

The International Coach Federation Kentucky/Southern Indiana Chapter

BY-LAWS

**ARTICLE I
ORGANIZATION NAME**

Section 1.

The name of this organization shall be the International Coach Federation Bluegrass Coaching Alliance Chapter.

**ARTICLE II
ORGANIZATION GOALS**

Section 1.

Increase the success of its membership.

Section 2.

Increase the skills of and effectiveness of its members.

Section 3.

Raise awareness of the wider community about the coaching profession.

Section 4.

Provide a network through which its members can learn of and share opportunities.

Section 5.

Provide a forum wherein the members can discuss issues of professional concern.

Section 6.

Provide the opportunity for its members to collaborate in providing resource and solutions for their clients.

**ARTICLE III
ORGANIZATION GOVERNANCE**

Section 1. Governing Body

The operations of the organization shall be governed by and elected Board of Directors of no more that twelve (12) members. These Directors shall be elected by a vote of qualified members.

Section 2. Director (Officer) Qualifications

To be a director, one must be a qualified member (a member in good standing of the ICF at the time of nomination and maintain membership during the time of service), nominated for office by the Nominating and Elections Committee or by petition, and be voted into office by a vote of the organization members.

All officers elected from 2005 on must be actively coaching paying clients or actively coaching in an internal coach position.

2005-2006 Chapter President and President Elect must be in the process of being trained or have completed training as a coach.

2006-2007 Chapter President and President Elect must be in the process of being trained or have completed training as a coach.

2007-2008 Chapter President and President Elect must have competed 120 hours of coach training with the intention of being credential. Chapter officers are in training or graduates of a coach training program.

2008-2009 Chapter President and President Elect must have competed 120 hours of coach training with the intention of being credential. Chapter officers are in training or graduates of a coach training program.

2010 and after all member of board and officers are ICF credentialed.

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 determine fees at organization-sponsored events, develop the policies and procedures necessary to conduct the business of the organization effectively.

Section 4. Nominations and Elections *(If your year is not a calendar year and you choose different dates for elections you may still find the time frames useful).*

Nominations for elections to the Board of Directors shall be made by the Nominations and Elections committee consisting of three (3) qualified members of the organization appointed by the President and approved by a majority vote of the Board. The President shall appoint, with the Board's approval, the Nominations and Elections Committee no later than June of the Year before Vacancies will appear on the Board. The Secretary shall email all qualified members a notice of the coming election including the number of coming vacant seats, and invite qualified members to notify the Nominations and Elections Committee of their interest in serving on the Board by September 30.

The Nominations and Elections Committee will submit to the membership, in writing, the names of one or more candidates for each board seat at or prior to the ~~October~~ general meeting. The floor will be open for nomination by petition for thirty days from the presentation of the slate. Voting will take place in ~~December~~ and installation in January.

Section 5. Elections

Before the regular December meeting, the Secretary will email ballots to all qualified members. The ballots will describe the seats open for election and the candidates running for those seats. Members will fill out their ballots and email them to the Secretary, who will count the ballots and announce the results at the December meeting. In the event there is only one (1) candidate for each office, the Secretary may cast a unanimous ballot for the candidate of the nominating committee.

The Secretary will also note these proceedings and record them in the Minutes of the meeting.

Section 6. Removal

Any member of the Board may be removed by a 2/3 vote of the Board. The Secretary shall record such events in the minutes of the Board meeting.

Section 7. Terms and Vacancies

Terms for all Board members are for 1 year(s).

Any vacancy on the Board shall be filled by Presidential appointment, subject to approval by a majority of the Board. The appointment approved will pertain until the following December, when the seat will be filled by the normal election process.

Section 8. Board of Directors Meetings

Meetings of the Board of Directors will be at the places and times decided by majority vote of the Board. 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. The written request should contain the agenda for the special meeting.

All Board Meetings shall be open to all qualified members of the Organization. The single exception is Special Meetings in which the President, with unanimous consent of the Board, shall declare the meeting closed.

Section 9. Committee

The President may appoint committees, either standing or ad hoc, in order to effectively and efficiently further the stated purposes of the organization. The establishment of any committee must first receive the approval of the Board by way of a majority vote.

Section 10. Meeting Procedures

Questions about Board proceedings at meetings shall be determined by Robert's Rules of Order (revised), except where such rules conflict with the laws of Bluegrass Coaching Association.

Robert's Rules of Order (revised) may be suspended by a majority vote of the Board or qualified members of the organization present at a meeting at which a quorum is present.

Section 11. Quorum

A majority of Board members shall constitute a quorum for the purpose of transacting the business of the organization.

Section 12. Legal Purpose

Notwithstanding any other provision of these articles, the purposes for which the corporation is established are exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501 (c) (6) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Revenue laws. *(Chapters outside the United States will want to write in the code of their country related to not for profit organizations).*

Section 13. Excluding Activities

Notwithstanding any other provisions for these articles, this organization shall not carry on any activities not permitted to an organization exempt from Federal Income Tax under Section 501 (c) (6) of the Internal Revenue code or the corresponding provisions of any future United States revenue laws. *(Chapters outside the United States will want to write in excluded activities that relate to their Country's laws).*

Section 14. Dissolution

In the event of the dissolution or final liquidation of the chapter, its remaining net assets will be distributed to ICF for use consistent with its tax-exempt purpose and for the benefit of ICF Chapters, thus no part of such net assets may inure to the benefit of any individual member or person.

Section 15. Fiscal Year

The Kentucky/Southern Indiana Chapter's fiscal year will run from July 1 – June 30.

**ARTICLE IV
DUTIES IF THE ORGANIZATION'S OFFICERS**

Section 1. President

The president shall preside at all meetings of the Board and of the organization. The President shall sign any instruments or documents that may lawfully be executed on behalf of the Board.

Section 2. Vice President/President Elect

In the case of absence or disability of the President, or at his/her request, the Vice President/President Elect shall perform all of the duties of the President. The Vice President/President Elect shall perform such duties and have such authority as from time to time may be assigned by the President or the board.

Section 3. Secretary

The Secretary shall maintain official minutes and records of the proceedings of the Board and the Organization. The Secretary shall arrange for mailings of official correspondence. The Secretary shall also perform other duties and have such authority as shall from time to time be assigned by the President or Board. The Secretary shall maintain a binder of the Proceedings of

the Chapter and have the binder present at all meetings of the Board and membership. The binder shall include meeting agendas, minutes, policies, procedures, Board decisions, guidelines, financial reports and other proceedings of the Board and organization membership.

Immediately following elections, the Secretary shall send a list of all current elected officers and members of the Board to the Chapter Coordinator at chapters@coachfederation.org along with the current address of the treasurer for receiving rebates. This should be received by the ICF office at least two (2) weeks before the end of the quarter.

Section 4. Treasurer

The Treasurer shall perform all the organization's financial transactions and keep accurate records of the organization's accounts. The Treasurer will submit financial reports at each board meeting for review and approval by the voting majority of the board. The Treasurer will also submit an annual Chapter financial report to the ICF within thirty (30) days of the Chapter's designated end for the fiscal year. In addition, the treasurer will give a financial report no less than once every six (6) months.

Section 5. Delegation of Officer's Duties

The President or Board (by majority vote) may delegate any officer's duties to any other member of the Board when they deem such action to be appropriate.

Section 6. Officer Terms

Officers are asked to serve for a term of 2 years.

ARTICLE V ORGANIZATION MEMBERSHIP

Section 1. Qualification

In order to qualify as a member of the organization, an individual must have paid annual dues directly to the International Coach Federation as determined by the International Coach Federation Board of Directors found at:

<http://www.coachfederation.org/pressroom/register/index.asp>

Section 2. Voting

All qualified members of the organization are eligible to vote on any issue presented to the membership for a vote.

Voting may be by ballot, electronic mail or any reasonable means determined by the Executive Board. At all business meetings of the chapter, each regular member in good standing who is present shall have one (1) vote. Unless otherwise specifically provided by these bylaws, a majority vote of those members present and voting shall govern.

**ARTICLE VI
AMENDMENTS TO THESE GUIDELINES**

Section 1. Recommendation for Amendment

These guidelines may be amended when recommended by a committee appointed by the President, or upon written request from at least ten (10) percent of the qualified members of the organization. The President shall have the recommended amendments posted on the Organization's web site, or mailed to the membership.

Section 2. Amendment Approval

All qualified members of the organization shall be invited to review the amended by-laws on the web site or by mail and prepare to vote on the amendments (yea or nay to the totality of amendments as presented) via email within two weeks of posting on the site. Votes received after that date are invalid. A vote of qualified member shall decide the issue by a simple majority. A proposed amended set of by-laws shall be considered ratified and effective when carried by a majority vote. The president shall see that the official guidelines are so amended and posted on the organization's web site. The secretary will maintain a set of all by-laws, past and current.

(end of by-laws)

Original By-Laws 05-12-2005
Amended By-Laws 01-01-2006