

**NORTHWEST REGIONAL GROUP  
OF THE  
NATIONAL ASSOCIATION OF EDUCATIONAL BUYERS**

**ARTICLE I - NAME**

The name of the Association shall be the Northwest Regional Group (hereafter referred to as the Northwest) of the National Association of Educational Buyers (hereafter referred to as NAEB). The group will consist of NAEB members located in the states of Alaska, Idaho, Oregon, Washington and the provinces of Alberta, British Columbia, and the Yukon Territory.

**ARTICLE II - PURPOSES**

The Association is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. (All references in these Articles to such Code are intended to include the corresponding section of any future federal tax code.) Within this general limitation, the specific purposes of the Association are to: (1) provide for the open interchange of information concerning the purchasing profession; (2) enhance the development and implementation of effective purchasing management among educational institutions; (3) actively encourage cooperative relationships among member institutions; (4) maintain communications with NAEB; (5) promote adherence to the NAEB Code of Ethics; (6) provide opportunities for the personal professional growth of members; (7) encourage and facilitate research and investigation; and (8) collect and disseminate useful information.

**ARTICLE III - MEMBERSHIP**

A. The voting membership of the Association shall consist of those institutions of higher education in the geographical areas served by the Association which are members in good standing of the NAEB. Each voting member institution shall be limited in voting to one vote by the member representative of record as designated by the institution.

B. Nonvoting membership shall be limited to individuals employed by voting member institutions.

C. A member may be removed from the Association by the Executive Committee for failure to meet the initial and continuing requirements of membership, upon the affirmative vote of two-thirds of all of the members of the Executive Committee.

**ARTICLE 4 - EXECUTIVE COMMITTEE**

A. The names and addresses of the persons who are the initial Executive Committee of the Association are as follows:  
(see Exhibit A)

**ARTICLE 5 - OFFICERS**

Revised 12/92

Postnet Fax Note	7671	Date	9.9.97	# of pages	4
To	KERRY	From	PAUL MILLER		
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*Mark*



**A. Officer Positions:**

The officers of Northwest shall consist of a President, First Vice-President, Second Vice-President, Secretary, and Treasurer each representing a voting member institution and preferably, but not necessarily, representing different states or provinces. The officers shall perform duties as prescribed in these By-Laws and under the parliamentary authority adopted by Northwest, the Past President, and E & I Regional Advisor.

**B. Term of Office:**

The officer shall normally serve four years, one year in the each office, advancing each year to the next office, with the exception of the Treasurer who shall serve in a four year term after being elected by the members at large. Each year the Secretary position and any additional vacancies will be filled by the vote of the membership.

The term of office of all officers shall commence at the close of the Regional Annual Meeting during which they are elected and shall terminate at the close of the next Regional Annual Meeting upon the qualification of their successors.

**C. An election of officers shall be held at the Regional Annual Meeting. Voting members shall choose the incoming officers from among a slate of nominees presented by the Nominating Committee and nominations made by voting members from the floor.**

**D. Duties:**

**1. President**

The President shall be the chief executive officer. He/She shall preside over all meetings, shall appoint committee chairpersons, and shall appoint members to the standing committees as deemed appropriate.

The President shall appoint a Nominating Committee composed of three (3) Northwest members, with the First Vice President serving as chair, to nominate persons(s) of the incoming slate of officers.

The President shall appoint a Site Selection Committee composed of the First Vice-President and two past Presidents to nominate a site for the next year's meeting. This nomination will be presented for acceptance during the general business meeting.

The President shall be responsible for coordinating and planning the program for the Annual Regional Meeting (in conjunction with the First Vice-President), and coordinating the activities of the Host Committee in making arrangements for the meeting(s).

The President should attend the NAEB Annual Meeting as a representative of the Northwest Regional Group. Travel to the Annual Meeting will be provided by the President's institution and with whatever assistance is provided by NAEB.

**2. Second Vice-President**

The Second Vice-president shall coordinate membership development and retention activities, and other duties as assigned by the President.

**3. Secretary**

The Secretary shall be responsible for coordinating registration at all meetings, and other duties as assigned by the President.

The Secretary shall record the minutes of all business meetings and shall submit the minutes for approval at the next meeting.

#### **4. Treasurer**

The Treasurer shall be responsible for overseeing the Northwest bank account and writing all checks as authorized by the President. The Treasurer shall prepare an annual financial statement for distribution to the officers and Steering Committee and shall present a report of financial condition to the membership at the Annual Meetings.

#### **5. Vacancies**

Any vacancy within the officers caused by death, resignation or other causes shall be filled with an interim appointment by the Board. This interim appointment will be from the same state/province that the vacancy occurred. Prior to the interim appointment the highest ranking officer on the Board will appoint a Nominations Committee to nominate this replacement.

### **ARTICLE 6 - MEETINGS**

The time and place of the Regional Annual Meeting shall be set by the officers, upon the recommendation of the Site Selection Committee. The Annual Meeting will normally be held in the Fall of the year. Notice of the meeting shall be sent to the membership at least ninety (90) days in advance.

Special meetings may be called at any time by the President. Notice of such special meeting shall be provided to the membership at least thirty (30) days in advance.

### **ARTICLE 7 - STEERING COMMITTEE**

Northwest past Presidents shall constitute the Steering Committee. The Steering Committee shall have general supervision over the affairs of the group, make recommendations to the officers, and shall perform other duties as specified in these By-Laws. The President may request the Steering Committee to provide other services as required.

### **ARTICLE 8 - STANDING COMMITTEE**

Northwest Standing Committees shall consist of a Host Committee, Nominating Committee, Site Selection Committee, Membership Development and Retention Committee, and other Committees as appointed by the President.

### **ARTICLE 9 - PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern the group in all cases of which they are applicable, and to the extent that they are not in conflict with these By-Laws or any other special rules of order which the group may adopt.

## ARTICLE 10 - ORGANIZATIONAL RESTRICTIONS

A. No part of the net earnings of the Association shall inure to the benefit of, or be distributable to its members, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

B. No substantial part of the activities of the Association shall be the carrying out of propaganda, or otherwise attempting to influence legislation, and of Association 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.

C. Notwithstanding any other provision of these articles, the Association shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code.

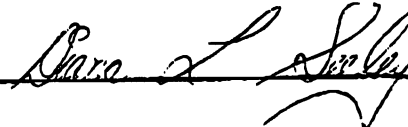
## ARTICLE 11- DISSOLUTION

Upon the dissolution of the Association, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or shall be distributed to the federal government, or to a state or local government, for public purposes. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE 12 - AMENDMENT

These Articles of Association may be amended by a majority vote of the members present at any meeting of the membership at which a quorum is present.

In witness whereof, the initial Executive Committee of the Association have hereunto subscribed their names this the 15th day of December, 1992.

BY   
Title Treasurer

# What/Who is NAEB

The National Association of Educational Buyers, Inc. is a professional association of over 1900 colleges and universities nationwide. In addition, it has more than 300 hospitals and other nonprofit organizations as Associate Members. Since before 1920, the unique objective of NAEB has been to promote the use of effective purchasing management techniques among its members. In short, NAEB's mission is to provide campus materiel management professionals with the specialized information they need to carry out their varied responsibilities more effectively. NAEB is a vehicle that enhances the communication among the purchasing professionals serving higher education and tax exempt health care organizations. We are tax exempt under the same section of the Internal Revenue Service (IRS) Code as other educational institutions, 501 (c) (3).

Who NAEB is may be the more important question. Collectively, the people we serve are who we are. In terms of the number of institutions that are members, NAEB is one of the largest associations serving the business side of higher education. Although our members carry a wide variety of titles, they are linked together through their common interest in finding better ways to buy, receive, stock and distribute the supplies and acquired services needed by their institutions. A professional association of people responsible for the various aspects of procurement in a nonprofit setting is who we are.

NAEB's 20 regional groups are independent organizations. Local leaders determine the boundaries of their region, its organizational structure, set their own agenda, and decide when and where they will meet. The National Organization provides support in a wide variety of ways to help regional leaders better serve their members.