



## Summary of Proposed Updates to AGA Atlanta Chapter Bylaws

AGA Atlanta Chapter Bylaws Section	Original	Update
<b>Global Updates</b>		
Formatting was updated throughout, including section headers, page numbers, and general grammatical adjustments.		
<b>Cover Page</b>		
Updated cover page.		
<b>AGA Atlanta Chapter</b>		
	The AGA Atlanta Chapter was founded in 1954. The Articles of Incorporation are dated September 2, 2016, pursuant to Title 14, Chapter 3 of the Code of Georgia.	The AGA Atlanta Chapter <b>received its charter from National AGA</b> in 1954. The Articles of Incorporation are dated September 2, 2016, pursuant to Title 14, Chapter 3 of the Code of Georgia.
<b>Article I - Name</b>		
Article I	The name of the organization is the AGA Atlanta Chapter, Inc. (hereinafter referred to as the "Chapter"). This chapter is a part of the AGA (hereinafter referred to as "the Association" or "AGA".)	The name of the organization is the AGA Atlanta Chapter, Inc. (hereinafter referred to as the "Chapter").

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<b>Article II - Authority, Mission, and Objectives</b>		
Article II, Section 1	This Chapter derives its name and authority from and is chartered by the AGA and is subject to the official "National Bylaws" and "Policies and Procedures" of the AGA.	This Chapter derives its name and authority from and is chartered by AGA and is subject to the official "National Bylaws" and "Policies and Procedures" of AGA (hereinafter referred to as the "Association" or "AGA").
Article II, Section 2	To represent the premier association that connects and empowers financial related professionals who support government, from financial management to IT, human resources, cybersecurity and more, to advance good government initiatives, grow their expertise, and accelerate their careers.	To represent the premier association for advancing government accountability in our community.
Article II, Section 3	To promote the Association's goals and objectives are detailed in the Association's strategic plan which is published via the AGA website (agacgfm.org).	To promote the Association's goals and objectives which are detailed in the Association's strategic plan is published via the AGA website (agacgfm.org).  The Chapter's Strategic Goals and Plans are published each year on our website (Strategic Goals and Plans).
<b>Article III - Code of Ethics</b>		
Article III	In order to foster the highest professional standards and behavior, and exemplary service to all levels of government, Chapter members are expected to abide by the Association's Code of Ethics which has been developed as guidance by the AGA for the members of the Association, Certified Government Financial Managers (CGFMs), and for the information of their employers. The Code of Ethics is published via the AGA website to the AGA membership and CGFMs (Code of Ethics).	In order to foster the highest professional standards and behavior, and exemplary service to all levels of government, Chapter members are expected to abide by the Association's Code of Ethics which has been developed by the national organization. The Code of Ethics is published via the AGA website to the AGA membership and CGFMs (Code of Ethics).

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<b>Article IV - Membership</b>		
Article IV, Section 1	As established in the Association’s National Bylaws, members shall consist of Government Members, Private Sector Members, Young Professional Members, Student Members, Retired Members, Lifetime Members, Honorary Members, Corporate Members, and Group Members. Each member is a voting member of the Chapter, having one vote.	As defined in the Association’s National Bylaws, the members of the Chapter shall consist of Government Members, Private Sector Members, <b>Early Career Members</b> , Student Members, Retired Members, Lifetime Members, Honorary Members, Corporate Members, and Group Members. Each member is a voting member of the Chapter, having one vote.
Article IV, Section 2	(c) Cooperate with the Association’s Professional Ethics Board in any investigations of alleged violations of the Code of Ethics. Failure to cooperate with the Professional Ethics Board may result in termination of membership, subject to the Professional Ethics Board appeals process.	(c) Cooperate with the Association’s Professional Ethics Board in any investigations of alleged violations of the Code of Ethics.
Article IV, Section 3	<p>(a) Disciplining of members will adhere to the terms of the Association’s Bylaws and as provided in the Association’s Policies and Procedures.</p> <p>(b) A member who has been properly invoiced and fails to pay his or her membership dues for a period of two months after the due date shall be suspended automatically as a member of the Chapter.</p>	<b>Discipline and suspension of members will be as set forth in the Association’s National Bylaws.</b>

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Article IV, Section 4	Members may resign at any time, except in the event a member resigns or allows his or her membership to expire after a formal notice of a disciplinary complaint has been filed against him or her by the Association's Professional Ethics Board (PEB), but before a final determination on the complaint by the PEB has been made. That member - per the Association's Bylaws - shall not be eligible for renewal of membership with the AGA unless authorized by the Association's National Governing Board (NGB). Such a member shall be given the status of "not eligible for membership" in AGA records.	Section was removed from Bylaws as resignation of members is handled by AGA Nationals and is covered in their Bylaws.
Article IV, Section 5	If a member is found guilty by a court of competent jurisdiction of a crime punishable by imprisonment of more than one year, a felony, or any crime involving moral turpitude, the PEB may determine a sanction of termination without the need for further investigation.	Section was removed from Bylaws as this handled by AGA Nationals and is covered in their Bylaws.
Article IV, Section 6	The Association's NGB may prescribe the conditions, policies and procedures under which members may be reinstated.	Section was removed from Bylaws as this handled by AGA Nationals and is covered in their Bylaws.

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Article IV, Section 7	Communications to members from the Chapter may be disseminated in writing or electronically (e.g., website, email).	Section was removed from Bylaws as this is covered in our Policies and Procedures Manual.
<b>Article V - Meetings of Members</b>		
Article V, Section 2	Notice of each general meeting of the Chapter must be communicated to each CEC member of the Chapter not less than seven (7) days prior to the meeting. Notice of a special meeting must be communicated to each CEC member of the Chapter at least three (3) days before the date of the meeting.	Notice of each general meeting of the Chapter must be communicated to each member of the Chapter not less than thirty (30) days prior to the meeting. Notice of a special membership meeting must be communicated to each member of the Chapter at least three (3) days before the date of the meeting.
Article V, Section 5	(a) Except as otherwise provided in these Bylaws or by law, membership matters requiring a vote must be approved by a majority vote of the voting members present at any meeting at which there is a quorum. Changes to these Bylaws (see Article XIV) is an exception which requires approval of 2/3 of a quorum of membership in attendance.	(a) Except as otherwise provided in these Bylaws or by law, membership matters requiring a vote must be approved by a majority vote of the voting members present at any meeting at which there is a quorum. Changes to these Bylaws (see Article XV) is an exception which requires approval of 2/3 of a quorum of membership in attendance.

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<b>Article VI - Chapter Officers and Directors</b>		
Article VI, Section 2	<p>(a) The Chapter Directors include the following positions:</p> <ul style="list-style-type: none"> <li>• Accountability Director</li> <li>• CGFM and Professional Certification Director</li> <li>• Community Service Director</li> <li>• Communications Director/Webmaster</li> <li>• Young Professionals Director</li> <li>• Membership Director</li> <li>• National Council of Chapters Representative</li> <li>• At-Large Member</li> </ul> <p>(b) Chapter Directors will be elected annually for a one-year term as provided for in Article VIII, except for the initial National Council of Chapters Representative who will serve a two-year term.</p>	<p>(a) There shall be no more than 15 Chapter Officers and Directors. The at-large directors and committee members are not Chapter Officers or Directors. There is no limit on the number of at-large directors or committee members that can be selected to assist the Chapter Officers and Directors.</p> <p>(b) The Chapter Directors include the following positions:</p> <ul style="list-style-type: none"> <li>• Accountability</li> <li>• ACE Reporting</li> <li>• CGFM and Professional Certification</li> <li>• Community Service</li> <li>• Communications</li> <li>• Early Careers and Students</li> <li>• Membership</li> <li>• National Council of Chapters Representative</li> <li>• Programs &amp; Education</li> <li>• Webmaster</li> </ul> <p>(c) Chapter Officers and Directors will be elected annually for one-year terms as provided for in Article VIII.</p>

AGA Atlanta Chapter Bylaws Section	Original	Update
<b>Article VII - Chapter Executive Committee</b>		
Article VII, Section 1	<p>(a) The governing body of the Chapter shall be the CEC which will consist of the officers and directors, each member having one vote.</p> <p>(b) (b) If the Chapter President is absent from the CEC meeting, the officer to preside shall be determined in the following succession: Nation Chapter of Councils Representative, Chapter President-Elect, Immediate Past Chapter President, Secretary, Treasurer or Treasurer-Elect.</p>	<p>(a) The governing body of the Chapter shall be the CEC which will consist of the Officers and Directors, each member having one vote.</p> <p>(b) If the Chapter President is absent from the CEC meeting, the officer to preside shall be determined in the following succession: Chapter President-Elect, Immediate Past Chapter President, Secretary, Treasurer or Treasurer-Elect.</p>
Article VII, Section 3	<p>(b) Except as otherwise provided in these Bylaws, matters requiring a vote by the CEC shall be approved by a majority of voting members present for which a quorum is present, setting the annual Chapter dues rate (see Article XII).</p>	<p>(b) Except as otherwise provided in these Bylaws, matters requiring a vote by the CEC shall be approved by a majority of voting members present for which a quorum is present. <b>The exceptions to the majority rule, which require approval of 2/3 of the voting CEC members, are removal of Chapter officers and directors (see Article VI, Section 4) and setting the annual Chapter dues rate (see Article XII).</b></p>

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Article VII, Section 3	<p>(d) Unless precluded by other sections of these Bylaws and without limitations regarding other matters, the CEC shall have responsibility for the following matters based on voting as prescribed in this Article.</p> <ul style="list-style-type: none"> <li>i. Set strategic direction for the Chapter.</li> <li>ii. Promulgate the policies and programs of the Chapter.</li> <li>iii. Adopt an annual budget and approve revisions thereof in excess of ten percent of budgeted expenditures.</li> <li>iv. Establish Chapter dues schedule for all categories of members.</li> <li>v. Review all actions and programs of the Chapter’s Committees and Task Forces. The CEC may require Committees or Task Forces to appear before it at appropriate times.</li> <li>vi. Adopt amendments of these Bylaws.</li> <li>vii. Remove any CEC member for cause as stated in Article VI Section 4.</li> </ul>	<p>(d) Unless precluded by other sections of these Bylaws and without limitations regarding other matters, the CEC shall have responsibility for the following matters based on voting as prescribed in this Article.</p> <ul style="list-style-type: none"> <li>1. Set strategic direction for the Chapter.</li> <li>2. Promulgate the policies and programs of the Chapter.</li> <li>3. Adopt an annual budget and approve revisions thereof in excess of ten percent of budgeted expenditures.</li> <li>4. Establish Chapter dues schedule for all categories of members.</li> <li>5. <b>Develop a Policy and Procedures Manual for the Chapter and see that it is implemented as well as approve all changes to the manual.</b></li> <li>6. Review all actions and programs of the Chapter’s Committees and Task Forces. The CEC may require Committees or Task Forces to appear before it at appropriate times.</li> </ul>
<b>Article VIII - Nomination and Election of Officers and Directors</b>		
Article VIII, Section 1	Candidates for Officers and Directors will be put forward by current Officers and Directors to the CEC. If any nominations are received by current Officers or Directors, these nominations must also be put forward to the CEC. All nominees must indicate their willingness to serve if elected.	Candidates for Officers and Directors will be put forward <b>by the Nominating Committee as set forth in the Chapter Policies and Procedures Manual.</b>



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Article VIII, Section 3	<p>When there is a contest for an Officer or Director position:</p> <p>(a) Ballots will be communicated in such form as the CEC may designate.</p> <p>(b) The CEC shall cast votes in a time frame outlined by the current Chapter President.</p>	<p>When there is a contest for an Officer or Director position:</p> <p>(a) Ballots will be communicated in such form as the <b>Nominating Committee</b> may designate.</p> <p>(b) <b>The Chapter Membership</b> shall cast votes in a time frame outlined in the <b>Chapter Policies and Procedures Manual or determined by the Nominating Committee.</b></p>
Article VIII, Section 4	<p>Results of elections shall be tabulated as designated by the CEC which shall certify the results to the Chapter President. When there is no contest for an elective office, a designated CEC member shall certify the election to the Chapter President without ballot.</p>	<p>Results of elections shall be tabulated as designated by <b>the Nominating Committee</b> which shall certify the results to the Chapter President. When there is no contest for an elective office, <b>the Chair of the Nominating Committee</b> shall certify the election to the Chapter President without ballot.</p>
Article VIII, Section 5	<p>In the event of a vacancy occurring in an Officer or Director position, the position will be filled as set forth by recommendations given by the CEC.</p>	<p>In the event of a vacancy occurring in an Officer or Director position, the position will be filled as set forth in the <b>Chapter Policies and Procedures Manual.</b></p>

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<b>Article IX - Committees and Task Forces</b>		
Article IX	<p>The Chapter President, upon ratification by the CEC, may establish such Committees and Task Forces as deemed necessary to assist the CEC and the Chapter President in carrying out the programs and operations of the Chapter. The Chapter President shall, in consultation with the Chapter President-Elect, appoint the Committee and Task Force chairs.</p> <p>Committee membership, terms, and responsibilities we be set forth as follows:</p> <ul style="list-style-type: none"> <li>(a) The chair may serve more than one year.</li> <li>(b) The Chapter President-Elect and the Chapter Treasurer-Elect will serve as ex-officio members of the Governance Committee.</li> <li>(c) The Chapter Treasurer will be designated as the Chair, and the Chapter Treasurer-Elect the Vice Chair, of the Finance and Budget Committee.</li> <li>(d) The Immediate Past Chapter President and Immediate Past Chapter Treasurer will be designated as Co-Chairs of the Leadership Development Committee.</li> <li>(e) Chair assignments shall be ratified by the CEC.</li> </ul>	<p><b>There shall be at least five standing committees:</b></p> <ul style="list-style-type: none"> <li>• Executive Committee</li> <li>• Nominating Committee</li> <li>• Bylaws and Procedures Committee</li> <li>• Finance &amp; Budget Committee</li> <li>• Awards and Scholarship Committee.</li> </ul> <p><b>The chairs of the selected committees are nominated and elected as Chapter Officers or Directors per Article VIII above.</b></p> <p><b>In addition</b>, the Chapter President, upon ratification by the CEC, may establish such Committees and Task Forces as deemed necessary to assist the CEC and the Chapter President in carrying out the programs and operations of the Chapter. The Chapter President shall, in consultation with the Chapter President-Elect, appoint the Committee and Task Force chairs.</p> <p><b>Committee membership, terms and responsibilities will be as set forth in the Chapter Policies and Procedures Manual.</b></p>

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<b>Article XI - Financial Responsibilities</b>		
Article XI, Section 2	<p>Approval of the budget by the CEC shall constitute authority for the responsible officials of the Chapter to obligate funds as provided in the budget. However, no commitment shall be made that will cause the pertinent category of expense in the budget to be exceeded by more than 10 percent (10%), unless this expense has the advance approval of the CEC.</p> <p>When and if the Chapter operates without an approved budget, spending decisions shall be made with a majority vote of the CEC.</p>	<p>An annual budget shall be established by the Chapter President, in consultation with the Finance and Budget Committee, as set forth in the Chapter Finance and Budget Policies and Procedures (Financial and Budget Policies and Procedures). The budget shall provide an estimated list of expenses for the program year and the sources that will support it. Approval of the budget by the majority of the CEC shall constitute authority for the responsible officials of the Chapter to obligate funds as provided in the budget.</p> <p>No commitment shall be made that will cause the pertinent category of expense in the budget to be exceeded by more than 10 percent (10%) unless this expense has the advance approval of the CEC. Modifications to the budget shall become effective upon approval by a majority of the CEC.</p>
<b>Article XII - Dues</b>		
Article XII, Section 1	The Chapter portion of the annual dues rates for the different categories of membership shall be set by a two-thirds (2/3) vote of the CEC. [See Article V, Section 2].	The Chapter portion of the annual dues rates for the different categories of membership shall be set by a two-thirds (2/3) vote of the CEC (See Article VII, Section 3).

AGA Atlanta Chapter Bylaws Section	Original	Update
<b>Article XIII - Dissolution</b>		
Article XIII	In the event of liquidation, dissolution or winding up of the business and affairs of the Chapter, whether voluntary or involuntary or by operation of law, the CEC shall, after payment or making provisions for payment of all liabilities of the Chapter, dispose of all assets exclusively for the purpose of the Chapter, or to such Association or organization as shall at the time qualify as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any future Internal Revenue Law), in such manner as the CEC shall determine. Any assets not so distributed shall be disposed of by the United States District Court for the Northern District of Georgia exclusively for such purposes or to such corporations or organizations as said court shall determine are organized and operated solely for public purpose.	In the event of liquidation, dissolution, or winding up of the business and affairs of the Chapter, whether voluntary or involuntary or by operation of law, <b>all assets shall</b> , after payment or making provisions for payment of all liabilities of the Chapter, <b>be distributed exclusively to AGA, provided that the Association shall at the time qualify as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any future Internal Revenue Law. If at that time the Association is no longer exempt under Section 501(c)(3),</b> the CEC shall dispose of all assets exclusively for the purpose of the Chapter or to such Association or organization as shall at the time qualify as exempt under Section 501(c)(3), in such manner as the Chapter Executive Committee shall determine.
<b>Article XV - Amendments</b>		
Article XV, Section 1	The power to make, alter, amend or repeal the Bylaws or Policies and Procedures shall be vested in the CEC.	The power to make, alter, amend, or repeal the Bylaws shall be vested in the <b>Chapter membership. The power to make, alter, amend, or repeal the Policies and Procedures Manual is vested in the CEC, provided that any such action of the CEC can be overturned by a two-thirds vote of the Chapter membership.</b>

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Article XV, Section 3	<p>The Chapter Bylaws cannot contradict nor contain any ambiguity in relation to the AGA’s National Bylaws. After review and coordination with the initiator, appropriate changes along with Committee analysis shall be submitted to the CEC for a vote. An affirmative vote by two-thirds of CEC present is required for approval. After ratification by the CEC, the amendments to the Chapter Bylaws should be provided to the AGA National Office.</p>	<p><b>Proposals shall be submitted to the Chapter's Bylaws and Procedures Committee.</b> The Chapter Bylaws cannot contradict nor contain any ambiguity in relation to AGA’s National Bylaws. After review and coordination with the initiator, appropriate changes along with Committee analysis shall be submitted to the CEC <b>who shall submit Bylaws changes to the Chapter membership for a vote.</b> An affirmative vote by two-thirds of <b>Chapter members</b> present is required for approval. After ratification by <b>the membership</b>, the amendments to the Chapter Bylaws should be provided to the AGA National Office. <b>Modifications to the Policies and Procedures shall become effective upon approval by a majority of the CEC.</b></p>