Washington City/County Management Association Constitution

An Affiliate of the International City/County Management Association Constitution

ARTICLE 1 – Name of Organization

The name of this organization shall be the Washington City/County Management Association (WCMA). It shall be considered a state affiliate of the International City/County Management Association (ICMA).

ARTICLE 2 – Objective

The purpose of this Association shall be to increase the knowledge and efficiency of local government management, to assist the Association of Washington Cities in its programs and activities, to support the functions and aims of ICMA, and to aid in the improvement of municipal administration in the State of Washington.

ARTICLE 3 – Board of Directors

1. The Board of Directors shall serve without pay and consist of fifteen members, the officers and ten other Board of Directors members. The Officers of this Association shall be: a President, an Incoming President, a most recent Past President, a Vice President, and the Secretary-Treasurer.

2. All Officers except the Secretary-Treasurer shall be Corporate Members in the State of Washington of at least one year's experience and shall be active members. The Secretary-Treasurer shall be a voting member of the Board of Directors because of his/her position. Two Board of Director positions shall be reserved for Associate Members who shall be eligible to vote and count for purposes of a quorum at Board meetings.

3. Each Officer shall be elected as provided in Article 6, except as otherwise provided below:
   - Incoming President and President. The Incoming President shall be elected by a majority vote of the Board of Directors. The Incoming President shall be the most recent WCMA Vice President. If the most recent WCMA Vice President is not available or is no longer qualified, the Board of Directors shall elect by majority vote, an Incoming President from amongst the remaining Board of Directors. Immediately following completion of the Incoming President’s term, he or she shall serve as President.
   - Secretary-Treasurer. The Secretary-Treasurer shall be appointed by a majority vote of the Board of Directors and serve at the pleasure of the Board of Directors.

4. Upon an Officer leaving service in local government management, the usual succession to office shall be used to fill the resulting vacancy, provided however that such Officer may remain in office twelve (12) months or until completion of his/her term, whichever occurs first following the date of separation.

5. Vacancies shall be filled by a majority vote of the Board of Directors, with the recommendation of the President.

6. Board members with three consecutive unexcused absences in a calendar year shall be dismissed from the Board.

ARTICLE 4 – Voting

Amended August 2011, August 2014, April 2016
1. (a) A majority of board members constitutes a quorum. (b) In absence of a quorum, no formal action shall be taken except to adjourn the meeting to a subsequent date.

2. Passage of a motion requires a simple majority (i.e., one more than half the members present).

**ARTICLE 5 – Committees**

The President shall appoint, with the approval of the Board of Directors, such standing and ad hoc committees as a majority of said Board of Directors may deem advisable.

**ARTICLE 6 – Nominations, Elections and Terms of Office**

**Section 1.** Prior to each annual meeting the Association shall elect the Officers as provided for in Article 3. Elections shall be by mail ballot. Any candidate receiving a majority of all votes cast for any office shall be declared elected.

**Section 2.** Nominations shall be made by a nominating committee of not less than three members appointed by the President. Announcement of members appointed to the nominating committee shall be made to all members of the Association two months in advance of the annual election. The nominating committee is hereby instructed to select candidates based on the objective of maintaining a board that is representative of the entire membership, which shall consider city/county mix, geographic distribution, position mix of chief administrative officers compared to non-CAOs, gender and population served.

**Section 3.** The nominating committee shall provide on the ballot all eligible candidates nominated, including self-nominations, unless more than two times the number of candidates are nominated than positions to be elected. In the event more than two times the number of candidates have been nominated than positions to be elected, the nominating committee shall select a slate of candidates, using the criteria established in Section 2, of no more than two times the number of positions to be elected.

**Section 4.** The nominating committee shall ascertain the willingness of a candidate to serve prior to placing such candidate’s name on the ballot.

**Section 5.** The nominating committee shall provide on the ballot for each elective office a provision for write-in votes.

**Section 6.** The President’s term of office shall be one year; the Incoming President’s term of office shall be one-year; the Vice President’s term of office shall be one year. The Board of Director terms of office shall be three years. The term of office for newly elected officers and board members shall begin with the annual meeting without regard to whether an exact calendar year has elapsed since the previous annual meeting.

**Section 7.** The Vice-President and four Board of Directors shall be elected every year. Board of Director’s positions shall be staggered so positions 1-3 are elected every three years beginning in 2015, positions 4-6 elected every three years beginning in 2014 and positions 7-10 elected every three years beginning in 2016.

**Section 8.** Ballots shall be mailed to all voting members one month prior to the annual meeting.
ARTICLE 7 – Membership

Section 1. The Corporate members of this Association shall be designated as Full members. All other classes of membership shall be designated Non-Corporate and shall be known as Associate, Cooperating, Student, Retired, Life or Honorary Members. The privilege of voting and holding office is limited to Full Members, except as provided in Article 3, Section 2. Membership and the proper classification shall be approved by the President except that questions regarding eligibility may be referred to the Board of Directors.

Section 2. Full Member. Full (voting) membership is for chief administrative officers (CAOs) whose scope of responsibility meets these six criteria: appointment, policy formulation, budget, appointing authority, organizational relationships, and qualifications; assistant/deputy chief administrative officers; and other senior-level staff in local government in the State of Washington who have significant administrative duties and report to a CAO whose position meets the six criteria for joining. Such person shall become a member by notifying the Secretary-Treasurer of his/her desire to participate in the Association and upon payment of the membership fee for the current year.

Section 3. Associate Member. Associate (non-voting) membership is for individuals who fill a position in a general purpose local government or council of governments, including entry- to mid-level local government employees and professors. Associate members shall submit a statement indicating an interest in pursuing a career in city/county management or as an appointed administrative official reporting to a Mayor/City Council. Associate members shall hold no office or vote, except as provided in Article 3, Section 2.

Section 4. Cooperating Member. Individuals who work for an employer who does business with and has close ties to one or more units of local government. Cooperating members shall hold no office or vote.

Section 5. Student Member. Any person who is registered as a student in a college or university public administration program or is currently working in a career in public management may petition the Board of Directors for membership. Student members shall hold no office or vote.

Section 6. Retired Member. Any person who was previously a full member and has qualified for benefits under a local government retirement plan shall be eligible for retired membership by providing written notice to the Secretary-Treasurer and payment of the membership fee for the current year. Retired members shall hold no office or vote. Retired members shall comply with the ICMA Code of Ethics.

Section 7. Honorary Member. Honorary members shall be chosen because of distinguished service to general purpose local government, or for special recognition because of having made a distinct contribution to the advancement of the art and science of public administration and are deserving of such recognition. They shall be proposed by at least five (5) active members and shall be elected only upon a unanimous recommendation of the Board of Directors and a majority of the members present at the annual meeting. Honorary members shall comply with the ICMA Code of Ethics.

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**Section 8.** Life Member. Any former Full Member who has retired from active, full-time, permanent employment, shall be eligible for Life Membership. Eligibility is further dependent upon a minimum of 20 years employment as a Full Member, or its equivalent in this and/or other states, with a minimum of 10 years of such service in the State of Washington. Such designation is subject to action and approval of the Board of Directors, who may also take into consideration the offices of WCMA and ICMA held during active service. Life Members are eligible and encouraged to attend all membership activities, shall be retained on the mailing list for all membership communications. Lifetime members shall pay no dues, hold no office or vote. Life members shall comply with the ICMA Code of Ethics.

**Section 9.** Members in Transition. Any full member of this association who has resigned or has been removed from their position with a municipality may retain their status as a Full Member up to twelve (12) months, provided they continue to pay dues.

**ARTICLE 8 – Expulsion of Members**

**Section 1.**

All WCMA members agree to abide by the ICMA Code of Ethics as a condition of WCMA membership. The WCMA Board of Directors is responsible for enforcing the code of ethics for WCMA members who are not members of ICMA. The WCMA Board of Directors shall adopt procedures for initiating and processing complaints alleging a violation of the Code of Ethics; responsibilities for conducting investigations; decision-making on possible sanctions including private censure, public censure, expulsion and membership bar; hearings and appeals process to insure a fair disposition of the allegations.

WCMA members who are also members of ICMA shall be governed by the rules of procedure as adopted by ICMA.

**Section 2.** On a written request of a Corporate Member setting forth a just cause, and where immediate action is necessary due to the nature of the case, the Board of Directors, by unanimous action, may suspend a member pending expulsion action as outlined in Section 1 of Article 8.

**ARTICLE 9 – Dues**

Dues for the Association may be established from time to time by the Board of Directors. Any full, Associate, Cooperating or Student Member whose dues are in arrears for a period of six months shall be suspended from membership and notified in writing of such suspension.

**ARTICLE 10 – Amendments**

This Constitution may be amended or repealed by a majority vote of the Corporate Members of the Association present at a regular meeting, or five Corporate Members of this Association may, by petition to the Secretary-Treasurer, initiate a desired change which shall become effective upon ratification by a majority of the Corporate Members present at any meeting or by a majority of Corporate Members voting thereon by a mail ballot; such mail ballot shall be canvassed by two members of the Board of Directors on or after the same is mailed by the Secretary-Treasurer.

Amended August 2011, August 2014, April 2016
ARTICLE 11 – Adoption

This Constitution shall be in full force and effect from and after its approval by a majority of those present at the first meeting.

Bylaws of Washington City/County Management Association

Section 1: Duties of Officers. The duties of the officers of this Association shall be such as by general usage are indicated by the title of office. The President shall appoint such committees as may be necessary. The Board of Directors shall act in the capacity of Directors, and shall supervise and control the affairs of the Association, when the Association meeting is not in session.

Section 2: Secretary-Treasurer. The Secretary-Treasurer shall transact the necessary financial business of the Association, keeping a complete record of all transactions, which shall be submitted for auditing at the annual meeting of the Association. The Secretary-Treasurer shall be appointed by the Board of Directors and shall serve at the pleasure of the Board.

Section 3: Meetings. The Association shall hold at least one general meeting each year at the same time and place as the Summer Conference. Other meetings may be called by the President or by the Board of Directors as required.

Section 4: Order of Business. At the annual meeting of the Association the order of business shall be as follows, but such order may be suspended by a majority vote of the members present: (1) Approval of Minutes, (2) Communications, (3) Report of the Secretary-Treasurer, (4) Report of the Executive Board, if established, (5) Reports of Committees, (6) Election of Officers, (7) Unfinished Business, (8) New Business, (9) Adjournment.

Section 5: Voting by Proxy. Voting by proxy shall not be allowed.

Section 6: Fiscal Year. The fiscal year of the Association shall be from January 1 to December 31.

Section 7: Dues. Dues and subscriptions, as determined by the Board of Directors, shall be payable on or before July 1 of any fiscal year.

Section 8: Amendment to Bylaws. These Bylaws may be amended by a majority vote of the members present at the annual meeting.