



NPA Bylaws

ARTICLE I. NAME AND DEFINITIONS

- A. The name of this organization shall be the Notary Public Administrators, a section of the National Association of Secretaries of State.
- B. An at-large member of the NASS Executive Committee shall be the liaison between the NPA and NASS.
- C. For the purposes of these bylaws, the following definitions apply:
1. "Agency" means a state, territory or district government of the United States of America responsible for commissioning, regulating or authentication documents notarized by notaries public.
 2. "Executive Committee" means the officers as described in the Article IV and the regional representatives described in Article VIII of these bylaws.
 3. "Jurisdiction" means a state, territory or district government of the United States of America.
 4. "Member in good standing" means a notary public administrator or a nongovernmental member who has paid the required dues for the calendar year.
 5. "NASS" means the National Association of Secretaries of State.
 6. "Nongovernmental member" means any individual paying the appropriate dues to NPA who is not a governmental member as defined by these bylaws.
 7. "Notary public administrator" or "governmental member" means any individual who is employed by a jurisdiction responsible for commissioning, regulating or authenticating documents notarized by notaries public.
 8. "NPA" means the Notary Public Administrators, a section of the National Association of Secretaries of State.

ARTICLE II. OBJECTIVES

The objectives of the NPA Section shall be:

- A. To gather, exchange, and disseminate facts, information, and ideas relating to notaries public and the administration of notary public commissioning/licensing programs, the regulation of notaries public, and authentication programs;
- B. To increase knowledge of notary law among NPA members and within the general public;
- C. To promote membership in NPA among notary public administrators; and
- D. To make recommendations to NASS which NPA believes will help achieve the purposes and objectives of this organization.

ARTICLE III. MEMBERSHIP

- A. Membership in NPA shall consist of individuals who have a professional interest in notary public law.
- B. There shall be two classes of membership, which include a governmental member and a nongovernmental member.
1. Governmental member: A member under this category of membership who is in good standing and attends the annual NPA conference is entitled to vote on all matters before NPA.
 2. Nongovernmental member: A member under this category of membership who is in good standing can attend open sessions of NPA but is not entitled to vote on matters before NPA.

ARTICLE IV. ELECTION OF OFFICERS

A. The officers of NPA shall be the President, Vice President, Secretary, and Treasurer. Each officer shall serve for a term of two years or until a successor is elected. Elections shall be held biennially beginning in 2000 and only a notary public administrator who is a member in good standing may be nominated for office.

B. The President may be selected from a jurisdiction in which the notary public function is not under the jurisdiction of the Secretary of State. Whenever the President is elected from a non-Secretary of State jurisdiction, the Vice President shall be chosen from a jurisdiction in which the notary public function is under the administration of the Secretary of State.

1. At the annual conference, the Nominating Committee shall place into nomination a slate of candidates for the four offices, one name per office. Additional nominations may then be taken from the floor.
2. NPA shall elect the officers as defined by this Article by either written ballot or voice vote from the nominees presented to NPA by the Nominating Committee and other nominees placed into nomination from the floor. The individual who receives a majority of votes cast among those running for that particular office shall be declared the winner.
3. The names of those elected shall be reported promptly to the NASS Executive Board Liaison. The NASS Executive Board Liaison shall promptly present the names of those elected to the NASS Executive Committee.
4. If the President is unable to serve or complete the term of office, the Vice President shall serve the remainder of the President's term. If any vacancy in one or more of the elected positions occurs, the President (or the individual who becomes President upon a vacancy of that office) shall, in consultation with the Executive Committee, choose a successor for any vacant position. Any replacement so chosen shall remain in office until the next biennial election of officers.

ARTICLE V. MEETINGS

A. Regular meetings of NPA shall be held once each calendar year, in conjunction with the NASS annual summer conference.

B. Meetings of NPA shall be chaired by the President or, in the absence of the President, the Vice President. In the absence of both the President and the Vice President, meetings shall be chaired by the Secretary.

C. Meetings of NPA and its various committees shall be conducted in accordance with the most recent edition of Robert's Rules of Order.

D. There shall be at least one business meeting scheduled at the annual conference. Topics that require voting shall be presented to the membership at least 30 days before the conference begins except that a majority of the Executive Committee may vote to override such 30-day requirement if, in the belief of the Executive Committee, a waiver of this requirement would benefit NPA.

ARTICLE VI. VOTING

A. For the purposes of voting on matters before NPA, each agency responsible for commissioning, regulating or authenticating documents notarized by notaries public has one vote.

B. Changes to the bylaws: All changes to these by laws shall require a three-fifths majority of the votes cast.

C. Other matters: All other matters shall be decided by a simple majority of the votes cast.

D. At the business meeting of the annual conference, the presiding officer shall call the roll of voting members for the purpose of establishing a quorum. For conduct of business, a quorum shall consist of at least 50% of the voting members present at the conference plus one.

ARTICLE VII. DUTIES OF THE OFFICERS

A. The President shall:

1. Promptly surrender all records concerning the office of President to the successor President; and
2. Have all the duties, powers, and responsibilities normally ascribed to the highest ranking officer

within an organization, as enumerated in the most recent edition of Robert's Rules of Order.

- a. The powers, duties, and responsibilities shall include, but not be limited to, the following:
 - i. Maintain close contact with the NASS Executive Board Liaison;
 - ii. Preside at all business meetings of NPA;
 - iii. Plan, direct, coordinate or delegate to a program chair, the annual NPA conference;
 - iv. Report to the NASS Executive Board, both at the annual NASS Conference and at the NASS winter meetings;
 - v. Prepare and submit for publication in the NASS newsletter any newsworthy items regarding NPA activities; and
 - vi. Work with the Treasurer to account for all monies received and expended by or on behalf of NPA.
- B. The Vice President shall:
 1. Preside at meetings in the absence of the President;
 2. Promptly surrender all records concerning the office of Vice President to the successor Vice President;
 3. Perform duties and responsibilities assigned by the President; and
 4. Assume the office of President, if a vacancy shall occur in that office.
- C. The Secretary shall:
 1. Serve as recording secretary during each business meeting of NPA and provide a copy of the minutes to the President;
 2. Maintain an archival record of minutes of meetings, documents, and any other written instruments on behalf of NPA and promptly surrender all records concerning the office of Secretary and the NPA to the successor Secretary; and
 3. Perform other duties and responsibilities assigned by the President.
- D. The Treasurer shall:
 1. Maintain records and reports of finances on behalf of NPA;
 2. Reconcile financial statements and report the outcome of reconciliations to the President and Vice President;
 3. Receive the financial reports prepared by the NASS Executive Director, provide a copy of all financial reports to the Executive Committee, and promptly surrender all records to the successor Treasurer;
 4. Countersign all checks or authorizations for expenditures written by the President in payment of expenses incurred on behalf of NPA;
 5. Perform other duties and responsibilities assigned by the President; and
 6. Work with the President to account for all monies received and expended by or on behalf of NPA.

ARTICLE VIII. REGIONAL REPRESENTATIVES

- A. To facilitate the organization and work of NPA, the governmental members are divided into four geographic regions. The four regions are grouped geographically as follows:
 1. Eastern Region - Connecticut, Delaware, Maine, Maryland, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Puerto Rico, Rhode Island, Vermont, and the Virgin Islands;
 2. Southern Region - Alabama, Arkansas, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, Oklahoma, South Carolina, Tennessee, Texas, Virginia, West Virginia, and the District of Columbia;
 3. Mid-Western Region - Illinois, Indiana, Iowa, Kansas, Michigan, Minnesota, Missouri, Nebraska, North Dakota, Ohio, South Dakota, and Wisconsin;
 4. Western Region - Alaska, Arizona, California, Colorado, Hawaii, Idaho, Montana, Nevada, New Mexico, Oregon, Utah, Washington, Wyoming, American Samoa, and Guam.
- B. The President shall select a governmental member from each region to serve as Regional Representative. The Regional Representative shall serve for a term of one year or until a successor has been appointed by the President. Regional Representatives may serve consecutive terms. A Regional Representative may not concurrently serve as an elected officer.
- C. At the direction of the President, Regional Representatives shall be responsible for distributing NPA materials to governmental members in their regions and shall provide assistance whenever possible to

facilitate gathering information.

D. At the request of the President, the Regional Representatives shall meet with the President at the annual conference, or at any duly-called meeting by the President, for the purpose of discussing the organization and work of NPA and to provide such other counsel and assistance as the President may request.

ARTICLE IX. COMMITTEES AND COMMITTEE DUTIES

A. Committee members and each committee chairperson shall be appointed by the President. Committee chairpersons shall be appointed from among the membership of the Committee, unless other provision is made in these bylaws for selecting a chairperson.

B. Committees shall include, but not be limited to, the following:

1. Nominating Committee. The Nominating Committee shall consist of a governmental member in good standing from each region.
 - a. Before the annual conference in even-numbered years, the Nominating Committee shall select nominees for the position of President, Vice President, Secretary, and Treasurer and shall obtain a letter of consent to serve from the Secretary of State or the Secretary of State's designee, or the equivalent chief executive officer or designee of each nominee.
 - b. At the annual conference in even-numbered years, the Nominating Committee shall present to NPA its slate of nominees, one name nominated for each office for the offices of President, Vice President, Secretary, and Treasurer.
 - c. The Nominating Committee shall present to NPA only the names of persons who have submitted, in writing to the Chairperson of the Nominating Committee, a letter of consent to serve from the Secretary of State or the Secretary of State's designee, or the equivalent chief executive officer or designee for the agency responsible for commissioning, regulating or authenticating documents notarized by notaries public. The letter must indicate the Secretary of State or equivalent chief executive officer's willingness to allow the nominee to serve, should the nominee be elected by NPA.
 - d. Nominations may also be made from the floor at the time the Nominating Committee presents its recommendations to NPA. Any person nominated from the floor must obtain a letter of consent as follows:
 - i. If the letter of consent cannot be made available by the time the NPA is to vote on the slate of the officers, the nominee may stand for election and be elected upon the nominee's representation that the letter will be forthcoming.
 - ii. If a letter of consent is not received by the President within 30 days after the nominee's election, the election is voided and the nominee of the Nominating Committee shall become the elected officer of NPA as long as that person consents in writing to the President that the person still wants to serve NPA as this officer.
2. Program Committee. The Program Committee shall consist of three governmental members.
 - a. At the discretion of the President, the Program Committee chairperson may be the Vice President.
 - b. The Committee may include Regional Representatives.
 - c. The Committee shall be responsible for planning and coordinating all aspects of the program to be presented at the annual conference. This responsibility shall continue until the conference is concluded.
 - d. The Conference program shall initially be presented by the Program Chairperson to the President at least six months before the annual conference is to occur.
 - e. The Committee Chairperson shall work closely with the NASS Conference coordinator in the host jurisdiction, with the NASS Executive Director, and the NPA President to ensure the success of the conference.

ARTICLE X. FINANCES AND DUES

A. Dues. Dues shall be payable January 1 of each year and shall cover one calendar year or any portion of one calendar year. By October 31st of each year, the Executive Committee shall set the membership dues for NPA for the next calendar year.

B. Expenditures:

1. The President is authorized to expend such sums of money as are available and necessary to promote the objectives of NPA.
2. The President shall obtain the approval of NPA governmental members for each expenditure in excess of \$500. Between annual conferences, the President shall obtain the approval of a majority of the Executive Committee, who may be polled by electronic communication to record their vote.
3. NASS shall issue checks in payment of NPA expenditures from the NPA account maintained by NASS.
4. NASS may issue checks only with prior written approval of NPA's President and Treasurer.

C. NPA Account:

1. All receipts and expenditures shall be credited and debited through the NPA account administered by the NASS.
2. The NPA President shall, no later than thirty days before the NASS winter meeting and the NASS annual conference, request that the NASS Executive Director send to the NPA Treasurer a statement accounting for all monies received and spent.

ARTICLE XI. ANNUAL BUDGET

A. NPA and NASS shall prepare and adopt the annual NPA budget by the following procedure:

1. The Executive Committee, the NASS Executive Board Liaison, and the Secretary of State hosting the annual NASS summer conference shall jointly prepare the annual NPA budget.
2. The NASS Executive Board Liaison shall present the annual NPA budget at the annual NASS winter meeting.

B. The annual NPA budget may include, but is not limited to, the following:

1. All speakers' expenses incurred at NPA sessions of the NASS annual conference;
2. An annual NPA conference luncheon or dinner.

C. The annual NPA budget may, with the agreement of the Executive Committee, provide for a contribution to a joint NASS/NPA session to take place during the annual NASS conference.

ARTICLE XII. CONFERENCE FUNDING

A. The proposed annual NPA conference budget, as submitted to and approved by NASS, will be included in the annual NASS conference budget.

B. The President and, whenever practicable, the Vice President shall confer at the NASS winter meeting, or by any other agreeable communications method, with the NASS Executive Director, the NASS Executive Board Liaison, and the Secretary of State hosting the annual conference to ensure that the host Secretary is aware of the funds needed for the NPA portion of the conference.