

**MINNESOTA STATEWIDE ASSOCIATION OF ACTIVITY PROFESSIONALS, INC.**

**BYLAWS**

**ARTICLE I - NAME**

**SECTION 1.** The name of this organization shall be Minnesota Statewide Association of Activity Professionals, Inc., hereafter referred to as MN SWAP.

**ARTICLE II- PURPOSE**

The goals of this organization are:

**SECTION 1.** To provide a source of mutual support and sharing of ideas for all persons associated with activity services.

**SECTION 2.** To promote and offer appropriate educational opportunities specifically geared to the activity professionals and the needs of the people they serve.

**SECTION 3.** To work with other professional groups, regulatory agencies and provide representatives to ensure the delivery of activity services in a coordinated, client-oriented atmosphere.

**ARTICLE III - MEMBERSHIP/DUES**

**SECTION 1.** Membership in MN SWAP shall be open to individuals employed or interested in the provision of activity programming in long-term care facilities, retirement housing, adult day services, senior centers, assisted living, geriatric settings and other specialized services.

**SECTION 2.** Membership dues shall be reviewed annually by the State Executive Board, hereafter referred to as the Executive Board.

**SECTION 3.** The fiscal year and membership year shall coincide with the calendar year (January 1 to December 31).

**SECTION 4.** Members failing to pay dues by the end of December shall forfeit all rights of membership including receipt of the MN SWAP Line newsletter.

**SECTION 5.** Persons who have forfeited rights of membership because of non-payment of dues shall be able to reinstate themselves with payment of dues of the current period.

**ARTICLE IV - OFFICERS/ELECTION**

**SECTION 1.** The officers of MN SWAP shall be Immediate Past President, President, Vice-President, Secretary and Treasurer.

**SECTION 2.** The Vice-President shall be elected for a term of three (3) years, the first year serving as Vice-President, the second year serving as President, and the third year as Immediate Past President. Elections shall be held at the annual meeting. The Secretary shall be elected in odd years; the Treasurer elected in even numbered years.

**SECTION 3.** Treasurer and Secretary are the only elected officer who may run for one additional term of office.

**SECTION 4.** The officers of MN SWAP shall be elected by the active MN SWAP members present and in good standing at the annual conference of the membership.

**SECTION 5.** The duties of the officers of the Executive Board shall be as follows:

**A. IMMEDIATE PAST PRESIDENT** - Shall be an advisor to the incoming MN SWAP President and Board. He/she is to acquaint new officers, committee chairs and region representatives in the function of the Board and their new responsibilities. The Immediate Past President is responsible for compiling questionnaire results; reviewing and assisting in updating job

descriptions with the Board; finishing uncompleted tasks or projects from the term President; and other tasks as requested by the Board.

**B. PRESIDENT** - Shall preside over all annual and Executive Board meetings; shall direct the affairs of this association as its chief administrative officer; shall be ex-officio member of all committees, and shall appoint members to fill any vacancies of office between elections.

**C. VICE-PRESIDENT** - Shall perform the duties of the President in his/her absence and complete the term of President should the position be vacated. Solicit nominations for the State sponsored awards and assist with the submitting process of nominations to the NAAP for the recipients for said awards.

**D. SECRETARY** - Shall keep accurate minutes of all annual and Executive Board meetings; shall be responsible for all official papers and documents of this association; and shall be responsible for general correspondence of this association.

**E. TREASURER** - Shall keep an accurate record of the income and disbursements of this association; shall acknowledge receipt of funds and make payment upon receipt of vouchers authorized by the Executive Board; shall furnish a financial statement to the Executive Board at each duly scheduled meeting; shall make an annual report to the membership; shall carry out financial transactions within budgetary allotments; shall have custody of all monies belonging to this association in such bank as is approved by the Executive Board.

**SECTION 6.** Officers, upon retiring from office, shall arrange to confer with their successors to clarify procedures and responsibilities and shall deliver to their successor all records, papers and other property belonging to this association.

#### **ARTICLE V - EXECUTIVE BOARD**

**SECTION 1.** MN SWAP shall be governed by the Executive Board who shall function as a committee to plan general goals and direction of this association.

**SECTION 2.** The Executive Board shall consist of five (5) MN SWAP officers, seven (7) Region Representatives, and five (5) committee chairpersons (Membership, Education, Newsletter, Promotions, and Vendor Chair). The current conference year co-chairs (1-2 persons) will also have voting privileges.

**SECTION 3.** One-third (1/3) of the voting Board Members present constitutes a quorum. Action can be taken by a majority of those present, constituting a quorum.

#### **ARTICLE VI - MEETINGS**

**SECTION 1.** There shall be an annual meeting for all members. Written notice of the time, place, and meeting agenda shall be given to the membership at least 30 days in advance.

**SECTION 2.** The Executive Board shall meet no less than two (2) times per year. Additional meetings may be called at the discretion of the President.

#### **ARTICLE VII - PARLIAMENTARY AUTHORITY**

**SECTION 1.** The rules contained in Robert's Rules of Order, Revised shall govern this association in all cases where they are applicable and in which they are not inconsistent with these bylaws.

#### **ARTICLE VIII - QUORUM**

**SECTION 1.** One third (1/3) of the active members present at a duly called meeting of the membership shall constitute a quorum.

#### **ARTICLE IX - MEMBER'S DUTIES**

**SECTION 1.** Members in good standing shall abide by these bylaws; shall further the objectives of this association; shall be encouraged to attend both regional and annual meetings.

## **ARTICLE X - DISSOLUTION**

**SECTION 1.** In case of the dissolution of this association, all outstanding debts and obligations shall be satisfied prior to completing the dissolution.

**SECTION 2.** The Executive Board shall select an organization(s) which would qualify under Section 501(c)(3) of the Internal Revenue Code to receive any remaining monies to be used for purposes mutually agreed on by this association and the selected organization(s).

## **ARTICLE XI - AMENDMENTS**

**SECTION 1.** These bylaws shall become effective upon adoption and shall not be amended, altered or replaced except under the following conditions:

**A.** Proposed amendments to the bylaws shall be presented, in writing, to the Executive Board for consideration. Amendments to the bylaws may be proposed by the Executive Board or by any five (5) members.

**B.** Upon majority approval by the Executive Board at a duly called meeting, proposed amendments to the bylaws shall be submitted to the membership by mail not less than ten (10) days nor more than sixty (60) days prior to the opening date of any annual meeting of this association.

**C.** Any changes adopted by the majority vote of the active members present at the annual meeting shall become effective immediately unless stipulated in the proposed changes.

**SECTION 2.** A copy of the accepted amendments shall be filed with the Secretary.

**SECTION 3.** These bylaws shall be reviewed on an annual basis.

## **ARTICLE XII - PROFESSIONAL ETHICS**

**SECTION 1.** The Professional Ethics process shall function to assure that all persons who are serving MN SWAP in an official capacity, either elected or appointed, uphold the duties and responsibilities of their positions in an ethical manner and as prescribed in the established MN SWAP bylaws, policies and job descriptions.

**SECTION 2.** The dismissal of a person serving in an official capacity for MN SWAP shall be defined as removing said person from functioning in any official capacity for MN SWAP.

**SECTION 3.** The Professional Ethics process shall proceed according to MN SWAP policies and job descriptions.