**Frequently Asked Questions: Chapter Operations**

Below, you will find answers to frequently asked questions related to Chapter Operations, Bylaws, and the Chapter Affiliation Agreement. In the event your questions are not answered below, please contact Holly Dotson, Chapter Engagement Coordinator, for further assistance and clarity at [hdotson@iasa.org](mailto:hdotson@iasa.org) or 984.244.7044.

**Chapter Affiliation Agreement**

1. **What if my chapter is unable to meet all the requirements of the new Affiliation Agreement or Bylaws? What happens?**
   * ***IASA is here to support all chapters in being successful and achieving compliance guidelines*.** We understand that each chapter is at a different place in the process and that you may require time and assistance to achieve some of the new guidelines. National is here to support you in that effort and will work with each chapter to help you achieve areas of concern with flexibility as needed. The ultimate goal is to work towards healthy, sustainable chapters that support our brand and membership needs which will be an on-going process.
2. **Why does my chapter need to complete this? Is it mandatory for all chapters?**

* ***Yes, all chapters do need to complete the affiliation agreement by February 15, 2021.*** This agreement provides clarity and direction for chapters and National to support our collective efforts in providing quality service to our members, while ensuring we uphold the IASA brand integrity. It is crucial that we all have clarity and understanding of chapter requirements, including the responsibilities of managing the daily chapter business. This agreement provides the foundation for the support chapters will receive, along with clarity on what they are required to provide to National IASA, in order to operate under the IASA brand.

1. **How do I complete my Affiliation Agreement?**

* ***All chapters are required to complete this agreement and return it, signed, by February 15, 2021.***  Chapters simply need to complete the yellow highlighted areas with their chapter specific information. If a chapter would like legal review of this document, this would be at the chapter’s expense. IASA has taken great care to protect our chapters in this agreement by working with an attorney to ensure that the needs of both parties are considered. Specific questions related to this document and the new bylaws will be answered on a special call for Chapter leaders held on November 17, 2021, at 12PM EST.

1. **Does my chapter need to be incorporated?**

* ***No, chapters are not required to be incorporated, although it is recommended.***  Chapters may choose to stay unincorporated and would simply complete the affiliation agreement for unincorporated chapters. Unincorporated chapters may have difficulties with banking, legal needs, etc. but it is acceptable to be an unincorporated chapter. Please note that incorporation offers legal protection to boards and members that unincorporated chapters do not receive, including attaching any legal liabilities to the entity itself, and not personally affect the Board of Directors or Chapter Members.

1. **How do I know if my chapter is incorporated or not?**

* ***A chapter can confirm incorporation by logging into their Secretary of State website to do a business search or by calling the state in which they do business.***  Most states have a corporation search available directly on their websites. Since all corporations are required to register with the Secretary of State, you should be able to find assistance there. Most states require some type of annual filing to keep your incorporation status current. If not filed annually, typically after 3-5 years, a corporation is considered inactive, and your chapter would need to reapply for incorporation status.

1. **How do I define the territory of my chapter?** 
   * **Chapters should list their territory as it is stated on either their incorporation documents, if they have them, or simply list the states or cities listed in their regions.**  For example, the Texas chapter would define their territory as State of Texas where the Show Me Chapter would need to list out each state considered in their territory
2. **Can you clarify which tax filings are required of the chapter in the Affiliation Agreement?**

* ***Chapters are required to file their 990’s annually with the IRS***. National does file this on behalf of our chapters however chapters are required to support this effort by providing their yearend financial statements reflecting annual total revenues, total expenses, and total assets. These 990 forms are for chapters that earn less than $50K annually. If a chapter earns more revenue than $50K, they may need to file separate taxes at the local level.

1. **Can my chapter hold an event in the same month as Nationals Xchange™ or Xchange lite™ events?** 
   * ***No, chapters are not able to host events at the same time as Nationals Xchange™ events*.** Chapters must avoid dates that are 30 days prior to or after Xchange™ and 21 days prior to or after Xchange lite™ events. Chapters should annually check with National prior to setting event dates to ensure they do not conflict with this policy. This policy is effective January 1, 2022. In the event your chapter has a standing date that potentially comes in conflict with one of these block-out date contact National and we will be happy to work with those situations and grandfather those events in.
   * If your chapter is hosting their event however in conjunction with National as part of the Xchange™ or Xchange lite™ new chapter live streaming program these are acceptable. For example, IASA Xchange lite™ streams live content to the chapter and the chapter is hosting a local in person event to view the content and network. These are allowed on the same days as National Xchange event dates.
2. **Are chapters able to share member or attendee mailing list with their sponsors or exhibitors?**

* ***No, chapters are not able to provide a mailing list with member names and contact information to sponsors or exhibitors directly***. However, chapters may still offer this as a benefit to potential sponsors/exhibitors by offering a one-time use of attendee list by way of chapter distribution. This simply means that a sponsor may provide their mailer or email marketing piece to the chapter, and the chapter may send it out on behalf of the sponsor as a one-time benefit of sponsorship. This ensures the integrity of our members data and the chapters’ legal responsibility for members right to opt out of advertisements or communications. National can provide you with a list of members that have not opted out.

**Chapter Bylaw Template**

1. **Are all chapters required to adopt the new bylaw template and, if so, can we make changes to it?**

* ***Yes, all chapters are required to adopt the new bylaw template by February 15, 2022***. This comprehensive new template is designed to give each chapter an overall structure for managing the business of the membership at the local level. It however is broad enough that chapters have the flexibility to manage business without many restrictions that would require regular updates of the bylaws. Chapter policies can be adopted to address specific needs at the local level. Chapters can make additions or adjustments, but all changes require prior IASA National approval.

1. **What does my chapter need to do to adopt these bylaws officially?**

* ***Chapters need to simply complete the yellow highlighted areas with chapter specific information*.** All grey highlighted areas represent areas that are not able to be changed, deleted, or added to in any way. These are required bylaw guidelines as defined by National. Any areas not shaded in grey can be considered for changes as requested by the chapter. If a chapter would like to add bylaws that are not currently listed, they may also request those for approval by National.
* Once bylaws have been completed and reviewed for approval, the board will need to vote to officially approve the bylaws and document the approval in their meeting minutes.

1. **When can my chapter hold an event with the new block out dates for National events?**
   * ***Chapters are not able to host events during the same time as Nationals Xchange™ events*.** Chapters must avoid dates that are 30 days prior to or after Xchange™ and 21 days prior to or after Xchange lite™ events. Chapters should check with National prior to setting event dates to ensure they are not in conflict with this policy. This policy is effective January 1, 2022. In the event your chapter has a standing date that potentially comes in conflict with one of these block-out date contact National and we will be happy to work with those situations and grandfather those events in.
   * If your chapter is hosting their event however in conjunction with National as part of the Xchange™ or Xchange lite™ new chapter live streaming program these are acceptable. For example, IASA Xchange lite™ streams live content to the chapter and the chapter is hosting a local in person event to view the content and network. These are allowed on the same days as National Xchange event dates.
2. **What if my chapter already has a contract for an event in 2022 that conflicts with the National dates?**
   * ***If a chapter has a contract in place National will work with that chapter on that event***. If it is possible to change the dates, National would like the chapter to work toward that effort. If not, the chapter will be able to honor its contractual agreements. No additional contracts should be considered however without verifying dates with National.
3. **Does my chapter have to hold two events annually?**
   * ***Yes, chapters must hold a minimum of two events annually for their members.***  The type of events that a chapter holds is at the discretion of the chapter and can be any combination of event types such as networking, conferences, webinars, or Xchange™ event partnerships. It is important that we offer engagement opportunities for our members locally to receive content, but also for networking and the building of industry relations. Chapters may now have a maximum of 6 events annually and if your chapter would like to hold more than this, please connect with National for approval. We want our chapters engaging often with our members, but we do want to be certain that we do not burn out our valuable volunteers.
4. **What constitutes an annual meeting and what is required during one?**
   * ***The purpose of the annual meeting is to gather the members of the association (per chapter) and to conduct the business of the chapter.*** Specifically for IASA chapters, it is to allow members to vote on specific needs of the chapter membership such as the board of directors.
5. **During a membership vote do all attendees have a vote or only members?**
   * ***No, non-members are not able to vote on the business of the chapters.***
6. **Does every member of a company have a vote?**
   * **No, all members of a company membership do not have a vote at your meetings.** Only one representative of a company membership may vote during your annual meeting or other voting needs. Each individual member is one vote, and each company membership has one vote. If there are 10 members present during a vote from the same company, you need to ask one to stand as the representation for the entire organization. As such, quorum is also defined in the same way.
7. **What happens if we don’t achieve quorum at our meetings?**
   * ***If quorum is not achieved, a vote is not considered closed.*** Chapters would either call another meeting to achieve quorum or, if permitted by bylaws and state laws, call for an email ballot vote to meet the requirements.
8. **Our chapter has never worked with Robert’s Rules of Order, do you have instructions to assist chapter leaders?**
   * **Yes, chapters can purchase a copy of Roberts Rules of Order in Brief if they like.** However, for your convenience we have provided a Roberts Rules of Order cheat sheet in the Chapter Leaders Resource area for your reference.
9. **Our chapter does not have a nominating committee or any guidelines/templates for having one. Does National have a sample process and structure we can adopt?**
   * ***All chapters should strive to develop a policy that fits their chapters specific needs*.**  National does have a sample policy we can provide you as a guide and starting point to make it easier for each chapter to develop their own.
10. **Our chapter has never used a budget, can National provide a template for us?**
    * ***Yes, we can provide you with a template if needed and assist you with the building of your budget as needed.***  You can find this template on the Chapter Leaders Resource page
11. **How do I access the Chapter Leaders Resource Page (CLRP)?**
    * ***The Chapter Leaders Resource Page is located on the IASA website.*** Simply log into IASA.org and select “Chapters” on the blue navigation pane. You should see a drop down for Chapter Leaders Resources. Once there chose the box for the desired templates or resources needed such as membership or education. Note: Only current chapter leaders have access to these resources, if your board members do not have access please let the Chapter Engagement Coordinator know.