



# Northwest Planned Giving Roundtable

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4404 SE King Road, Milwaukie, OR 97222-5282

Restated  
**BY-LAWS**  
May 2007

**ARTICLE I**

**NAME**

**Section 1.** The name of this organization shall be The Northwest Planned Giving Roundtable.

**ARTICLE II**

**Mission**

**Section 1.** The mission of the Northwest Planned Giving Roundtable is to increase the quality and quantity of charitable planned gifts by serving as the professional source for the planned giving community in Oregon and Southwest Washington.

**ARTICLE III**

**MEMBERSHIP - ELIGIBILITY - RESPONSIBILITY AND PRIVILEGES**

**Section 1.** All persons who participate in gift planning from the ranks of development officers, estate and financial planners, accountants, attorneys, and other allied professionals who perform services as gift planners, are eligible for membership in the Northwest Planned Giving Roundtable.

**Section 2.** Membership in the Northwest Planned Giving Roundtable shall be contingent on payment of annual dues. A member who has paid dues shall be considered in good standing for the year in which the dues were paid.

**Section 3.** Members of the Northwest Planned Giving Roundtable are expected to adhere to professional ethics and standards generally expected of professionals and as generally outlined by the National Committee on Planned Giving.

Violation of such ethical standards is cause for removal from membership upon action by the Executive Committee.

**Section 4.** Affiliate membership may be extended to individuals or organizations involved with the *Leave A Legacy*® program subject to the following criteria:

A. At least one member of any affiliated organization must be a regular member of the Roundtable.

B. Affiliate members are not eligible for any other privileges of membership.

**Section 5.** The Northwest Planned Giving Roundtable should not be used for the promotion of personal interest or gain.

#### **ARTICLE IV**

#### **OFFICERS**

**Section 1.** There shall be five officers: President, Vice President, Treasurer, Secretary, Immediate Past President; and two members-at-large to be elected from the membership. The officers shall be elected from the ranks of Roundtable members regularly involved in planned giving.

**Section 2.** The President and Vice President shall be elected for the term of two years, not subject to re-election. The Treasurer shall be elected for an initial term of two years and is subject to re-election for additional term(s) of one year thereafter. Other officers shall be elected for the term of one year, subject to re-election of additional term(s).

**Section 3.** The President shall serve as the Chief Executive Officer of the Roundtable and shall preside at regular meetings. He/She shall serve as Chairperson of the Executive Committee, and official liaison with NCPG. He/She will appoint NWPGR Conference chair(s), government relations chair, membership chair, mentorship chair, and any other ad hoc chairs as necessary.

**Section 4.** The Vice President shall serve as a member of the Executive Committee. He/She shall act and preside in the absence of the President. The Vice President shall serve as Program Chairperson and be responsible for program content

**Section 5.** The Treasurer shall be responsible for the collection of dues from the membership, and other revenue, the deposit of funds received in a designated bank account, the disbursement of funds for meetings and other activities. The Treasurer shall have signatory powers on checks. For checks over a designated amount, the Treasurer shall have co-signatory powers with either the President, or in the absence of the President, the Vice-President. He/She shall provide financial reports to the membership on a regular basis. In the absence of a Treasurer, the Vice-President shall have co-signatory powers on checks with the President.

**Section 6.** The Secretary shall serve as a member of the Executive Committee. He/She shall be responsible for maintaining records and distributing membership rosters, meeting notifications, distribution of planned giving cases to members, handling general correspondence for the Roundtable, and keep minutes of the Executive Committee meetings.

**Section 7.** The Immediate Past President shall serve as a member of the Executive Committee.

**Section 8.** Two members-at-large elected by the membership shall serve on the Executive Committee.

**ARTICLE V**  
**NOMINATIONS AND ELECTIONS**

- Section 1.** The President shall appoint a committee of three or more members in good standing to serve as the Nomination Committee. This committee shall be chaired by the Immediate Past President of the Roundtable or, if the Immediate Past President is unable to serve, a person designated by the President. Appointment of the Nomination Committee shall occur no less than two months prior to the date of the first meeting of the calendar year.
- Section 2.** The Nomination Committee shall assemble and present to the Roundtable a list of qualified and consenting nominees for the offices of President, Vice President, Treasurer, Secretary, and two Members at Large.
- Section 3.** Notice of nominated officers and At Large Members shall be communicated to the membership thirty (30) days prior to a meeting of the membership. The election will occur no later than the last meeting of the calendar year, and by a majority vote of the members present.
- Section 4.** Should any officer or member of the Executive Committee resign His/Her position will be declared vacant. The President has the authority to appoint a person to fill a vacancy for the balance of the unexpired term

**ARTICLE VI**  
**EXECUTIVE COMMITTEE**

- Section 1.** Governance of The Northwest Planned Giving Roundtable shall be vested in the Executive Committee.
- Section 2.** The Executive Committee shall be made up of the President, Vice President, Treasurer, Secretary, Immediate Past President, and two members-at-large. In addition, ex-officio members will be appointed by the president and approved by the officers for one year terms. The terms of office for all members of the Executive Committee shall be the calendar year.
- Section 3.** The Executive Committee shall be responsible for the day-to-day management of the organization. This shall include the oversight of all financial activities of the organization as well as the management of any committees which, from time to time, may be appointed by the President.
- Section 4.** The Executive Committee shall report in writing to the membership of the Northwest Planned Giving Roundtable at least annually on the current activities, membership and financial condition of the organization.
- Section 5.** The Executive Committee shall have the authority to make commitments and expenditures on behalf of the organization.

**ARTICLE VII**  
**MEETING**

**Section 1.** Meetings of the Northwest Planned Giving Roundtable will be held at locations and times agreed upon by the Executive Committee. Special meetings of the Roundtable shall be called from time to time by vote of the Executive Committee, or upon the petition of the ten percent (10%) of the membership. All special meetings must be communicated to the membership no less than two weeks before the date of the special meeting. Any special meeting failing to meet the notification requirement shall not be authorized to conduct any formal business on behalf of the Roundtable.

## **ARTICLE VIII**

### **DUES**

**Section 1.** Members shall be required to pay annual dues, in the amount determined by vote of the Executive Committee. Dues shall be used to cover the expenses of the organization.

**Section 2.** The Executive Committee shall adopt an annual budget.

## **ARTICLE IX**

### **RULES OF ORDER**

**Section 1.** All meetings of The Northwest Planned Giving Roundtable shall be conducted under the official Roberts Rules of Order in its then most current edition.

## **ARTICLE X**

### **BYLAWS AMENDMENTS**

**Section 1.** These bylaws may be amended by a majority vote of the members of the Roundtable at any regularly scheduled meeting of the organization

**Section 2.** All proposed bylaws amendments shall be communicated to all members in good standing at least two weeks prior to a regularly scheduled meeting[s]. The notification of a meeting to consider any bylaw amendments shall include: a notice of such meeting including date, time and location of the meeting, a copy of the proposed amendments, a copy of the original wording of the bylaw article to be amended and any pertinent information regarding reasons for such proposed changes.

## **ARTICLE XI**

### **INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS**

**Section 1.** Right to indemnification. The Northwest Planned Giving Roundtable shall indemnify to the fullest extent permitted by the Oregon Nonprofit Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit or proceeding, whether civil, criminal, administrative, investigative, or otherwise, because that person is or was a director or officer of the Association, or a fiduciary within the meaning of the Employee Retirement and Income Security Act of 1974. This would include an action, suit or proceeding by or in the right of the organization.