

CONNECTICUT YOUNG INSURANCE PROFESSIONALS
Bylaws Provisions
(Proposed amendments 2005)

Article I - NAME

Section 1 The name of the organization shall be the Connecticut Young Insurance Professionals.

Article II - AFFILIATION

Section 1 The organization shall be affiliated with the Professional Insurance Agents of Connecticut Inc. (PIACT) and, as such, shall be bound by the provisions of the affiliations agreement entered into by the Young Insurance Professionals and the Professional Insurance Agents of Connecticut Inc.

Article III - PURPOSES

The purposes of the organization shall be:

- Section 1 A. To create educational programs geared to the young insurance professional.
- B. To provide opportunities for networking and social gatherings.
- C. To promote better relations and communications between companies and agencies.
- D. To serve as a source of information and referral between and among the membership and the consumers of Connecticut.

Article IV - MEMBERSHIP

Section 1 There shall be three classifications of membership: Regular, Associate and Honorary.

Section 2 Individuals who are engaged in the insurance business as insurance producers or staff of insurance agencies, companies, or insurance business vendors, who have not yet reached age forty are eligible for Regular membership.

Section 3 Individuals who are engaged in the insurance business as insurance producers, staff of insurance agencies, companies, or insurance business vendors, who have reached age forty are eligible for Associate membership.

Section 4 The Board of Directors may confer Honorary membership upon any

individual who has rendered notable service to the insurance industry or to the Young Insurance Professionals.

Section 5 Membership in this association may terminate by voluntary withdrawal as herein provided, or otherwise in pursuance of these Bylaws. All rights, privileges, and interests of a member in or to the association shall cease on the termination of membership. Any member may, by giving written notice of such intention, withdraw from membership. Such notice shall be presented to the Board of Directors at the next succeeding meeting of the Board of Directors.

Section 6 Any membership may be suspended or terminated for cause. Sufficient cause for such suspension or termination of membership shall be violation of the Bylaws or any lawful rule or practice duly adopted by the association, or any other conduct prejudicial to the interests of the association. Suspension or expulsion shall be by two-thirds vote of the entire membership of the Board of Directors; provided that a statement of the charges shall have been mailed by certified or registered mail to the last recorded address of the member at least fifteen (15) days before final action is taken thereon. This statement shall be accompanied by a notice of the time and place of the meeting of the Board of Directors at which the charges shall be considered and the member shall have the opportunity to a hearing in person and/or to be represented by counsel to present any defense to such charges before action is taken thereon.

Article V - VOTING AND HOLDING OF OFFICE

Section 1 All Regular members are entitled to vote at any regular, annual or special meeting of this organization.

Section 2 Regular members who are affiliated with an independent insurance agency are eligible to hold any office in this organization including membership on the Board of Directors unless otherwise provided in the affiliations agreement. Regular company or business vendor members may hold the offices of Treasurer and Secretary.

Article VI - DUES

Section 1 The annual dues for each member of the organization shall be determined by the Board of Directors.

Section 2 Members who fail to pay their dues within sixty (60) days from the time such dues become due shall, without additional notice or hearing, be dropped from the rolls and thereupon forfeit all rights and privileges of membership provided, however, that notification of payment due shall be mailed to all members prior to termination of membership. The Board of

Directors may extend the time for payment of dues and continued membership upon request of a member for good cause shown.

Article VII - MEETINGS

- Section 1 There shall be an annual meeting of the organization during the first quarter of each year at a date, time and location determined by the Board of Directors.
- Section 2 Election of directors and other acts of official nature dealing with the organization's Bylaws and/or affiliations agreement with PIACT shall be among the order of business at annual meetings.
- Section 3 Notice of said meetings shall be [**mailed**] **sent via regular or electronic mail** to the membership with an indication of the business to be conducted thereat at least thirty (30) days prior to the designated meeting date.
- Section 4 Other special meetings of the membership for the purpose of conducting organizational business may be called by the Board of Directors at its pleasure or upon a call, in writing, from at least 25% of the Regular members.
- Section 5 Five percent (5%) of the Regular membership shall constitute a quorum of all annual or special meetings of the organization. "Robert's Rules of Order" shall govern all such meeting deliberations, when not in conflict with these Bylaws.

Article VIII - BOARD OF DIRECTORS

- Section 1 The organization shall be governed by a Board of Directors.
- Section 2 The Board of Directors shall consist of not [**less than thirteen (13) or**] more than seventeen (17) Regular members. No more than six (6) **director positions** shall be occupied by a Regular member who is not affiliated with an independent insurance agency. Two ex-officio seats may be appointed by the President from the membership. The ex-officio members shall be elected from all members for one-year terms and have no voting privileges.
- Section 3 The term of directors shall be for two years and no director shall serve more than three (3) consecutive terms. For purposes of this section, individuals who have been elected to one of the five officer positions shall be considered directors until the expiration of the term of such office.
- Section 4 The Board of Directors shall meet at least quarterly to control and direct the affairs of the organization.

Section 5 Any director or officer may resign at any time by giving written notice to the President, or to the entire Board of Directors. Such resignation shall take effect at the time specified therein, or if no time is specified, at the time of acceptance thereof as determined by the President or the Board.

Any director or officer may be removed by a two-third vote of the directors at any regular or special meeting at which a quorum is present, provided that a statement of the reason for removal has been mailed by certified or registered mail to the last recorded address of the director at least fifteen (15) days before final action is taken thereon. This statement shall be accompanied by a notice of the time and place of the meeting of the Board of Directors at which the reason for removal shall be considered and the member shall have the opportunity to a hearing in person and/or to be represented by counsel to present defense to such removal before action is taken thereon.

Section 6 A vacancy in the Board of Directors occurring between annual meetings shall be filled by an appointment by a majority vote of a quorum of the Board to serve until the next annual meeting.

Section 7 A majority of the Board (including elected officers) shall constitute a quorum at all meetings.

Section 8 Any member of the elected Board of Directors unable to attend a meeting shall, in a letter addressed to the president or secretary, state the reason for his absence. If a director is absent from two (2) meetings a year for reasons which the board has failed to declare sufficient, his resignation shall be deemed to have been tendered and accepted. Absences not in writing due to extenuating circumstances, shall be deemed excused at discretion of the president.

Section 9 Past Presidents (exclusive of the Immediate Past President) shall be considered members of the Board of Directors and shall be eligible to vote at Board meetings provided that they remain in the insurance business, are members of the organization in good standing and have attended at least 50 percent of the directors meetings during the year.

Article IX - OFFICERS

Section 1 The officers of the organization shall be a President, President-Elect, Vice President, Treasurer, Secretary and Immediate Past President

Section 2 The President shall be the principal elective officer of the organization and shall preside at all meetings of the Board and any special or annual meetings of the organization. In the absence of the President at any meeting of the organization, the President-elect shall preside.

- Section 3 The Treasurer shall keep an account of all monies received and expended for the use of the organization and shall be responsible for making periodic reports to the Board and membership on the fiscal affairs of the organization.
- Section 4 The Secretary shall give notice of all meetings of the organization and shall prepare and maintain all official records thereof.
- Section 5 No officer shall serve more than two one-year terms in any one office.
- Section 6 All officers shall be elected from the Regular members by the board of directors at the first meeting following the annual meeting. The slate of proposed officers must be submitted to the PIACT Board of Directors for approval at least one month prior to the election process.
- Section 7 Vacancies in any office may be filled for the balance of term there of by the directors at any regular or special meeting of the Board.
- Section 8 Any officer elected to the office of Vice President **or President-elect** prior to his/her 40th birthday, may continue through the chairs provided they are duly elected in consecutive years according to the process outlined in these bylaws.

Article X - COMMITTEES

- Section 1 The President shall annually appoint committees as required by the Bylaws or as he/she may find necessary.
- Section 2 An executive committee, consisting of all officers and two members of the board may exercise policy-making powers when such is warranted and the Board is not in session. At no one time shall a majority of seats be occupied by individuals who are not affiliated with an independent insurance agency. All actions taken by the executive committee in this respect shall be reported to the Board of Directors at its succeeding meeting.
- Section 3 The nominations committee will consist of the two most immediate past presidents, the president and president-elect and two agency or company members at large. Not less than thirty (30) days prior to the date of the annual meeting the nominations committee chairperson shall notify, in writing, the board and the membership of its proposed slate. Any Regular member may submit independent nominations for board positions provided that such nominations are received in writing by the secretary at least forty-five (45) days prior to the annual meeting.

Article XI - FISCAL YEAR

Section 1 The fiscal year of the organization shall be January 1 to December 31.

Article XII - AMENDMENTS

Section 1 These Bylaws may be amended, repealed or altered by a two-thirds vote of Regular members in attendance at the annual meeting provided that written notice of proposed amendments be mailed to all Regular members at least thirty (30) days prior to the meeting.

Article XIII - DISSOLUTION

Section 1 The organization shall use its funds only to accomplish the objectives and purposes specified in these Bylaws, and no part of said funds shall inure, or be distributed, to the members of the organization. On dissolution of the organization any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, or philanthropic organization to be selected by the Board of Directors.