



**MPI Indiana**  
**MINIMUM CHAPTER BYLAWS**

**ARTICLE I. NAME AND LOCATION**

- Section 1. Name. The name of this organization is Meeting Professionals International (“MPI”) Indiana Chapter a not-for-profit corporation, incorporated in the State of Indiana.
- Section 2. Chapter. The Chapter operates as a chapter of MPI, subject to all policies, rules, practices, procedures, regulations, and bylaws made applicable by MPI to its chapters, regardless of the Chapter’s specific acceptance of any of the above and the time such are adopted by MPI. In these bylaws, all articles and sections pertain to the Chapter unless specifically designated “MPI”.
- Section 3. Geographical Area. The geographical area covered by the Chapter shall include those areas as defined by MPI.
- Section 4. Offices. The offices of the Chapter will be in the location approved by the Chapter Board of Directors.

**ARTICLE II. OBJECTIVES**

- Section 1. The objectives of the Chapter shall be the same as those of MPI and its policies.
- Section 2. The Mission and Vision of the Chapter shall be the same as those of MPI and adopted by the MPI Board of Directors.

**ARTICLE III. MEMBERSHIP**

- Section 1. Members. An individual who is a member of MPI may also affiliate with a Chapter.
- Section 2. Qualifications. Membership qualifications and classifications shall be as described in the current MPI bylaws and policies. Any member in good standing of MPI is eligible to affiliate with a Chapter regardless of geographic area or location of business.
- Section 3. Rights and Responsibilities. All members and classes of members shall have such rights and responsibilities as these bylaws and the MPI Board of Directors may determine from time to time.

Section 4. Removal, Reinstatement and Resignation. Removal and resignation of members and reinstatement of former members shall be as defined in the current MPI bylaws and policy manual.

#### **ARTICLE IV. DUES**

Section 1. Dues and Fees, Delinquencies and Cancellations. Policies related to membership fees, delinquencies and cancellations shall be as defined in the current MPI bylaws and policy manual.

#### **ARTICLE V. MEETINGS OF MEMBERS AND VOTING**

Section 1. Regular Members Meetings. Regular member meetings will be held at times and places as determined by the Chapter Board of Directors.

Section 2. Annual Members Meeting. The Annual Members Meeting shall be held at such place and date prior to June 30<sup>th</sup> of each calendar year as may be determined by the Chapter Board of Directors. Officers and Directors shall be installed at such meeting in the presence of the membership.

Section 3. Special Meetings. Special meetings may be called by any officer of the chapter within thirty (30) days of receipt of written request signed by at least twenty percent (20%) of the Chapter members. The business to be transacted at any Special Meeting shall be stated in the notice thereof.

Section 4. Meeting Notices. Notice of meetings shall be sent by mail, facsimile or electronic media to each member at least twenty (20) days preceding the meeting.

Section 5. Voting in Person. Each eligible member shall have one (1) vote and may take part and vote in person or by proxy. Unless otherwise specifically provided in these bylaws, a majority vote of those members, present and voting, in person or by proxy, shall govern.

Section 6. Voting by Mail, Facsimile or Electronic Media. Proposals to be offered to the membership for vote by mail, facsimile, or electronic media (including e-mail to the address provided by the member to the organization), shall first be approved by the Chapter Board of Directors unless the proposals are endorsed by at least twenty percent (20%) of the voting members, in which case, Chapter Board of Directors' approval shall not be necessary. At least twenty percent (20%) of all members eligible to vote must vote for the action to be valid, and a majority of those voting shall determine the action.

Section 7. Quorum of Members: At an annual or special meeting of members, a quorum shall consist of twenty percent (20%) of members entitled to vote, represented in person or by proxy. In the event a quorum is not present, those in attendance may adjourn the meeting until a quorum is present without further notice. If a quorum is present, the affirmative vote of a majority of votes shall be the act of the members unless the vote of a greater number is required by law, the Articles of Incorporation or these bylaws.

- Section 8. Cancellation of Meetings. The Chapter Board of Directors, with or without cause, may cancel or postpone any regular meeting or Annual Members Meeting. If the Annual Members Meeting is postponed, provision shall be made to hold it within not less than thirty (30) days from postponement.
- Section 9. Rules of Order. The meetings and proceedings of the Chapter shall be modeled after the most current Robert's Rules of Order for parliamentary procedure, except as may be otherwise provided by law, the Articles of Incorporation or these bylaws. If there is a dispute regarding meeting proceedings that cannot be resolved by reference to applicable law, the Articles of Incorporation, these bylaws, or MPI governing documents, then reference shall be made to Robert's Rules of Order to resolve the matter.
- Section 10. Elections. Chapter elections shall be conducted in accordance with MPI policies.

#### **ARTICLE VI. OFFICERS**

- Section 1. Officers. The officers of the Chapter shall be Immediate Past President, President, President-Elect, Vice President Finance, Vice President Membership, Vice President Education, and Vice President Communications and any additional officers deemed necessary by the Chapter Board of Directors as referenced in Section 8 of Article VII. With the exception of the Immediate Past President, officers shall be elected by the Chapter Board of Directors and as prescribed by MPI bylaws and policies and shall serve until their successors have been duly elected and have assumed office.
- Section 2. Eligibility. Any member in good standing of MPI whose primary affiliation is with this Chapter is eligible for nomination and election to any elective office. It is preferable that the member have served on the Board of Directors for a minimum of one year.
- Section 3. Nomination and Election. Nominations will be made in accordance with these bylaws.
- Section 4. Term of Office. Each elected officer shall take office July 1 and shall serve for a term of one (1) year or until a successor is duly elected and installed. Each elected officer shall serve concurrently as a member of the Chapter Board of Directors and as a member of the Executive Committee, if the Chapter has chosen to establish an Executive Committee. The President Elect shall automatically become Chapter President on the first day of the next fiscal year following election as President Elect.
- Section 5. Term of Office and Re-election. The President and/or President Elect, upon the recommendation of the Nomination Committee and as approved by the Chapter Board of Directors, may be re-nominated for an additional one-year term. The Vice Presidents may be re-elected to serve in the same office for up to three consecutive one-year terms. If selected to fill an unexpired one-year term, the extended term shall not be considered for determining eligibility for subsequent re-election to the office.

- Section 6. Vacancies and Removal. Vacancies in offices may be filled for the balance of the term by a majority vote of the Chapter Board of Directors at any regular meeting. In the event a vacancy occurs after the nominating process is closed, but before the end of the current fiscal year, a person so selected to fill a vacancy shall serve until the end of the next fiscal year and until a successor is duly nominated and elected in accordance with these bylaws. The Chapter Board of Directors, at its discretion, may remove any officer by a two-thirds (2/3) vote of all members of the Board. However, a vacancy in the office of Immediate Past President shall be filled for the balance of the term by the last Immediate Past President willing to serve. A vacancy in the office of President shall be filled for the balance of the term by the President-Elect or Immediate Past President, whichever is determined by a majority vote of the Board of Directors. A vacancy in any Vice President position shall be determined by a majority vote of the Board of Directors.

### **ARTICLE VII. DUTIES OF OFFICERS**

- Section 1. President. The President shall serve as Chair of both the Chapter Board of Directors and the Executive Committee, if the Chapter has chosen to establish an Executive Committee. The President shall also serve as an ex-officio member on all committees except the Governance and Nominating Committee.

At the Annual Members Meeting and at such other times, the President shall communicate to the members such matters and make such suggestions that will promote the welfare and increase the usefulness of the Chapter. The President shall perform such other duties as or as may be prescribed by the Chapter Board of Directors.

- Section 2. President-elect. The President-elect shall preside at all Chapter meetings in the absence of the President, work with officers to ensure Chapter minimum standards are met, develop leadership succession planning strategies for the Chapter and shall perform such other duties that may be delegated by the President and/or the Chapter Board of Directors. In the absence of the President or the President's inability or refusal to act, the President-elect shall perform the duties of the President.

- Section 3. Immediate Past President. The Immediate Past President shall serve as the Governance and Nominating Committee Chair, ensuring compliance and support of chapter bylaws and policy, and shall perform other duties that may be delegated by the President and/or the Chapter Board of Directors.

- Section 4. Vice President Finance. The Vice President Finance shall oversee the Chapter's funds and financial records. The Vice President Finance shall oversee collection of all funds and/or assessments; shall establish proper accounting procedures for the handling of funds; and shall be responsible for keeping the funds in such banks, trust companies, and/or investments as are approved by the Chapter Board of Directors or by the Executive Committee, if the Chapter has chosen to establish an Executive Committee.

The Vice President Finance shall report on the financial condition of the Chapter at all meetings of the Chapter Board of Directors and at other times

when called upon by the President. The Vice President Finance is responsible to ensure the submission and filing of Chapter tax reports to MPI and governmental agencies as required.

- Section 5. Vice President Membership. The Vice President Membership shall oversee new member recruitment, new member orientation, member recognition programs, scholarships and Chapter retention. The Vice President Membership will access membership reports including new members and retention from the MPI database and report at all meetings of the Board of Directors and at other times when called upon by the President.
- Section 6. Vice President Education. The Vice President Education shall oversee the educational offerings of the Chapter, to include program planning and educational alignment with the Chapter's strategic business plan. The Vice President Education shall also oversee registration, logistics, content and speaker sourcing for all meetings. The Vice President Education will report at all meetings of the Chapter Board of Directors and at other times when called upon by the President.
- Section 7. Vice President Communications. The Vice President Communications shall oversee the chapter communications. Vice President of Communications will oversee the timely communications as needed to provide effective newsworthy information to the membership. In addition, the Vice President Communications shall oversee the production of the chapter newsletter and website, their content and accuracy, and all written communication that is provided by the Chapter both internally and externally. The Vice President Communications shall also ensure that all written communications follow the Chapter's strategic business plan and MPI policies, procedures, and brand guidelines. The Vice President Communications will report at all meetings of the Chapter Board of Directors and at other times when called upon by the President.
- Section 8. Other Officer Positions. Officer positions other than those specified in these bylaws may be established, and their duties specified by, the Chapter Board of Directors.

### **ARTICLE VIII. BOARD OF DIRECTORS**

- Section 1. Authority and Responsibility. The governing body shall be the Chapter Board of Directors. The Chapter Board of Directors is responsible for reviewing and approving the Chapter's strategic business plan in accordance with MPI strategic Mission and Vision. The Chapter Board of Directors oversees financial integrity and monitors performance against achievement of strategy and long-term vision. The Chapter Board of Directors shall be responsible for the hiring and continual performance assessment of paid staff. The Chapter Board of Directors shall have other powers and authority as granted to it by these bylaws.
- Section 2. Composition. Including the officers, the Chapter Board of Directors shall consist of 14 as permitted by applicable law, but no fewer than 7 members and no more than 25 members.

- Section 3. Eligibility. Any member in good standing of MPI whose primary affiliation is with this Chapter is eligible to be a member of the Chapter Board of Directors.
- Section 4. Nomination and Election. Nominations will be made in accordance with these bylaws.
- Section 5. Term of Office and Re-election. Directors not defined as officers in Article VI, Section 1 take office July 1 and will be elected for a 1 (one) year term or until their successors assume office. After serving one term, Directors may be re-elected for up to two (2) additional one-year terms, and after three (3) consecutive one-year terms they will not be eligible to serve in the same office until at least one (1) year has elapsed from the expiration of the prior term. If selected to fill an unexpired one-year term, such term shall not be considered for such purposes of determining eligibility for re-election. Directors may serve a maximum of six (6) consecutive years on the Board unless they have been elected to an officer position.
- Section 6. Vacancies and Removals. The Board of Directors, in its discretion, may fill any vacancy occurring on the Chapter Board of Directors. A Director so selected by the Chapter Board of Directors to fill a vacancy shall serve until the end of the fiscal year and until a successor is duly nominated and elected in accordance with these bylaws. In the event a vacancy occurs after the nominating process is closed but before the end of the fiscal year, a person so selected to fill a vacancy shall serve until the end of the next fiscal year and until a successor is duly nominated and elected by the membership in accordance with these bylaws. The voting membership, at their discretion, by the affirmative vote of two thirds (2/3) of its members voting, may remove any director for cause.
- Section 7. Meetings. Meetings of the Chapter Board of Directors are to be held at least 6 times per year at times and places as determined by the Chapter Board of Directors and except for executive sessions will be open for attendance by any MPI Member in good standing whose primary affiliation is with this Chapter. Notice of each meeting shall be given to all directors and members not less than five (5) days nor more than sixty (60) days before the meeting is to be held. Special meetings of the Chapter Board of Directors may be called by the President at the request of any six (6) members of the Chapter Board of Directors, by notice sent to each member of the Board of Directors, not less than five (5) days nor more than sixty (60) days before the meeting is to be held.
- Section 8. Voting. Voting rights of a Director shall not be delegated to another nor exercised by a proxy.
- Section 9. Quorum. A majority of the Chapter Board of Directors constitutes a quorum for the transaction of the business of the Chapter Board of Directors.
- Section 10. Absences. Any director, including elected officers, who has been absent from one (1) regular meeting of the Chapter Board of Directors shall request an excused absence from the president. If the director misses the next Chapter Board of Directors meeting, the director shall be deemed to have resigned from the Chapter Board of Directors and the vacancy shall be filled as provided by

these bylaws, unless a further excused absence for extraordinary reasons shall be granted by the Chapter Board of Directors.

- Section 11. Compensation. Directors and Officers shall not receive any compensation for their service as an MPI Chapter Director or Officer, but they may be reimbursed for reasonable expenses incurred in the performance of their duties to the Chapter in accordance with such policies approved by the Chapter Board of Directors. The term “compensation” means direct or indirect remuneration, including gifts and benefits that are not insubstantial.

#### **ARTICLE IX. EXECUTIVE COMMITTEE**

- Section 1. Authority and Responsibility. At its option, the Chapter may choose to establish an Executive Committee. The Executive Committee may act in place of the Chapter Board of Directors between Board Meetings on all matters, except those specifically reserved to the Chapter Board of Directors by these bylaws, pursuant to delegation of authority to such committee by the Chapter Board of Directors. Actions of the Executive Committee shall be reported to the Chapter Board of Directors for ratification by mail, facsimile, electronic media or at the next Chapter Board of Directors meeting.
- Section 2. Composition. The Executive Committee of the Chapter shall be the President, President-elect, Immediate Past President, Vice President Finance, Vice President Membership, Vice President Education, and Vice President Communications, and may include any such additional members as the Chapter Board of Directors may designate.
- Section 3. Vacancies. Any vacancy occurring on the Executive Committee shall be filled in the manner as prescribed in Article VI, Section 6 of these bylaws. Any Executive Committee member appointed to fill a vacancy shall serve the unexpired term.
- Section 4. Meetings. The Executive Committee meets at the call of the President or at the request of two (2) members of the Committee.
- Section 5. Quorum. A majority of the Executive Committee constitutes a quorum for the transaction of business of the Executive Committee.

#### **ARTICLE X. OTHER COMMITTEES**

- Section 1. Audit and Finance Committee. If the Chapter has chosen to establish an Executive Committee, the Executive Committee shall also serve as an Audit and Finance Committee. Otherwise, the Chapter Board of Directors shall establish an Audit and Finance Committee, which shall be chaired by the Vice President Finance or such other person as shall be designated by Chapter Board of Directors, which shall have such other members as may be appointed by the President, and which shall assist the Chapter Board of Directors in fulfilling its oversight responsibilities relating to the quality and integrity of the Chapter’s financial reporting processes and accounting practices and the performance, qualifications, and independence of the Chapter’s independent auditors.

- Section 2. Governance and Nominating Committee. The Governance and Nominating Committee shall assist the Chapter Board of Directors in fulfilling its oversight responsibilities relating to developing and implementing sound governance policies as well as a nomination process for directors and officers. It shall be chaired by the Immediate Past President. The President-Elect shall serve as a non-voting member of the committee. The remaining members of the Governance and Nominating Committee shall be appointed by the President, who may not serve as a member of the committee, with the approval of the Chapter Board of Directors. There shall be no fewer than five (5) members, including the Immediate Past President as chairman. No current candidates for officer or director positions may serve on the Governance and Nominating Committee. The Nominating Committee shall be in place no later than October 31 with final slate submission to MPI by March 1.
- Section 3. Special Committees. The President, in accordance with the policies approved by the Chapter Board of Directors, shall appoint such other committees, subcommittees, or task forces as are necessary and which are not in conflict with other provisions of these bylaws. The duties of such committees shall be prescribed by the Chapter Board of Directors.

#### **ARTICLE XI. PAID STAFF ADMINISTRATORS**

- Section 1. Paid staff administrators may be hired by the Chapter Board of Directors to assist in Chapter activities. The terms and conditions of such engagement shall be as specified by the Chapter Board of Directors and shall be set forth by contract. Engaging and terminating the paid staff administrator shall require a two-thirds (2/3) vote of the Chapter Board of Directors and shall be in accordance with the applicable services contract. Paid staff administrators must adhere to the standards established by MPI.

#### **ARTICLE XII. FINANCE**

- Section 1. Fiscal Year. The fiscal year of the Chapter shall be July 1 - June 30.
- Section 2. Insurance. The Chapter shall strive to maintain General Liability, Directors & Officers Liability, Employment Practice Liability insurance.
- Section 3. Budget and Annual Financial Reports. With recommendation of the Audit and Finance Committee, the Chapter Board of Directors in advance of the next fiscal year shall adopt an annual operating budget covering all Chapter activities. The Vice President Finance shall furnish a financial report for the fiscal year just completed to the Chapter Board of Directors, MPI and the Chapter membership within ninety (90) days following the end of each fiscal year.
- Section 4. Audit. The accounts of this Chapter shall be reviewed not less than annually by a Certified or Chartered Public Accountant or a committee of no fewer than two qualified individuals who do not have any financial authority within the Chapter and who shall be recommended by the Chapter Board of Directors within thirty (30) days following the completion of each fiscal year.
- Section 5. Loans. The Chapter shall not make any loans to any of its Directors or Officers.

Section 6. Contracts. Approval of the Chapter Board of Directors is required to enter into any financial obligation, or a series of related financial obligations, on behalf of the Chapter in excess of the approved Annual Budget. All contracts must be signed by both the Chapter President and VP of Finance.

### **ARTICLE XIII. MISCELLANEOUS**

Section 1. Operation and Use of Funds. The Chapter shall be organized and operated within the meaning of Section 501 (c) (3) of the US Internal Revenue Code of 1986 as amended (or the corresponding provision of the applicable tax-exempt law), and in accordance with the laws of any jurisdiction in which the Chapter is organized. No part of the net earnings of the Chapter shall inure to the benefit of, or be distributable to, any director, officer, member or other private person, except that the Chapter shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its tax-exempt purpose.

Section 2. Dissolution. Funds shall be used only to accomplish the objectives and purposes specified by the Chapter and no part of such funds shall inure or be distributed to Chapter members. On dissolution of the Chapter or a determination by MPI that the Chapter is no longer eligible to be an MPI chapter, any funds (after paying or making provision for the payment of all the liabilities of the Chapter) and all records/files are to be returned to MPI and the Chapter shall no longer indicate or imply any affiliation with MPI.

Section 3. Political Activities. The Chapter shall not contribute any of its earnings or property or provide any endorsement or service for any political candidate, committee, party or organization. The Chapter shall not carry on propaganda or otherwise attempt to influence legislation, and the Chapter shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Section 4. MPI Bylaws. Where there is a conflicting provision in these bylaws with the provisions of the MPI bylaws, or where there is a provision in the MPI bylaws that applies to a situation where these bylaws are silent, then the MPI bylaws shall control.

Section 5. Indemnification. To the fullest extent allowed by the laws governing the Chapter, the Chapter shall indemnify any person who was or is a party, or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Chapter) by reason of the fact that he or she is or was a director, officer, employee or agent of the Chapter, or who is or was serving at the request of the Chapter as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, if such person acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Chapter and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was

unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interests of the Chapter or, with respect to any criminal action or proceeding, that the person had reasonable cause to believe that his or her conduct was unlawful.

Section 6. Conflicts of Interest. Directors and Officers of the Chapter shall be subject to the Conflicts of Interest policy set forth in the MPI policy manual, and references therein to MPI global officers and directors shall be construed to mean Chapter officers and directors.

Section 7. Records. The Chapter shall keep records of the general contents of discussions at meetings and actions taken by the Members, Chapter Board of Directors, or any committees appointed by the Chapter Board of Directors. The records shall not be destroyed without prior consultation with MPI and its legal counsel.

#### **ARTICLE XIV. AMENDMENTS**

Section 1. Subject to Section 3 of this Article, these bylaws may be amended by a two-thirds (2/3) vote of returned mail, facsimile, or electronic media ballots cast by members eligible to vote in mail ballot voting, provided no less than ten percent (10%) of all members eligible to vote shall cast a ballot and the proposed change has been sent in writing to the members thirty (30) days prior to the ballot deadline.

Section 2. Amendments may be proposed by the Chapter Board of Directors upon its own initiative or upon petition of at least ten percent (10%) of the Chapter members addressed to the Chapter Board of Directors. All such proposed amendments shall be presented to the membership by the Chapter Board of Directors with or without recommendation.

Section 3. These bylaws shall automatically be deemed amended to include provisions as may be stated, from time to time, in the most recent MPI Minimum Chapter bylaws. All other additions, deletions and changes must be approved in advance by the President/CEO of MPI or his or her delegate with the exception of name changes or territorial boundaries, which must be approved by the Board of Directors of MPI prior to being submitted to the Chapter membership for approval.



MEETING PROFESSIONALS INTERNATIONAL  
MPI Indiana POLICY MANUAL

**ARTICLE I**  
**NAME**

Name. The name of this organization is Meeting Professionals International (“MPI”) MPI Indiana a not-for-profit corporation, incorporated in the State of Indiana.

**ARTICLE II**  
**MPI VISION AND MISSION STATEMENTS**

MPI VISION: Leading and empowering the meeting and event community to change the world.

MPI MISSION: Connect the global meeting and event community to learn, innovate, collaborate, and advocate.

MPI INDIANA PURPOSE STATEMENT: The MPI Indiana Chapter works to build a rich statewide meeting industry community and strives to make our members successful by facilitating connections to knowledge through educational offerings, relationships through networking events and opportunities and marketplaces.

**ARTICLE III**  
**MEMBERSHIP**

SECTION 1. MEMBERSHIP

1.1 MEMBERSHIP QUALIFICATIONS, CLASSIFICATIONS, TRANSFER AND DUES: Shall be as described in the current MPI Global Bylaws and Policy Manual. Any member in good standing of MPI is eligible to affiliate with a Chapter regardless of geographic area or location of business. The Chapter incorporates by reference the policies in MPI Policies Article III, Sections 1-4 and Article VI, Section 1-4.

SECTION 2. CHAPTER TRANSFER AND AFFILIATION

2.1 CHAPTER TRANSFER: Preferred or Premier Members may transfer their primary Chapter at any time through MPI Global. Membership remains continuous unless expired. Preferred or Premier Members are to receive member rates for all MPI events even when the event is not associated with their primary Chapter. Refer to MPI Policy Manual to Article IV, Section 1.4.1 for additional guidelines.

2.2 AFFILIATE MEMBERSHIP: A individual who is a member in good standing of another MPI Chapter may become an affiliate member of the MPI Indiana Chapter by completing an affiliate member application and paying the \$50 fee. Affiliate members receive chapter communications, such as e-newsletters and event invitations, will be listed in the membership directory and may volunteer with the chapter. Affiliate members are not eligible for any chapter awards.

**ARTICLE IV**  
**BOARD OF DIRECTORS/OFFICERS**

**SECTION 1. AUTHORITY & RESPONSIBILITY:**

**1.1 MPI VOLUNTEER LEADER AGREEMENT:** All Chapter Board of Directors members are required to review, sign, and adhere to the following:

- Conflict of Interest Policy and Annual Disclosure Statement
- Antitrust Compliance Policy
- Principles of Professionalism

**1.2 MPI GLOBAL REQUIRED DOCUMENTS:** Chapters are required to submit annually (by June 15) to MPI Global the following documents as part of the annual planning process: Strategic Business Plan, Budget, 12-24 month Chapter Calendar of Events, Chapter Operation form, Current & Updated Bylaws and Policy Manual. For Chapters that employ a paid Chapter Administrator refer to Article VI, Section 7 for additional requirements. Additionally, US Chapters must submit a copy of their annual tax return by November 15. All other Chapters should follow their local jurisdiction and submit a copy of their tax return to MPI Global by the local tax deadline.

**1.3** If the Chapter operates with an Executive Committee insert here any applicable chapter policies as they relate to the Executive Committee. – The Executive Committee may take action on behalf of the board between meetings. Any approved motions of the executive committee must be brought to the board at the next board meeting for ratification.

**1.4** It is expected that all Board of Director members:

- A minimum of 7 Board meetings, either in person or virtual per year
- A minimum of 4 official Chapter activities and functions, per year
- All Board Transition and Orientation Meetings per year
- 2 Board Retreats – up to 3 days total per retreat
- Chapter Business Summit, in conjunction with WEC

**SECTION 2: EXECUTIVE COMMITTEE**

**1.5 2.1** If the Chapter operates with an Executive Committee insert here any applicable chapter policies as they relate to the Executive Committee. – The Executive Committee may take action on behalf of the board between meetings. Any approved motions of the executive committee must be brought to the board at the next board meeting for ratification.

**SECTION 3. BOARD ELECTION & SERVICE:**

**3.1 CONTESTED SLATE POLICY:** Once the Nominating Committee has developed a slate of nominees for election in accordance with these policies, the slate must be presented to the Chapter Board of Directors who must approve the action of presentation to the Membership for election by acclamation. Additional nominations from the membership shall be permitted; provided a nomination is submitted in writing to the Nominating Committee Chair by the date provided and is supported by a minimum of 10% percent of the official chapter membership as of the date provided. The nominee must identify the contested candidate and must submit a Candidate Interest Form to be eligible for petition. If no additional nominations are received by the deadline, the slate of nominees approved by the Chapter Board of Directors will be deemed elected by acclamation of the membership and will be installed at the Chapter's Annual Member Meeting. If additional nominations are received, the Chapter Members shall vote in accordance with Article V of the Chapter Bylaws on those positions having two or more candidates in contention.

In reference to Chapter Board of Directors vacancies, refer to Article VI, Section 6 of the MPI Chapter Bylaws.

- 3.2 **SLATE PRESENTATION AND SUBMISSION:** The Chapter slate will be presented to membership on templates provided by MPI Global and allow a minimum of 30 days for the membership to contest prior to Bylaw deadline of March 1. Chapter will submit to MPI Global the elected slate on the template provided by MPI Global on or before March 1 annually.
- 3.3 **BOARD TRAINING:** Any incoming Chapter Board of Directors member who has never served on a MPI Chapter Board of Directors is required to take the MPI Global Board 101 and MPI Managing Sexual Harassment training prior to the Chapter Business Summit (CBS) as outlined on the Volunteer Leader Agreement. All Chapter leaders are encouraged to complete local Chapter Board level orientation and attend MPI Global trainings, as applicable.
- 3.4 **BOARD RETREATS:** Chapters are required to hold an annual board planning retreat between April and June of the fiscal year. Chapters are also required to hold an annual mid-year assessment retreat between November and January of each fiscal year. The aforementioned dates are subject to change in accordance with guidance from MPI Global. Chapters are required to utilize an "MPI-verified Chapter Facilitator" during both annual and mid-year retreats to oversee the process and flow of the retreat. MPI-verified Chapter Facilitator cannot be a current Chapter Board of Directors member or have served on the board in the two (2) last years or be a Chapter Administrator from your home Chapter.
- 3.5 **Insert any nomination policies here. All Chapters must provide these policies to include but not limited to:**
- 1) **Indiana Nomination Process:**
    - **Timeline:**
      - August (1st Week): Nominating Committee is selected. Immediate Past President shall chair the Nominating Committee. The remaining members shall be appointed by the chair with the approval of the Board of Directors. There shall be no less than four (4) members including the chairman. The president is not a voting member; PE is a voting member.
      - September (1st Week): Nominating Committee meets in person to review by- laws and policies and procedures (including application process and supplemental materials) as they pertain to the nominating process
      - September: Leadership/Volunteer training
      - October: Work with current Board to determine potential shifts and future "holes" in positions (IPP)
      - November: (1st Week): The Board reviews job descriptions/org chart and discuss open positions, potential candidates & Website updated with job descriptions.
      - November (2nd Week): Call for nominations released.
      - January (2nd Week): Nomination Deadline
      - January (2nd Week): Nominating Committee reviews submissions and schedule interviews
      - January (3rd Week): Nominating Committee members present final recommendations
      - January 28: Slate determined and presented to Chapter (30-day review and opportunity for comments/objections by the membership)

o March 1: Slate due to Global on provided template

- 2) Installation procedures in accordance with Bylaws
- 3) Transition Processes to be determined by President Elect.
- 4) Orientations to be completed by July 1.

*Note: Nominating Committee procedures are outlined in chapter minimum bylaws Article X, Section 2. Nomination policies cannot be in conflict with bylaws.*

#### SECTION 4. BOARD COMPENSATION:

- 4.1 **COMPENSATION:** Directors and elected Officers shall not be compensated for their services as an MPI Chapter Officer or Director, but they may be reimbursed for reasonable expenses incurred in the performance of their duties to the Chapter in accordance with such Chapter policies approved by the Chapter Board of Directors. The term “compensation” means direct or indirect remuneration, including gifts and benefits that are not insubstantial.
- 4.2 **GIFTS:** Directors and elected Officers shall not accept any gifts over the value of \$100.00 unless otherwise approved by MPI Global.

### **ARTICLE V COMMITTEES, TASK FORCES, AND ADVISORY COUNCILS**

#### SECTION 1. STANDING COMMITTEES

- 1.1 **STANDING COMMITTEES:** The MPI Indiana Chapter has the following standing committees. Additional committees can be formed at the discretion of the board. Committee descriptions and responsibilities should be updated on an annual basis.
  - Executive Committee – chaired by President and includes Incoming President, Chapter Administrator and Vice President of Finance.
  - Nominating Committee – chaired by the Immediate Past President, or a Past President in the absence thereof, will identify and present a slate of candidates to serve on the board.

#### SECTION 2. ADVISORY COUNCILS AND TASK FORCES:

- 2.1 Volunteers for any advisory councils and/or task forces shall be appointed as needed.

#### SECTION 3. VOLUNTEER ROLES & RESPONSIBILITIES:

- 3.1 **Expectations of Committee, Advisory Council and/or Task Force Chairs:**
  - 1) Clearly communicate purpose/charge for the group. If changes in direction occur, communicate to group in a timely manner.
  - 2) Develop work plans to achieve purpose/charge and clearly communicate responsibilities/assignments for each member. Create a positive volunteer experience for all.
  - 3) Complete any assignments by pre-determined deadlines.
  - 4) Draft and disseminate minutes and summaries promptly.
  - 5) Draft and submit progress report to assigned Chapter Board of Directors as needed.
  - 6) Ensure volunteer reimbursement requests are submitted and paid within 60 days of funded meeting.

#### **Expectations of Volunteer Members:**

- 1) Focus on assigned purpose/charge for the group.
- 2) Attend meetings and conference calls.
- 3) Complete any assignments by pre-determined deadlines.
- 4) Communicate any challenges/concerns early to volunteer chair.
- 5) Submit volunteer reimbursement requests immediately following approved expenses but no later than 30 days.
- 6) Comply with Conflict-of-Interest Policy, maintain confidentiality of discussions and background materials and immediately disclose any conflict of interest that may arise.

## **ARTICLE VI** **FINANCE**

### SECTION 1. FISCAL YEAR:

- 1.1 The fiscal year of the Chapter for financial and business purposes is July 1 through June 30 unless otherwise determined by MPI Global.

### SECTION 2. ANNUAL BUDGET:

- 2.1 The VP Finance coordinates the annual operating budget. The Board of Directors approves the annual operating budget in compliance with MPI Global bylaws. Chapter operations will be in alignment with the annual budget.
- 2.2 CHECKS: All checks must be signed by two authorized signers. Authorized signers include President, President Elect and VP of Finance.
- 2.3 CHECK DELIVERY: All checks should be returned to the Executive Director for mailing or delivery.
- 2.4 CHECK REQUESTS: Requests must be completed and submitted by the appropriate board liaison who will then submit it to the VP of Finance to approve payment. The VP of Finance will submit all approved expenses to the Executive Director for processing.
- 2.5 NON-APPROVED BUDGET REQUESTS: Requests must be approved by the MPI Indiana Chapter Board of Directors or the Executive Committee if between board meetings.

### SECTION 3. RESERVE FUND:

- 3.1 TERMS: The term "Reserves" for financial purposes will be defined as funds set aside to be used in emergency cases or in the event of an investment by the Chapter to further its mission.
- 3.2 RESERVE TARGET: Chapter reserve target shall be defined as a minimum 25% of annual fixed expenses. This should not include any event-related expenses, only expenses needed to keep the chapter operational (i.e. costs related to chapter administrator, bank fees, telecommunication, rent, etc.).
- 3.3 ACCESS TO RESERVES: The access of the "reserves" shall first be referred to the Chapter VP Finance for consideration. Final approval by a majority vote of the Chapter Board of Directors is required.
- 3.4 PURPOSE OF RESERVES:  
MPI Indiana Chapter will maintain adequate reserves for the following purposes:
  - 1) Unpredictable events which could substantially impact MPI's operations or revenue streams. While such occurrences are rare, reserves can provide the resources necessary to keep the organization functioning should one occur.
  - 2) Identification of a valuable investment opportunity for long term growth.

While most such opportunities are managed through budgeted expenditures, the right opportunity with a significant and dependable return on investment can warrant a decision on the part of the board to access the organization's reserves. However reserves should not be used to cover operational expenses.

#### SECTION 4. REQUEST FOR PROPOSALS:

- 4.1 Insert chapter policies for submitting and receiving request for proposals as applicable here.

#### SECTION 5. REIMBURSEMENT OF EXPENSES OR TRAVEL

- 5.1 For any travel directed or offered by MPI Global, Chapter Board of Directors members will comply with expense and reimbursement guidelines outlined for such event by MPI Global Policy Manual.
- 5.2 ALCOHOL: Alcohol cannot be expensed to the Chapter.
- 5.3 IN-ROOM AMENITIES: In-room movies, dry cleaning, internet and phone use cannot be expensed to the Chapter.
- 5.4 MEALS PAID BY THE CHAPTER: The MPI Indiana Chapter will reimburse up to \$20 for breakfast, \$30 for lunch, and \$40 for dinner for meals in which the chapter is responsible for payment.
- 5.5 TRANSPORTATION: Transportation related costs including but not limited to airfare, mileage and parking will only be paid or reimbursed when approved by the board or included in the approved budget.
- 5.6 WEC: The MPI Indiana Chapter may identify and pay the expenses of a Board Representative, preferably the President to attend WEC. Expenses covered include registration, transportation, hotel and meals not included as part by the conference registration. Other registrations or expenses may be covered by the chapter if it is included in the approved budget. The individual or his/her employer may be expected to pay all hotel, transportation, meals and incidentals if not included in the budget.
- 5.7 GREAT LAKES EDUCATION SUMMIT: The MPI Indiana Chapter may identify and pay the expenses of a Board Representative, preferably the President to attend Great Lakes Education Summit. Expenses covered include registration, transportation, hotel and meals not included as part by the conference registration. Other registrations or expenses may be covered by the chapter if it is included in the approved budget. The individual or his/her employer may be expected to pay all hotel, transportation, meals and incidentals if not included in the budget.



- 5.8 CHAPTER BUSINESS SUMMIT (CBS) MPI will announce the officers expected to attend CBS and for whom they will be paying registration, airfare and hotel. If the chapter chooses to send additional representatives the MPI Indiana Chapter will cover registration, transportation and hotel. The chapter will pay for meals only if a meal is not provided as part of the conference registration. The individual or his/her employer will pay for meals and incidentals not covered by MPI or the chapter. Any other individual who wishes to attend must do so at his/her expense.
- 5.9 SUMMER AND MIDYEAR BOARD RETREATS: In the occasion where a sponsor has not been secured, each Board member or his/her employer may be responsible for hotel, transportation, meals and incidentals when attending the annual retreat. The MPI Indiana Chapter will make every effort to secure sponsorship covering one overnight and meals.
- 5.10 BOARD/COMMITTEE TRAVEL: In the course of carrying out Board and Committee responsibilities, each individual is responsible for his/her own expenses. Only those costs covered in the budget can be expensed to the MPI Indiana Chapter. Other discretionary costs such as attending monthly Board meetings, travel to and from Chapter Services office and phone charges incurred in the process of fulfilling the volunteer role accepted by the individual are to be paid for by the volunteer.
- 5.11 For any travel directed or offered by MPI Global chapter Board members will comply with expense and reimbursement guidelines outlined for such event by MPI Global procedures.

#### SECTION 6. SPONSORSHIP AND SOLICITATION:

- 6.1 ACCESS TO MEMBER LISTS: All chapters are bound by the MPI Data Privacy Policy <https://www.mpi.org/about/privacy> and are responsible for protecting all data. As such, all member types have access to the Membership Directory <https://www.mpi.org/membership/member-directory>. There are no additional direct member benefits to access registration lists and/or member lists. Any lists provided via Sponsorship opportunities must account for opt-outs and be respective of the MPI Data Privacy Policy.
- 6.2 CHAPTER SPONSORSHIP POLICIES: Chapters have the ability to sell Sponsorship opportunities to partners that are members of MPI. Such sponsorships can include education, events, website advertising, newsletters, etc. All sponsor campaigns must take into account opt-outs and the MPI Data Privacy Policy. All sponsorships should be considered for overall member value and chapter business strategies. The Chapter sponsorship opportunities and benefits should be reviewed on an annual basis to ensure they meet the needs and abilities of the chapter as well as potential sponsors.

#### SECTION 7. PAID STAFF ADMINISTRATORS:

- 7.1 DUTIES: Paid staff administrators must adhere to the standards and qualifications established by MPI Global. A minimum scope of services as outlined below will be included in administrator RFP and contracts. Additional services above the minimum requirements can be added by the Chapter at their discretion with board approval.
- 7.1.1 Minimum scope of services of paid administrator shall include the following for the provision of professional management and administrative services:

- Provision of headquarter office and necessary technology to support all methods of communication with board and members
- Proven skills in basic administrative functions and support of associations
- Capable in bookkeeping services
- Capable in website management
- Capable in event management and registrations
- Capable in record keeping and documentation
- Capable in all facets of Chapter Board of Directors support

7.2. EVALUATION OF PAID STAFF & CONTRACT RENEWALS: Each Chapter is required to complete an annual review of their administrative services prior to end of the Chapter's fiscal year. Chapters must, at a minimum, adhere to the evaluation guidelines provided on the sample template promulgated by MPI Global. Additional processes can be deemed necessary at the Chapter's discretion. All Chapters must submit a copy of their paid staff evaluations and updated contracts for services (if applicable) to MPI Global at any time upon completion but no later than June 15.

7.3. Contracts for any Chapter Administrators or paid staff services will require the following language included in contracts and/or scope of services. This includes all existing and future contracts.

- Chapter Administrators and their support staff will represent the Chapter and MPI Global in a professional manner adhering to the Principles of Professionalism Guidelines provided by MPI Global.
- Chapter Administrators and their support staff will follow all MPI Global and Chapter Bylaws, Policy & Procedures, Financial budgeting requirements and any other defined requirements set forth by Chapter or MPI Global.
- Chapter Administrators are required to adhere to all Chapter Administrator Program (CAP) guidelines and policies. See program guidelines for specific requirements.
- Chapter Administrators or paid support staff must be licensed and insured with a minimum of \$1 million dollars in general liability insurance and provide proof of said policy to Chapter and MPI Global annually by June 15.
- Non-compliance with these requirements will require termination of contract.

7.4. Chapter Administrators or paid staff cannot be family or an immediate relative of board members. Family or immediate relative is defined as, spouse, children, parents, siblings or grandchildren.

7.5. Chapter Administrators will work to hold Chapter Board of Directors accountable to all defined MPI Global performance standards, policies and Principles of Professionalism. Chapter Board of Directors will support Chapter Administrators in this process.

7.6. All administrative services must be contracted as a vendor for services, not an employee of the Chapter. In the event a Chapter is without capacity to support a paid staff administrator, consult your Chapter Operations Manager (COM).

6.1 7.7. MANAGEMENT OF PAID STAFF: Staff will be directly responsible to the President of the MPI Indiana Chapter; follow policies and procedures as outline by the chapter; and will protect the confidentiality of the Association records and any personally identifiable information that has been collected. No information shall be given orally or in writing to another person or group without the consent of the President. All information, including but not limited to member, sponsor and prospect

lists, mailing lists, financial information or any information the paid staff would have reason to believe the chapter would desire to treat as confidential for any purpose, should be considered confidential.

## **ARTICLE VII CHAPTER EVENTS**

### SECTION 1. EDUCATIONAL & SOCIAL EVENTS:

- 1.1 **EVENT ATTENDANCE:** Pending market conditions, Chapters should charge a member rate and a non-member rate for events where appropriate. The price difference between member and non-member rates is at the Chapter's discretion based on specific event needs. Anyone who is not a MPI preferred or premier level member is required to pay the non-member rates for events with no limitations to event attendance. Refer to Article III, Section 2.1 for additional Chapter member attendance guidelines. Partnership events with other industry organizations are excluded from this requirement.
- 1.2 **NETWORKING/SOCIAL PROGRAMS:** In the event of a hosted bar, the MPI Indiana Chapter will provide a maximum of two drink tickets per attendee.

## **ARTICLE VIII COMMUNICATIONS**

### SECTION 1. BRAND STANDARDS:

- 1.1 All Chapters must adhere to the MPI Chapter Logo and MPI Brand Guide documents provided. Any theme-specific logos for events must not conflict with the MPI Global Brand Guide and must be approved by MPI Global prior to use.

### SECTION 2. CHAPTER COMMUNICATIONS:

- 2.1 **MARKETING:** All marketing and promotional materials as well as all chapter-wide communications should be reviewed by the VP of Communications prior to printing and/or distribution and should adhere to the Communications Guidelines.
- 2.2 **EMAIL MARKETING:** The MPI Indiana Chapter will not sell or make member email addresses readily available. Email addresses will be included in the membership directory. Email addresses for the board of directors and committee leaders will be made available with their permission.

### SECTION 3. ADVERTISEMENTS:

- 3.1 Insert any Chapter advertisement policies here. These may include, but are not limited to, commissions, advertising contracts, deadlines, etc.

**ARTICLE IX**  
**MISCELLANEOUS**

SECTION 1. PHILANTHROPIC ACTIVITY:

- 1.1 Insert any Chapter philanthropic policies as applicable. Include any Chapter policies for MPI Foundation support.

SECTION 2. CHAPTER AWARDS:

- 2.1 AWARD RECIPIENTS: All award recipients should be a member of the MPI Indiana Chapter in good standing unless otherwise noted in the award criteria. The sitting President is ineligible for any awards. All Board members are ineligible for Member of the Year

- 2.2 BOARD DETERMINED AWARDS: The recipients of the Lifetime Achievement, Member of the Year and Venue of the Year awards will be decided by the Board of Directors.

1) The Lifetime Achievement recipient must be a member of at least 10 years who has made an impact on the meetings industry and the Chapter. Any member may make a nomination for this award and the board will determine the recipient.

2) The Venue of the Year can be awarded to any venue that has hosted an MPI Indiana Chapter event during the specified time period. Any member may make a nomination for this award and the board will determine the recipient.

3) The Member of the Year recognizes the commitment of an MPI Indiana Chapter in influencing the life of the Chapter. This is based on the ability of the recipient to motivate others, stimulate volunteer functions and give a sense of direction and act as a catalyst to cause exceptional results that benefit the Chapter. Any member may make a nomination for this award and the board will determine the recipient.

- 2.3 PRESIDENT'S AWARD: The President's Award is presented at the sole discretion of the President to an MPI Indiana Chapter member who has provided exceptional support to the President in the execution of his/her duties.

SECTION 3. CHAPTER SCHOLARSHIPS:

- 3.1 MPI Indiana may award scholarships, such as a CMP Scholarship and/or student scholarship, as desired. Scholarship recipients must be a member of the chapter unless identified otherwise.

SECTION 4. NON-COMPLIANCE:

- 4.1 Chapters may forfeit awards and metrics incentives for non-compliance with the MPI Chapter Bylaws and the MPI Chapter Policy Manual.

SECTION 5. MPI POLICY MANUAL:

- 5.1 Where there is a conflicting provision in this Chapter Policy Manual with the provisions of the MPI Global Policy Manual, or where there is a provision in the MPI Global Policy Manual that applies to a situation where this Chapter Policy Manual is silent, then the MPI Global Policy Manual shall control.

**MPI Indiana Chapter**  
**Revision Date** 05/18/2022