the organization.

Section 4. Meetings

General membership meetings will be held once per month. Guests are welcome.

ARTICLE IV

Organization Governance

Section 1. Governing Body

The operations of the organization shall be governed by a board of directors consisting of no more than 10 members. The board of directors shall consist of the following: president, past president, vice president, secretary, treasurer, membership chair, activities chair, professional development chair, and up to two members-at-large. The officers of the board include the president, vice president, secretary and treasurer. All board members have a vote on board matters; committee chairs may transfer their vote to a designated full member of their committee if the chair is unable to attend the meeting.

The members of the board, except the past president, shall be elected by a majority of voting members. Any board vacancy or new standing position on the board shall be filled by presidential appointment, subject to a majority vote of approval by the board. The appointment so approved will stand through the following December, when the seat will be filled by the normal election process.

Ad hoc committee chairs (i.e. non-standing committees) shall be filled by presidential appointment, subject to a majority vote of approval of the board. They do not have a vote at the board of directors meetings. Associate members may serve as ad hoc committee chairs.

Additional standing committees may be formed by a majority board vote; there will be a board position created for the chair of each new committee formed.

Associate members may serve on any committee, but do not have a vote in board matters.

Section 2. Qualifications of the Board of Directors

To be a member of the board, one must be a full chapter member in good standing, be nominated for position by the nominations committee, and be voted into office by a simple majority vote of those that have full membership privileges.

Section 3. Duties and Responsibilities of the Board of Directors

The board of directors shall provide leadership in pursuit of the organization's stated goals. It shall develop policies and procedures necessary to effectively conduct the business of the organization and shall determine fees for organization-sponsored events.

Section 4. Nominations and Elections

All members of the board, except the past president, will be elected during the annual general election. Members will be notified of the official results by e-mail within two weeks of the election. Members nominated for president must have served on the board for at least one term.

Nominations for board of director positions shall be made by the nominating committee by November 1 of each year. The nominating committee shall consist of three members, as appointed by the president and approved by a majority vote of the board in September. The committee will include the past president and at least one member who has served on the previous nominating committee or has been a previous or is a current member of the board, and another full member. The nominating committee shall e-mail a notice of the upcoming election to all members. All full members are invited to notify the nominating committee of their interest in serving on the board by October 31st.

In early November, the nominating committee will submit to the board the names of one or more candidates for the elected board positions. The general election will be held by the end of November. The nominating committee is responsible for the election. Members will be notified of the results by e-mail within 2 weeks of the election. Elected positions will take office as of January 1st of the next calendar year.

Section 5. Terms and Vacancies

Terms for all board members are one year. Board members may serve up to two consecutive terms in any single board position.

If vacancies occur on the board during the year, the president shall appoint a replacement, to be approved by a majority vote of the board. The replacement will serve on the board through December when the seat will be filled by the normal election process.

Section 6. Removal

Any member of the board may be removed by a 2/3 vote of the board.

Section 7. Board of Directors Meetings

Board meetings will be held monthly. The president may call a special meeting at any time. The president shall call a special meeting of the board upon the written request of a board member to do so; content of that request will constitute the agenda of the special meeting.

All board meetings will be open to all members of the chapter. An announcement of all board meetings will be made to all members at least 24 hours before the meeting is held. Non-board members do not have a vote at board meetings. An exception to the open meeting policy is a special meeting for which the president, with unanimous consent of the board, shall declare the meeting closed.

Section 8. Committees

The president may appoint committees, either standing or ad hoc, in order to further the goals and purposes of the chapter. The establishment of any committee must first receive majority approval of the board. Standing committees will include membership, professional development, and activities.

Section 9. Meeting Procedures

Robert's Rules of Order (revised) shall determine the manner in which board proceedings occur. Robert's Rules of Order may be suspended by a majority vote of the board members of the organization present at a meeting in which a quorum is in attendance.

Board meetings held pursuant to these bylaws may be conducted telephonically or electronically with a simple majority approval by the board. Participation shall constitute presence as if in person at any such meeting.

Section 10: Quorum

For the purpose of conducting the business of the chapter, a simple majority of board members shall constitute a quorum.

Section 11. Dissolution

In the event of the chapter's dissolution, residual assets of the organization will be turned over to one or more organizations, as determined by the board. These organizations must also be not-for-profit organizations, exempt as described in sections 501 of the federal nonprofit codes.

ARTICLE V

Duties of the Board Positions

Section 1. President

The president shall preside at all meetings of the board and of the chapter. The president shall sign all documents, which may be lawfully executed on behalf of the board. It is the president's responsibility to appoint a nominating committee. The president can appoint other committees when appropriate to conduct business and fulfill goals of the chapter. The president will be the organization's liaison with ICF. The president will have served on the board for at least one term prior to becoming president.

Section 2. Vice President

In the absence of the president or at the request of the president, the vice president shall perform the duties of the president. The vice president may sign documents on behalf of the board in the president's absence or upon the request of the president.

Section 3. Past President

In the absence of the president and vice president or at the request of the president, the past president shall perform the duties of the president. The past president may sign documents on behalf of the board in the president's and vice president's absence or upon the request of the president

Section 4. Secretary

The secretary shall maintain minutes and records of the proceedings of the board and the chapter. The secretary is responsible for mailing official correspondence, for taking minutes at the chapter and board meetings and for distributing them in a timely manner. The secretary shall also perform other duties and have authority as assigned by the president or board.

The secretary shall maintain a binder of the Sacramento Coaches chapter of the ICF. The binder shall include meeting agendas, minutes, policies, procedures, and guidelines.

Section 5. Treasurer

The treasurer will perform the chapter's official financial transactions, keep accurate books of the organization's accounts, invoice members regarding membership renewals, chair the ad hoc finance committee, present a budget to board for approval and present a financial report at the board meetings.

Section 6. Membership Committee Chair

The membership chair, with committee assist, will review and make recommendations regarding member application prior to board review, maintain and update current necessary information on all members, and notify the treasurer of membership renewals. The membership chair shall also perform other duties and have authority as assigned by the president or board.

Section 7. Professional Development Committee Chair

The professional development chair, with committee assist, will plan and facilitate the member general meetings, educational workshops for members and conduct an annual needs assessment of all members. The professional development chair shall also perform other duties and have authority as assigned by the president or board.

Section 8. Activities Committee Chair

The activities chair, with committee assist, will plan and coordinate events that are open to the public and/or for the education of the public about coaching. The activities chair shall also perform other duties and have authority as assigned by the president or board.

Section 9. Members At Large

There will be up to two members at large that serve on the board. The members at large shall perform other duties and have authority as assigned by the president or board.

Section 10. Delegation of Board Member's Duties

The president or board (by majority vote) may delegate any board member's duties to any other board member when such an action is deemed appropriate.

ARTICLE VI

Activities Fees

Section 1. Activities Fees

Activities fees shall be established by the board of directors and shall be payable each year in advance by each member by the end of the month in which they are due.

Section 2. Forfeiture

Any member who is delinquent in annual activities fees for a period of 30 days from the time fee becomes payable shall be notified in writing by the treasurer of such delinquency and shall be dropped from membership in the Sacramento Coaches and shall forfeit all rights and privileges of membership.

Any full member who has lapsed in the annual renewal of the ICF membership shall be dropped from membership in Sacramento Coaches and shall forfeit all rights and privileges of membership. Proof of ICF membership shall include, but not be limited to, the ICF membership number issued to a member, the date or renewal date of ICF membership, and confirmation of the ICF number by ICF headquarters.

A former member of Sacramento Coaches may reapply for full or associate membership which then must be approved by a majority vote of the board. The new approval date becomes the member's new renewal date.

Section 3. Refunds

No activity fee shall be refunded to any member whose membership terminates for any reason.

ARTICLE VII

Financial Matters

Section 1. Fiscal Year

The fiscal year shall begin on the first day of January and end on the last day of December of the same year. Changes to the fiscal year may be addressed by the board of directors and are subject to approval by a majority vote of the board of directors.

Section 2. Budget

The board shall adopt an annual operating budget, which will cover all activities of the chapter. The budget will be approved and in place by November 1st for the following fiscal year.

The treasurer will chair an ad hoc finance committee to develop a proposed budget for board approval. The committee will consist of, but not limited to, the treasurer, one other board member and at least one other full member of the chapter. The finance committee will begin convening in August and will present a budget for approval to the board no later than October 1.

The budget must be approved by a majority vote of the board of directors.

Section 3. Board Expenses

A board member may be reimbursed for an organization related expense up to \$100 before requiring board approval.

ARTICLE VIII

Amendments to These Guidelines

Section 1. Recommendation for Amendment

These bylaws may be amended as determined by the board. A request to amend the bylaws will be taken up by the board upon written request from at least ten per cent of the members of the organization.

In the event of changes in the bylaws, the general membership will be notified by email within two weeks.

History of revised bylaw changes:

9-5-03 Board: Vice President is an elected position.

4-2-04 Word and grammatical corrections.

Duties of membership, activities and professional development committees and members at large.

Treasurer chairs ad hoc committee to propose yearly budget for board approval by October 1.

Full and Associate Membership and privileges.

Full member must be ICF member upon joining.

When board member needs board approval for reimbursement.

9-10-04 Activity Fees: Treasurer notifies member of delinquent fees.

12-23-04 Membership: Full membership has six (6) months to join ICF.

8-9-06 Election: Board member may remain or return for a third year with board approval.