



NATIONAL ASSOCIATION OF COUNTY ADMINISTRATORS BYLAWS

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NATIONAL ASSOCIATION OF COUNTY ADMINISTRATORS BYLAWS

Bylaws of the National Association of County Administrators as amended during the annual membership meetings of July 23, 1995, in Fulton County, Georgia, and July 18, 1999, in St. County, Missouri. Also amended during the July 2003, July 2011, July 2013, and July 2018 annual membership meetings.

ARTICLE I – NAME AND PURPOSE

Section 1. Name

This association shall be known as the National Association of County Administrators, Inc., which shall be a non-profit corporation organized under the laws of the State of Delaware.

Section 2. Purpose

The purpose of this association shall be to encourage professional excellence and to improve the management of county government. The purpose of this association will be achieved through the following:

- Sharing knowledge, information, and experience among the members of the association.
- Assisting counties with the establishment or improvement of effective county administration in the United States.
- Encouraging continued professional development of county administrators.
- Developing and maintaining a professional association with the International City/County Management Association (ICMA) in order to assist the National Association of County Administrators (NACA) and ICMA to achieve their general goals and objectives.
- Assisting the National Association of Counties (NACo) on matters having an impact on county government.



ARTICLE II – MEMBERSHIP

Section 1. Corporate Members

- A) Corporate Member. A county administrator, who is defined as that individual and/or their assistant(s) and staff, regardless of official title, who is directly responsible to the governing body or elected chief executive and whose official duties are primarily devoted to general management or administration of county activities may become a corporate member of the Association upon written application to the Secretary-Treasurer and approval of the Regional Vice President for the applicant's region, and payment of any applicable dues.
- B) Corporate Member in Transition. Any corporate member who is in transition, which is defined as not being employed as a county administrator as described in subsection A of this section, shall retain their status as corporate members for the remainder of the period for which their dues have been paid or until they have accepted employment with another unit of government in a capacity which would not qualify them for corporate membership in NACA, whichever occurs first. Members in transition may renew their corporate membership for one additional year and dues shall be waived until such time as they are reemployed in a membership qualifying position. During the additional year, they shall retain the rights and privileges of corporate membership so long as they have not accepted employment which would not qualify them for corporate membership in NACA. *(Amended in 2011)*

Section 2. Associate Members

Any person, not eligible to be a corporate member, having a professional interest in the objectives and programs of this Association may become an associate member, upon written application to the Secretary-Treasurer and approval of the Regional Vice President from the applicant's region and payment of any applicable dues.



Section 3. Honorary Members

Any person, who has rendered distinguished service to the cause of better county government, shall be eligible for honorary membership. Election to honorary membership shall be made by the Board of Directors of the Association. Past Presidents of the Association shall be granted honorary membership when no longer eligible for corporate membership.

Section 4. State Associations (Block Membership)

State associations, among whose members are individuals who would qualify for membership in NACA, shall qualify for block membership in NACA when a mutually agreed upon portion of the state association members join NACA as corporate, associate, or honorary members, as appropriate. State associations shall be eligible for a dues discount from the National Association of County Administrators when block membership is verified. Block membership eligibility for participation and the calculation of dues shall be based solely upon those members of the association who qualify for corporate or associate membership in NACA, as described in Sections 1 and 2 of this Article, and whose block membership acceptance is agreed upon by the NACA Regional Vice President, within whose region the state association operates, the Executive Committee of NACA, and the state association. *(Amended in 2018)*

Section 5. Affiliate Members

Any organization or individual having an interest in the objectives and programs of this Association may become an affiliate member, upon written application to the Secretary-Treasurer and approval by the President after finding that the applicant's interests will support the purposes of NACA.

Section 6. Retired Members

Any corporate member of NACA or a county government professional who has retired and wishes to remain affiliated with the NACA. Membership of this type shall require a written verification of retirement sent to the Secretary-Treasurer, the approval of the Regional Vice



President for the applicant's region, and payment of any applicable dues. If a retired member returns to full-time work, this type of membership and corresponding dues will convert to the appropriate type of membership until the member re-retires, at which time the retired member status will be reinstated. *(Added as an amendment in 2018)*

Section 7. Student Members

Any individual enrolled in a full-time or part-time education program who is not eligible to be a corporate member may become a student member upon the approval of the Regional Vice President from the applicant's region and payment of any applicable dues. *(Added as an amendment in 2018)*

ARTICLE III – OFFICES AND ELECTIONS

Section 1. Voting Rights and Office Holding

The privilege of voting is limited to corporate members, defined in Article II, Section 1, and only corporate members shall be eligible to hold office in the Association.

Section 2. Officers

The officers of the Association shall be a President, President-Elect, Secretary-Treasurer and a Regional Vice President for each region. The President-Elect shall be elected at the annual meeting of the Association held in odd-numbered years for a two-year term and automatically succeed as President at the second annual meeting after election. The Secretary-Treasurer shall be elected at the annual meeting of the Association held in odd-numbered years for a two-year term. The Regional Vice Presidents shall be elected by the membership at the annual meeting of the association in each even-numbered year for a two-year term. *(Amended in 2003)*

Section 3. At-Large Directors

There shall be an At-Large Director elected from each region. The At-Large Directors shall be elected by the membership at the annual meeting of the Association in each odd-numbered year for a two-year term. *(Amended in 2018)*



Section 4. NACo Board Representative

The NACo Board Representative shall be elected at the annual meeting held in odd-numbered years for a two-year term. *(Amended in 2003)*

Section 5. Board of Directors

There shall be a Board of Directors consisting of the President, President-Elect, Regional Vice Presidents, the Secretary-Treasurer, the ICMA Liaison Director, the At-Large Directors, the NACo Board Representative, and the most recent Past President. A majority of the Board of Directors shall constitute a quorum. The Board of Directors:

- Shall have general control and supervision of the business of the Association.
- Shall be empowered to decide upon all questions which may arise during the interval between meetings of the membership for the Association, except as otherwise provided in the Bylaws.
- Shall be responsible for developing and recommending revisions to rules and Bylaws subject to approval of the members.
- Shall approve the annual work plan and budget as developed and submitted by the President.
- May determine the apportionment of geographic regions at any regular meeting.

Section 6. Nominations

Nominations for the elected officers and At-Large Directors of this Association shall be made by a nomination committee chaired by the Past President and composed of three members of the Association appointed by the President.

Section 7. Vacancies

Vacancies of officers or directors shall be filled by the Executive Committee to complete the unexpired terms of said officers or directors.



ARTICLE IV – DUTIES OF OFFICERS/BOARD MEMBERS

Section 1. President

- Presides at all meetings of the Association, Executive Committee, and Board of Directors.
- Appoints members to committees, task forces, or other bodies as necessary.
- Coordinates the development of the annual work plan and budget to accomplish objectives of the Association, which are considered, modified, and approved by the Board of Directors at their annual meeting.
- Publicly represents positions of the Association.
- Performs such other duties usually incumbent upon that officer.

Section 2. President-Elect

- Exercises presidential functions if the President is absent or unable to serve.
- Directs membership efforts in the regions through the Regional Vice Presidents and State Representatives.

Section 3. Secretary-Treasurer

- Maintains records and proceedings of the Association.
- Keeps accurate records of all monies received and disbursed and shall report at least semi-annually the status of all financial accounts. Disbursements shall be approved by the Board of Directors at the earliest meeting following disbursements.

Section 4. Regional Vice Presidents

- Encourage NACo member counties to establish and improve effective county administration.
- Actively solicit NACA membership.
- Communicate with NACA members within region to promote objectives of Association.



- Promote statewide and regional cooperation among county administrators and state associations of county administrators.

Section 5. At-Large Directors

- Promote cooperation among county administrators.
- Communicate and promote the objectives of the Association. Actively participate in the affairs of the Association.

Section 6. ICMA Liaison Director

- Shall be a member of the Association appointed by the President.
- Actively develops and maintains a professional association with ICMA in order to assist NACA and ICMA to achieve their overall goals and the objectives by working diligently with the ICMA Executive Director and ICMA Board of Directors.

Section 7. Past President

- Chairs the Nominations Committee.
- Fulfills other duties which may be assigned.

ARTICLE V – COMMITTEES

The President shall annually appoint all committees deemed to be necessary for the conduct of the Association. Specifically, these shall include, but are not limited to the following:

Section 1. Executive Committee

The President, President-Elect, all Regional Vice Presidents, the Secretary-Treasurer, and immediate Past President shall constitute the Executive Committee of the Association. A majority of the Executive Committee shall constitute a quorum. The Executive Committee:

- Fills vacancies of officers and Board of Directors.
- Shall be empowered to determine positions for the Association on issues requiring



timely responses.

- Implements NACA's annual work plan as developed and approved by the Board of Directors
- Nominates two members for each of the NACo Steering Committees and submits those nominations to the Executive Director of NACo to ensure the achievement of the objectives of NACA.

Section 2. Strategic Plan Committee

This committee shall be under the direction of the Strategic Plan Committee Chair and shall recommend a work plan each year that achieves the Association's strategic objectives. Recognizing that things change this committee will also periodically update the strategic plan to help assure the continuing viability of the Association.

Section 3. Program Committee

This committee shall be under the direction of the President-Elect and shall provide for continuing education programs and speakers on various topics of interest to county managers and administrators, as well as the continued integration of the NACA Idea Exchange at conferences and meetings.

Section 4. Awards and Scholarship Committee

This committee shall be under the direction of the Awards and Scholarship Committee Chair and shall schedule and coordinate the nomination and selection of awards recipients for awards given annually.

Section 5. Membership Committee

This committee shall be under the direction of the Membership Committee Chair and shall endeavor to encourage, promote and retain the membership of the Association.

Section 6. Communications Committee

This committee shall be under the direction of the Communications Committee Chair and



shall help gather information for articles to appear in the *Journal of County Administration*, produce regular newsletters, assist with an ongoing listserv, and provide assistance with the website to keep the information current.

Section 7. Sponsorship Committee

This committee shall be under the direction of the Sponsorship Committee Chair and shall recruit sponsorships for our events and activities. *(Sections 2-7 added as amendments in 2013)*

ARTICLE VI – STATE REPRESENTATIVES

Section 1. Appointment

The President shall appoint from each state with at least one active corporate member a representative with duties and responsibilities assigned as described in Section 3 of this Article which may be changed by the President and/or the Board of Directors of this Association.

Section 2. Selection

State Representatives will be selected in the following manner:

- The President of a State Association which has qualified for block membership or their designee shall be the State Representative.
- The President of a State Association which has not qualified for block membership shall submit their name or that of a designee to the President of NACA for consideration of appointment as the State Representative.
- The Regional Vice President shall solicit the name of a corporate member from a state with no State Association and recommend to the President of NACA that that member be considered for appointment as the State Representative.

Section 3. Duties and Responsibilities

State Representatives shall have the following duties and responsibilities:



- Insuring that the membership roster for the State is accurate and current.
- Promoting the professional administrator plan in those counties within the state which do not have an appointed administrator or manager.
- Encouraging appointed administrators to join NACA.
- Maintaining an awareness of activity within the state which may be of interest to NACA and communicating that information when appropriate.
- Providing and encouraging timely submissions to the *Journal of County Administration*.

ARTICLE VII – MEETINGS

Section 1.

The annual meetings of the association and the Board of Directors shall be held at the time of the annual conference of the NACo. Special meetings of the association may be held at such times and places as may be determined by the Board of Directors. Special meetings of the Board of Directors and Executive Committee may be called by the President.

Section 2.

Procedures followed at annual or special meetings shall be in accordance with Robert's Rules of Order when not inconsistent with the constitution, Bylaws, or rules of this Association.

ARTICLE VIII – DUES AND EXPENSES

Section 1. Establishment of Dues

Annual membership dues shall be recommended by the Board of Directors and established by majority vote of the members of the Association present at the annual meeting.

Section 2. Expenses

The Association shall be authorized to receive and expend funds, apply for and receive grants, and to do all things deemed necessary or convenient in the furtherance of the



objectives of the Association.

Section 3. Dues for New Members

Those persons applying for membership, as defined in Article II, Sections 1 and 2, shall pay the annual dues in effect at the time of application. Rebates will be offered to state associations which join as block members. Block membership status is defined in Article II, Section 4 of these Bylaws. *(Amended in 2018)*

ARTICLE IX – AMENDMENTS

Section 1. Amendments

The Bylaws may be amended upon 30 days prior written notice to the membership at the annual meeting by a majority vote of the corporate members present of the Association. The manner of voting shall be determined by the Board of Directors. An amendment to the Bylaws affecting term of office shall apply to officers serving when the amendment is adopted.

ARTICLE X – DISPERSAL OF ASSETS

If at any time, the NACA should be dissolved, the assets of said association will become the property of either ICMA or NACo, based upon the majority vote of the Executive Committee.

July 15, 2018