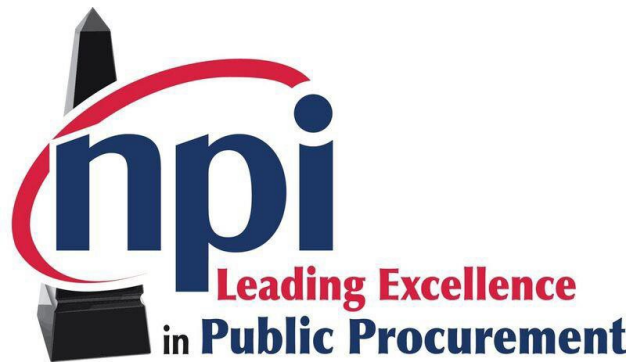


# National Procurement Institute Board of Directors Manual



**Adopted October 9, 2024**

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## Introduction

### A. Purpose

The organizational foundation of the National Procurement Institute, Inc. (NPI) is set forth in its Constitution and Bylaws. This Board of Directors Manual (Manual) supplements the NPI Constitution and Bylaws and governs the roles and responsibilities of the Board of Directors, Teams, Committees, NPI Representatives, and the Executive Director (Management Firm) for the operation and management of NPI.

### B. Scope

This Manual specifically identifies the roles, responsibilities, and terms of the NPI Officers, Directors, Teams, Committees, NPI Representatives, and the Executive Director.

### C. Responsibility

The Board of Directors is responsible for establishing and adopting policies and procedures to efficiently govern the affairs of NPI, and for reviewing and amending policies and procedures as needed, to ensure that current business practices are accurately reflected. The Executive Board and the Research & Development and Policy Committee are responsible for all revisions to the Manual.

## Section 1: Administration

### A. Policy Revision

1. The Executive Board and the Membership, Partners and Sponsors Team are responsible for all revisions to this Manual.
2. Any revision to the content of the Manual must be adopted by a majority vote of the NPI Board of Directors and will become effective upon adoption.
3. The Executive Director (ED), acting upon written instruction from the President and the Team, will maintain the most current adopted version of the Manual, ensure it is posted to the Members Only Section of the NPI website, and notify all Board members of all revisions.
4. Any NPI member may submit recommended Manual changes to the Executive Board and Membership, Partners and Sponsors Team Chair for consideration by the Board of Directors.
5. The Immediate Past-President and the Membership, Partners and Sponsors Team Chair (Chair) will review the minutes of each meeting of the Board of Directors, or of the Executive Board, to identify policies and procedures to add, revise or delete in the Manual. The Secretary will provide a complete set of the meeting minutes to the Immediate Past President and the Chair within thirty (30) days following a meeting. The review and any updates to the Manual shall be completed prior to the next scheduled meeting of the Board of Directors.

### B. Records

1. Records may include but are not limited to formal and informal correspondence, working drafts, timelines, task lists, rosters, and other documents, both in hard copy and/or electronic form.
2. Individual records maintained by members of the Board of Directors, Team and Committee Chairs, Team and Committee members, and NPI Representatives will be maintained electronically, with a copy to the ED. Obsolete material, not of historical value, may be removed and destroyed.
3. Each Team and Committee Chair and NPI Representative will maintain electronic records of activities, including but not limited to work products, correspondence, actions taken by the Team and Committee, or the appropriate organizations, to complete the assigned tasks for the assigned terms. The Team and Committee Chairs and NPI Representatives are responsible for delivering individual electronic records to the succeeding chair or appointed replacement, with a copy to the ED.

### C. Maintenance of Historical Records

1. Historical records may include but are not be limited to previous versions of the Constitution and Bylaws, Policy and Procedures Manuals, formal communications, and settlements, both in hard copy and electronic form.

2. The Secretary will serve as the Historian. If the Secretary is unable to serve in this capacity, the President may appoint a Historian, who will maintain historical records in conjunction with the ED.
3. The cost of maintenance of historical documents will be paid for by NPI.
4. The Historian and ED have the authority to destroy any document that is not of historical value or significance.

#### **D. Reports**

1. All Team and Committee Chairs and NPI Representatives will electronically submit a report of activities to the Officer charged with oversight of said team and committee.
2. All Officers will electronically submit reports summarizing the activities of their designated teams and committees to the President, with a copy to the ED, prior to the Pre-Conference and Winter Board meetings, or upon request by the President.
3. The Treasurer, ED and the Finance Team will electronically submit a budget report to the President, with a copy to the ED prior to the Pre-Conference and Winter Board meetings, or upon request by the President. The Treasurer and ED will present the budget report at each Board of Directors meeting, which will be subject to acceptance by the Board of Directors.
4. The President will provide the Meeting Agenda and State of the Association Report for the Annual Membership Business Meeting electronically to the ED prior to the Meeting, with copies made available at the Annual Membership Business Meeting.
5. The Secretary will provide the meeting minutes from the previous year's Annual Membership Business Meeting for the next Annual Membership Business Meeting electronically to the ED prior to the Meeting, with copies made available at the Annual Membership Business Meeting.
6. The Treasurer will provide the Annual Financial Report for the Annual Membership Business Meeting electronically to the ED prior to the Meeting, with copies made available at the Annual Membership Business Meeting.
7. The ED will be responsible for posting all reports to the Board Room and/or Board Members Only section of the NPI website as appropriate, in advance of the Meetings.
8. The ED shall submit reports as requested by the Executive Board, or as identified by the contract or timelines.

#### **E. Correspondence**

1. Copies of all pertinent correspondence involving major issues shall be provided to all members of the Board of Directors for informational purposes.
2. Copies of all correspondence generated by individual Officers, Board members, Team and Committee Chairs, Team and Committee members, and NPI Representatives will be provided to the ED, who shall maintain a "Read File" that shall be made available to any member of the Board of Directors.

### **Section 3: Executive Board**

#### **A. Purpose**

The Executive Board shall provide the Board of Directors and ED with specific recommendations, guidance, and direction relating to the management, business and affairs of NPI, in accordance with the NPI Strategic Plan Goals and Objectives.

#### **B. General Responsibilities**

1. To oversee and ensure that the Board of Directors, Teams and Committees, and NPI Representatives meet the NPI strategic plan goals and objectives.
2. Contracting with a management firm to serve in the capacity of the NPI ED, with the contract specifically outlining the responsibilities, salary, and length of service of the ED.
3. Conduct the ED's annual performance review, and determine if any proposed or requested contract rate increases are either approved or denied based on performance; and determine whether a contract extension and/or termination is in order. Executive Board shall immediately report any actions taken to the Board of Directors.
4. Assist the President with administrative functions, and directing the activities of the ED.
5. The Executive Board may meet throughout the year at a designated meeting location, or via any electronic means available, to:

- a. Discuss items that may come before the Executive Board, prior to submitting any item that may require Board of Directors action; or
  - b. Take action on any item that is deemed by any member of the Executive Board as an emergency action item.
6. The Executive Board may survey the Board of Directors prior to making a decision. In the case of an emergency, the Executive Board may take appropriate action as required to remedy the situation. The Executive Board will be required to immediately report such actions taken to the Board of Directors within 48 hours of the action taken.
7. Maintain open communication at all times with the Board of Directors and the general membership.

## **C. Composition**

The Executive Board shall consist of the NPI Officers as follows: President, Vice President, Treasurer, Secretary, AEP Officer, and Immediate Past President.

### **1. President's Responsibilities**

The NPI President shall:

- a. Have authority for the overall day-to-day operations of the Association, in consultation with the ED and the Executive Board.
- b. Exercise general supervision of the ED.
- c. Perform all duties incidental to the office of the President, and other duties as required by the Board of Directors.
- d. Serve as Chair of the Executive Board and Chair of the Conference Team.
- e. Monitor the work of all Teams and Committees, and NPI Representatives for the UPPCC Board of Examiners, NCPPC, and all Chapters.
- f. Prepare agendas and preside over all meetings of NPI and call for special meetings when required.
- g. Invite special guests to NPI meetings.
- h. Invite any individual to attend an Executive Board meeting when it is pertinent to the matter being discussed, and such attendance will be appropriately recorded.
- i. Serve as a voting member of the Board of Directors.
- j. Make recommendations to the Executive Board and Board of Directors when vacancies occur on the Board, as specified in the Bylaws.
- k. Appoint Teams and Committees, as required, subject to the Board of Directors concurrence.
- l. Along with the Treasurer, be granted full access for the purpose of viewing all association online transactions with the association's bank of record.
- m. Approve all expenditures when the Treasurer is unavailable.
- n. Sign all contracts on behalf of NPI.
- o. Present the State of the Association annual report at the Annual Membership Business Meeting.
- p. Represent NPI at other purchasing and supply management association conferences and functions.
- q. Mentor the Vice President to prepare for progression.

### **2. Vice President's Responsibilities**

The Vice President shall:

- a. Substitute for the President at meetings, in case of the President's absence.
- b. Serve on the Executive Board.
- c. Serve as a voting member of the Board of Directors.
- d. Monitor the work of the Conference Program Team.
- e. Submit the slate of candidates to the President no later than thirty (30) days prior to the Election.
- f. Present the slate of candidates to the membership, conduct the annual election, and announce the election results.
- g. Shadow the President to prepare for progression.
- h. Mentor the Treasurer to prepare for progression.
- i. Perform other duties as assigned by the President and Board of Directors.

### **3. Treasurer's Responsibilities**

The Treasurer shall:

- a. Serve on the Executive Board.
- b. Serve as a voting member of the Board of Directors.
- c. Monitor the work of the Membership, Partners and Sponsors Team (including annual nominations) and CNP Award Committee.
- d. Along with the President, be granted full access for the purpose of viewing all association online transactions with the association's bank of record.
- e. Approve all budgeted expenditures in excess of \$1,000, and all unbudgeted expenditures.
- f. Review monthly financial reports prepared by the ED, and report any questionable expenditures to the President.
- g. Conduct an annual audit of the Association's financial records. The audit shall be coordinated with the ED, approximately 3-4 months prior to annual conference.
- h. Assist with the preparation of the annual budget.
- i. Present the Financial Report at the Annual Membership Business Meeting.
- j. The outgoing Treasurer, in conjunction with the ED, shall have the responsibility of destroying time dated and non-significant financial records, in accordance with IRS requirements.
- k. Shadow the Vice President to prepare for progression.
- l. Mentor the Secretary to prepare for progression.
- m. Perform other duties as assigned by the President and Board of Directors.

#### **4. Secretary's Responsibilities**

The Secretary shall:

- a. Serve on the Executive Board.
- b. Serve as a voting member of the Board of Directors.
- c. Monitor the work of the NPI Representatives for the UPPCC Board of Examiners, NCPPC and NPI Chapters and Communications Team.
- d. Keep a record of proceedings of all meetings of the Executive Board, Board of Directors and the Annual Membership Business Meeting.
  1. Official minutes shall be confined to a summary of the items discussed, assignments to Officers, Directors, Teams and Committees, Representatives, and formal actions taken by the Board of Directors.
  2. Provide draft meeting minutes to the Board of Directors no later than thirty (30) days after the conclusion of the meeting.
  3. The minutes shall be labeled "draft" until reviewed and approved by the Board of Directors at the next regularly scheduled meeting of the Board of Directors.
  4. If necessary, make corrections and provide the final approved minutes electronically to the ED for posting to the Members Only section of the website.
  5. Provide approved minutes to the Immediate Past President and the Research & Development and Policy Committee Chair within thirty (30) days following a meeting.
- e. Present the previous year's Annual Membership Business Meeting minutes at the next Annual Membership Business Meeting for approval.
- f. Serve as the NPI Historian.
- g. Shadow the Treasurer to prepare for progression.
- h. Perform other duties as assigned by the President and Board of Directors.

#### **5. AEP Officer's Responsibilities**

The AEP Officer Shall:

- a. Serve on the Executive Board.
- b. Serve as a voting member of the Board of Directors.
- c. Administer the Achievement of Excellence in Procurement® Award Program (AEP), and all related activities, in consultation with the ED or Association Management Company, and Executive Board.
- d. Establish a work plan each year for all duties to be performed.
- e. Establish an annual budget.
- f. Organize the evaluation process, coordinating with other sponsoring associations.
- g. Promote the AEP Program at other public procurement conferences and functions, in accordance with policy as established and amended by the Board of Directors.

- h. Identify and mentor AEP committee members to fill in when AEP Officer is unavailable and for future succession opportunities.
- i. Establish AEP committees as needed to support program management and growth.
- j. Notify all applicants as appropriate.
- k. Coordinate the ordering and distribution of all AEP Award trophies.
- l. Perform other duties as assigned by the President and Board of Directors.

**6. Immediate Past President’s Responsibilities**

The Immediate Past President shall:

- a. Serve on the Executive Board.
- b. Serve as a voting member of the Board of Directors.
- c. Serve in an advisory capacity to the President.
- d. Monitor the work of the President’s Advisory Committee and CNP Award Committee.
- e. Conduct the annual evaluation of the ED with the Executive Board.
- f. Serve as Chair of the President's Advisory Committee.
- g. Perform other duties as assigned by the President and Board of Directors.

**7. Executive Director Responsibilities**

The Executive Director shall:

- a. Perform all duties as outlined in the Management Services Agreement and in this Manual.
- b. Perform other duties as assigned by the President and Board of Directors

**D. Term of Office**

The term of office shall be for one year. Elected Officers may serve no more than two (2) consecutive terms in the same position, and only upon the recommendation of the Nominating Committee and the approval of the membership.

**E . Progression**

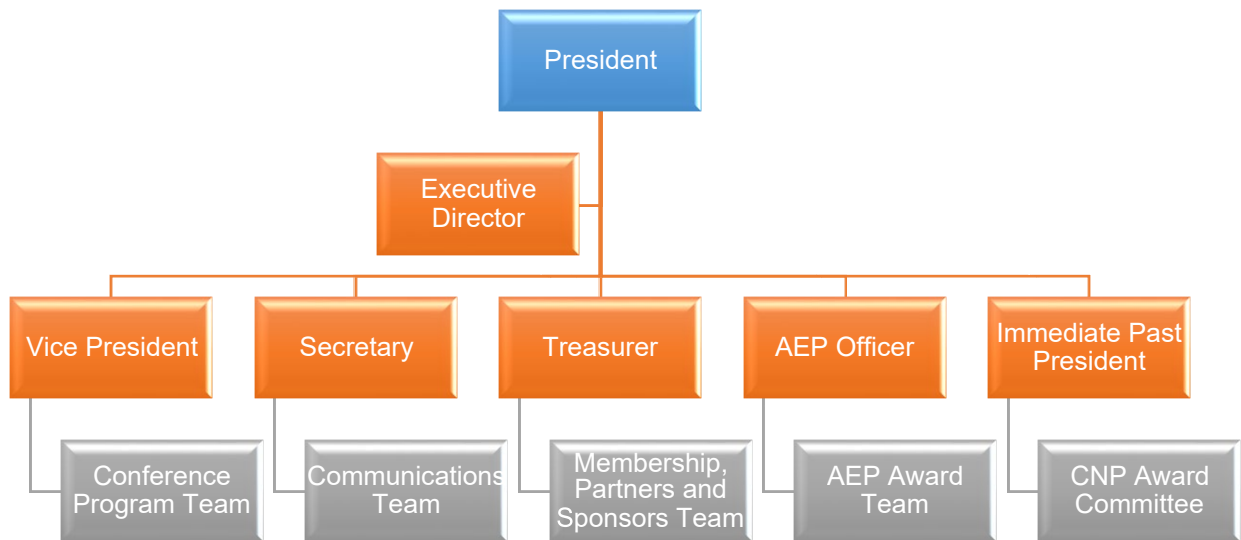
- 1. The President will automatically advance to the office of Immediate Past President, upon completion of term.
- 2. The Vice President will automatically advance to the office of President, upon completion of term.
- 3. The Treasurer will automatically advance to the office of Vice President, upon completion of term.
- 4. The Secretary will automatically advance to the office of Treasurer, upon completion of term.
- 5. The incoming Secretary will be elected by the membership.
- 6. The AEP Officer is not an elected position, and is appointed by the President. Section 4 Board of Directors

**A. Organizational Chart**

The Board of Directors shall maintain an organizational chart that outlines the reporting structure and responsibilities of the NPI Officers, Teams, Committees, and NPI Representatives. The current organizational chart is as follows.



National Procurement Institute, Inc.  
Organizational Chart



**B. Powers and Duties**

1. The Board of Directors oversees the management of the property, affairs, activities and business of NPI, and establishes policies that are within the limits specified in the NPI Constitution and Bylaws.
2. The Board of Directors provides for meetings, conferences, public procurement and supply management educational seminars, or other activities consistent with the NPI Constitution and Bylaws or such statements of NPI Policy, as may be adopted by the Board of Directors.
3. The Board of Directors considers all questions, policies or programs referred by the members. Only the Board of Directors, in an official meeting or teleconference, videoconference, e-mail, or any other electronic means available, has the authority to establish and adopt policy.

**C. Composition**

The Board of Directors consists of the Executive Board and duly installed Directors.

**1. Director's Responsibilities**

A Director shall:

- a. Serve on the Board of Directors.
- b. Serve as a voting member of the Board of Directors.
- c. Be appointed to Chair and/or serve on one or more Team(s) or Committee(s) by the President.
- d. Perform other duties as assigned by the President and Board of Directors.

**D. Term**

1. Each Director will serve a term of two (2) years. Directors may serve consecutive terms, as recommended by the Nominating Committee, and if elected by the membership at the Annual Membership Business Meeting.

**E. Board Meetings**

The Board of Directors meets in accordance with the NPI Bylaws. The President or the Board of Directors will set the meeting dates for the Board meetings.

1. The President sets deadlines for submission of agenda items, which will be no later than three weeks in advance of the next meeting of the Board of Directors.
2. Any member in good standing may submit a request to include an item on the agenda. Agenda items proposed will be submitted in writing to the President, with a copy of the request to the ED, no later than three weeks prior to the Board meeting.
3. Final responsibility for agenda preparation is vested in the President and ED.
4. Members of the Board of Directors are required to attend the Board meetings, unless otherwise excused by the President, and should attend the Annual Conference. A Board member unable to attend any Board meeting must notify the President at least twenty-four (24) hours prior to the meeting.
5. The Board of Directors may meet by any means necessary prior to any scheduled Board meeting, to review items that may come before the Board of Directors, and to finalize the meeting agenda. The Secretary will record the minutes of the Board meeting, and distribute the minutes to Board of Directors within thirty (30) days following the meeting.
6. The Executive Board may meet by any means necessary prior to any scheduled Board meeting, to discuss items that may come before the Executive Board, prior to submitting any item that may require action by the Board of Directors. The Secretary will record the minutes of the Executive Board meeting, and distribute the minutes to the Executive Board within thirty (30) days following the meeting.
7. Except as otherwise provided in the Bylaws the Board of Directors may, with written consent of each Board member, take any action without a meeting that may be necessary, via any electronic means available. The Secretary will document the results for the official record, and distribute the results to the Board of Directors within one month following the action.
8. When necessary, closed sessions of the Board of Directors may be held prior to, during, and after the meeting.
9. Official minutes shall be confined to a summary of the items discussed, assignments to Officers, Directors, Teams and Committees, and formal actions taken by the Board of Directors.
  - a. The minutes shall be labeled “draft” until reviewed and approved by the Board of Directors. After approval, the minutes shall be reissued reflecting any and all changes made by the Board of Directors and labeled “approved minutes.”
  - b. Draft minutes shall be prepared by the Secretary and sent to the Board of Directors, and Team and Committee Chairs within thirty (30) days following the Board Meetings.
  - c. Copies of the approved minutes shall be sent to the Board of Directors, Team and Committee Chairs, and Team and Committee members. The ED shall post the approved minutes on the NPI website.

## **F. Vacancies**

1. As specified in Article III of the Bylaws, in the event of a vacancy in the office of the President, and the Vice President is unable or unwilling to assume the responsibilities of the President, the Executive Board shall recommend an alternate plan. The Plan will be implemented upon approval by majority vote of the Board of Directors.
2. The President is responsible for making recommendations to the Executive Board and Board of Directors when vacancies occur on the Board, as specified in the Bylaws and as follows:
  - a. Should the office of the Vice President become vacant, and the Treasurer is unable to assume the responsibilities of the Vice President, the President shall recommend an alternate plan with advice of the Executive Board. Upon majority vote approving the plan by the Board of Directors, the Board of Directors will implement the plan upon written confirmation.
  - b. In the case of a vacancy in the office of Secretary, Treasurer, AEP Officer or any Director, the President shall fill the remainder of the term through an appointment, or recommend an alternate plan for approval by the Board of Directors.
  - c. Appointees to Officer positions must either:
    1. Be a current Board member and have served on the Board of Directors for a minimum of one year; or
    2. Be a member in good standing and have held an Officer position within the previous five years
  - d. Appointees to Director Positions must be active members in good standing that have been a member for a minimum of one year.
  - e. If it is deemed in the best interest of NPI, the President may, at his/her discretion, recommend the Director position be left vacant until the time that annual nominations are accepted for the new slate of officers.

## **G. Removal of a Director**

1. Grounds for removing a Director from the Board of Directors may include:
  - a. failure to perform duties as assigned; or
  - b. unexcused absence from Board meetings unless a valid need for such absence is communicated to and granted by the President not less than twenty-four (24) hours before the meeting.
  - c. Actions unbecoming to NPI
  - d. Violations of NPI policies
2. The President will notify the Director in writing of the pending removal and provide the Director thirty (30) days in which to submit a written appeal.
3. Appeals shall be provided to all Board members for review and consideration. A meeting shall be convened within two (2) weeks to review and make a decision on the appeal. A simple majority vote shall approve or deny the appeal. If denied, the vacancy shall be filled as provided for in the Bylaws. Written notice of the decision shall be sent to the appellant and all Board members.

## **Section 5 NPI Teams and Committees**

### **A. Establishment of Teams and Committees**

1. The Board of Directors has established the following Teams and Committees:
  - a. Achievement of Excellence in Procurement Award Team
  - b. Carlton N. Parker Award Committee
  - c. Communications Team
  - d. Conference Program Team
  - e. Membership, Partners and Sponsors Team
  - f. President's Advisory Committee
2. The President may establish additional Teams and Committees as required at which time the Manual may be updated to outline the associated duties.

### **B. Team and Committee Appointments**

1. The President shall appoint each Officer to Teams or Committees to monitor and ensure the Team and Committee assignments are progressing as directed.
2. The President shall appoint the Team and Committee Chairperson (Chair) and members, in accordance with NPI Bylaws. Team and Committee Chairs may enlist additional members to serve on the Team or Committee, as necessary, to assist in carrying out assigned responsibilities.
3. In making appointments to the Teams and Committees, the President shall give due consideration to needed technical expertise and other special requirements and make every effort to appoint members who are clearly qualified. Typically, the incoming President will make appointment recommendations for the upcoming year in which an individual will serve.
4. The President shall issue a bulletin listing each Team and Committee Chair and members by name, within a reasonable time following the Annual Conference. The bulletin shall be posted on the NPI website after its release.

### **C. General Team and Committee Responsibilities**

1. The various Teams and Committees will operate in accordance with the NPI Constitution and Bylaws and the Manual at all times.
2. Each Team and Committee is responsible during the appointed term to ensure that Team and Committee assignments are completed in accordance with the NPI Strategic Plan Goals and Objectives, and established timelines.
3. Any and all documents created or collected by any Team or Committee member shall become the property of NPI, and shall be delivered to the NPI Executive Director, in a hard copy and electronic format, upon completion or termination of Team or Committee member's term. Chairs are responsible for ensuring all documents are delivered to the ED.
4. Chairs will provide written status reports to the assigned Officer, prior to scheduled Board meetings, and as requested by the Executive Board.
5. Team and Committee members are expected to participate in all Team and Committee meetings, whether in person, telephone conference call, or by any electronic means available. If a Team or Committee member cannot participate in a called meeting, they should contact the Chair of the meeting and request to be excused from attendance.
6. Team and Committee members are not required to attend NPI Board of Directors meetings but are highly

encouraged to attend in an effort to become more involved in the governance of the association. If possible, Team Chairs should attend Board meetings to provide vital information to the Board.

7. Incoming Team and Committee Chairs will work with outgoing Chairs to understand the activities and methods used to accomplish prior year(s) goals and objectives. Incoming Chairs will request documents from the ED. In addition, incoming Chairs will request their predecessor provide any documents or guidelines successfully used to establish and accomplish assigned responsibilities.
8. Outgoing Team and Committee Chairs will deliver any records of team activities to the incoming Chair. Outgoing Chairs will communicate any activities and methods used to establish and accomplish prior year(s) goals and objectives, as well as guidelines successfully used to establish and accomplish assigned responsibilities.

#### **D. Specific Team and Committee Responsibilities**

##### **1. Achievement of Excellence in Procurement (AEP) Award Team**

*The oversight of the AEP Award Team is vested in the AEP Officer.*

###### a. Purpose

The AEP Award Team shall perform all assigned duties to support program operations, and to promote the continued development and growth of the program.

###### b. Team Member Term

The term of service for each team member will be four (4) years, which may be renewable, excluding the AEP Officer. Terms will be established in a staggered framework, ensuring continuing of the team composition.

###### c. Team Composition

The AEP Award Team shall consist of the following:

1. The AEP Officer, at least four NPI members, at least two appointed representatives from each of the sponsor organizations, and at-large members, as deemed necessary by the AEP Officer.
2. All AEP Team members shall fully meet the qualifications outlined in the *Achievement of Excellence in Procurement Evaluation Team* document (Exhibit X)
3. The AEP Officer may select alternates to serve on the AEP Evaluation Team, as needed.

###### d. Team Responsibilities

The AEP Award Team shall:

1. Keep the AEP application current by reviewing criteria on an annual basis, and modifying as necessary.
2. Promote the AEP Award Program through design and distribution of brochures, maintain the content of the AEP webpages on the NPI website, and distribute information at public procurement functions and other appropriate venues.
3. Evaluate the applications at a time and location determined by the AEP Officer. The reasonable cost of the Evaluation Committee meeting shall be paid by NPI.
4. Be the final determinant of the AEP Award recipients, after completing the evaluation process.
5. Publicize the list of AEP Award recipients on the website, to the agencies of the recipients, and other relevant publications.
6. Continue to improve the AEP Award Program and make appropriate recommendations to the Board of Directors.

###### e. AEP Award Program Sponsorship

1. The AEP Award Team will work with other procurement associations acknowledged as progressive leaders in public procurement to establish sponsorship of the AEP Award Program. Associations similar in structure or scope of membership such as FAPPO, CAPPO, NIGP and ISM may be considered for sponsorships.
  - a. The Executive Board must approve all Sponsors. An agreement will be executed with approved Sponsors.
  - b. Delineation of responsibilities such as marketing, evaluation of applications, and distribution of the AEP awards shall be established through the agreement with each Sponsor.
  - c. NPI will manage the finances for the AEP Award Program and the application process.
  - d. Sponsors will be acknowledged as such on publications of the AEP and will work to promote the AEP through their individual associations as established by the agreement.
  - e. Sponsors will assist in the evaluation process as established by the agreement.
2. The AEP Award Team may consider requests from other public procurement associations, or non-profit organizations interested in supporting the advancement of excellence in public procurement to become Supporters of the AEP Award Program.
  - a. The Executive Board must approve all Supporters. An agreement will be executed with approved Supporters.
  - b. Supporters shall assist in the promotion of the AEP Award Program through their organization, as established in the agreement.
  - c. NPI will promote the Supporter, as established in the agreement.

## 2. Carlton N. Parker (CNP) Award Committee

*The oversight of the CNP Award Committee is vested in the Immediate Past President.*

### a. Purpose

The CNP Award Team shall issue an annual call for nominations for the CNP Award, evaluate the submissions, and present deserving recipient(s) the CNP Award at the NPI Annual Conference, if an individual is selected for that year.

### b. Committee Member Term

The term of service for each committee member will be one (1) year. Individuals are eligible to serve consecutive terms on this committee.

### c. Committee Composition

The CNP Award Committee shall consist of the following:

1. The immediate past recipient shall serve as the Chair of the CNP Award Committee. In the event that the immediate past recipient is unable to serve, the President shall appoint the Chair.
2. The President shall appoint four members in good standing, preferably past recipients of the award, and will ensure that members are from a diverse geographical area.

### d. Team Responsibilities

The CNP Award Committee shall:

1. Issue an annual call for nominations. This is ultimately the responsibility of the Chair.
2. Solicit nominations from the total membership and sponsor associates through email blasts, website postings, and all other electronic means available.
3. Evaluate the nominations using the following criteria as a guideline:
  - a. Active involvement in and contributions to NPI.
  - b. Career in public procurement and supply management.
  - c. Involvement in promoting professional public procurement and supply management.
  - d. Active participant and promoter in education and professional development.

- e. Active leader in public procurement or supply management organizations.
  - f. Involved with other levels of government in advancement of public procurement and supply management programs.
  - g. Innovation in changing public procurement and supply management procedures.
  - h. High ethical and moral standards.
4. The CNP Award Committee Chair will notify the President, ED, and the recipient's family member(s) of the selection.
  5. The recipient's name shall be kept confidential until the award presentation at the NPI Annual Conference.
  6. The CNP Award Committee Chair will present the CNP Award at the NPI Annual Conference.
  7. The Chair is responsible for coordinating ordering the award with the Awards Committee Chair, and ensuring that it will be ready for the presentation.
  8. The CNP Award shall be a wall plaque, and shall include the following information:

*The National Procurement Institute, Inc.*

*Carlton N. Parker Award for Outstanding Service*

*Presented to (Name of Recipient)*

*As a Symbol of Recognition from the Officers, Directors and Members of a Grateful Organization for Your Dedicated Service and Outstanding Contributions to the Development and Progress of the National Procurement Institute and the Public Procurement Profession*

*(Year of the Award)*

### **3. Communications Team**

*The oversight of the Communications Team is vested in the Secretary.*

#### **a. Purpose**

The Communications Team shall maintain continuous communication with the NPI membership, with other professional and trade associations, and with the general public, through use of social media, the NPI website, and any other means deemed appropriate by the Board of Directors.

#### **b. Team Member Term**

The term of service for each team member will be one (1) year. Individuals are eligible to serve consecutive terms on this team.

#### **c. Team Composition**

The Communications Team shall consist of the Communications Team Chair, the Website Chair, the Social Media Chair and a minimum of three additional members.

1. The President shall appoint the Chair of the Communications Team.
2. The President shall appoint the Website Chair.
3. The President shall appoint the Social Media Chair
4. The President shall appoint at least three members, in addition to the Chairs.
5. The President may appoint individuals to provide communications strategy advice to the Team.

#### **d. Team Responsibilities**

1. Communications
  - a. Establish a work plan each year for all communications issued by the Communications Team.
  - b. Consult with individuals appointed to provide communications planning and implementation guidance.
2. Social Media
  - a. Administer the NPI Social Media Policy and Procedures for developing

- applications and providing content on external Web applications and social media platforms in order to ensure consistency with the NPI brand and content.
  - b. Coordinate the publishing of information on NPI social media platforms, in accordance with the Social Media Policy, and within the established deadlines for distribution.
  - c. Monitor the use of NPI social media platforms, and submit recommendations to the Board of Directors for enhancements and improvements to NPI's social media presence.
- 3. Website
  - a. Establish a work plan each year for all updates and revisions to the NPI website, and establish an annual budget.
  - b. Monitor the content on the NPI website to ensure that the content is appropriate and up-to-date.
  - c. Coordinate periodic content updates (rotator ads, logos, links, etc.) with the appropriate Teams and Committees.
  - d. Submit recommendations to the Board of Directors for enhancements and improvements to the website.
  - e. Coordinate website updates with the ED, or with the website management company accordingly.

#### 4. Conference Program Team

*The oversight of the Conference Team is vested in the Vice President.*

##### a. Purpose

The Conference Team shall develop and market the NPI Annual Conference, and coordinate the various activities and assignments related to the Conference.

##### b. Team Member Term

The term of service for each team member will be one (1) year, excluding the ED who shall remain on the Conference Team for the term of the management contract. Individuals are eligible to serve consecutive terms on this team.

##### c. Team Composition

The Conference Program Team shall dedicate members to the following focus areas:

1. Conference Marketing
2. Conference Program
3. Partners and Sponsors
4. Special Events
5. First Time Attendees
6. VIP Host
7. Awards
8. AEP Officer

The President may establish additional Conference focus areas and appoint additional members to serve on the various Committees.

##### d. ED Responsibilities

1. Work with the President, the Board and the Conference Program Team, on action items required to organize the NPI Annual Conference, and to meet the required timelines.
2. Lead the Conference Marketing effort.
3. Solicit proposals from potential host venues and present proposals to the Executive Board for selection.
4. Negotiate and secure contracts for event space and room blocks with the selected venue.
5. Facilitate venue contract signature by the President or sign as the President's designee.



6. Facilitate fulfillment of NPI responsibilities to the host venue in accordance with the contract.
  7. Ensure fulfillment of host venue responsibilities to NPI in accordance with the contract.
  8. Prepare and present proposed conference budget for review and approval by the President.
- e. Focus Area Responsibilities
1. Conference Marketing
 

Conference Marketing activities include:

    - a. Marketing the NPI Annual Conference nationwide and coordinate marketing efforts with Conference Team Chair.
    - b. Establishing a schedule of critical target dates for the Annual Conference.
    - c. Preparing, update/revise and coordinate all brochures necessary for the Annual Conference with the Conference Program Team Chair.
    - d. Informing the Conference Program Team of potential sources available to market the Annual Conference.
    - e. Coordinating and send Annual Conference information to professional and trade associations in the geographical area of the Conference venue, and alliances such as AEP sponsors, for publication in newsletters, links to websites, etc.
    - f. Ensuring that the website is updated and current in all areas relating to the Annual Conference.
    - g. Ensuring that all Annual Conference notices and information are sent out on a timely basis to NPI members, Conference delegates, potential delegates, other associations, Partners and Sponsors.
    - h. Preparing broadcast messaging, such as press releases, for the geographical area of the Annual Conference, and nationally (i.e. public procurement associations in the area, chambers of commerce, governmental agencies, special authorities, universities and colleges, etc.), for issuance by the Communications Chair, and notify the Membership, Partners and Sponsors Team Chair of target areas, names of associations, and points of contact, etc.
    - i. Recommending Annual Conference marketing strategies to the Board of Directors on an annual basis.
  2. Conference Program
 

Conference Programming activities include:

    - a. Coordinating the various areas of Conference assignments in a single program.
    - b. Providing an educational program, including keynote, general and breakout sessions that focus on professional development in leadership and excellence in public procurement and supply management.
    - c. Issuing the annual call for speakers, and distribute and collect speaker qualification forms.
    - d. Scheduling a Conference Program that focuses on AEP criteria and management development.
    - e. Coordinating with the ED to publish a Conference agenda in publications, websites, emails, newsletters, and any other potential sources for marketing.
    - f. Negotiating and signing agreements with Conference speakers in accordance with policy and, when necessary, confer with the President.
    - g. Evaluating speaker qualifications and select speakers and topics for keynote, general and breakout sessions.
    - h. Coordinating with the ED to publish an Annual Conference agenda in publications, websites, emails, newsletters, and any other potential sources for marketing.
    - i. Obtaining pictures and bios of speakers, and submit them to the ED for publication in the Annual Conference program and posting on the website, within the required timeline.
    - j. Obtaining speaker presentations in electronic form, and coordinate with the ED for posting on the NPI website prior to the conference, within the required timeline.
    - k. Coordinating audio/visual equipment required at Annual Conference sessions with



ED.

- l. Arranging for a speaker evaluation immediately following each session, and an overall Conference survey following the Annual Conference.
- m. Receiving, reviewing and approving speaker invoices. For speakers to be paid at the Conference, send approved invoices to the ED no later than two weeks prior to the Conference to ensure timely payment preparation.
- n. Obtaining approval of the Conference program for ISM continuing education hours (CEH) prior to the Annual Conference, if required by ISM.
- o. Obtaining approval of the Conference program for UPPCC continuing education hours (CEH) prior to the Annual Conference, if required by UPPCC.
- p. Developing the CEH form and submit to the ED in electronic form, within the required timeline.
- q. Preparing thank you cards for all speakers and obtain gifts for uncompensated speakers.

### 3. Conference Partners

Conference Partners activities include:

- a. Marketing the Annual Conference to national, regional and local suppliers to secure Conference Partnerships.
- b. Working with the ED on the design and content of Invitation to Partners brochure and agreement.
- c. Reviewing and making recommendations to establish the fees associated with Conference Partnerships, for review by the Executive Board and Finance Committee, and for approval by the Board of Directors.
- d. Coordinating with the ED and Website Chair to post interim Conference information pending final production of Invitation to Partners brochure and agreement, such as the Conference location, hotel information, updated fees, etc.
- e. Coordinating with the ED and Website Chair to post the Invitation to Partners brochure and agreement on the NPI website, social media platforms, or any other sources available for marketing.
- f. Planning and coordinating the Partner activities to meet commitments established in the individual agreements.
- g. Coordinating with the ED and obtaining any direct mail marketing campaign content from Partners to meet commitments established in the individual agreements.
- h. Ensuring NPI commitments to Partners are met regarding recognition, announcements, displays, advertising, etc., in accordance with the individual agreements.
- i. Obtaining all necessary artwork (logo, links, rotator ads, etc.) from all approved Partners as required to meet advertising commitment established in the individual agreements, and coordinate with the ED and Communications Team.
- j. Coordinating, with the ED, special seating arrangements for Partners and guests.
- k. Arranging for an overall Conference survey following the Annual Conference.

### 4. Special Events

Special Events activities include:

- a. Establishing a budget for special events with the ED and President.
- b. Coordinating the scheduling of special events, such as receptions and the gala, for the Annual Conference with the ED and President.
- c. Coordinating the food and beverage for special events scheduled for the Annual Conference with the ED and President.
- d. Coordinating the entertainment and audio/visual requirements for special events scheduled for the conference with the ED and President.
- e. Providing decorations for the special events scheduled for the Annual Conference, to be consistent with the President's vision and Conference theme.
- f. Providing marketing materials for special events scheduled for the Annual Conference to the ED and Communications Team, if applicable, for posting on the

NPI website, social media platforms, or any other sources available for marketing.

5. First Time Attendees

First Time Attendees activities include:

- a. Obtaining a list of first-time attendee delegates registered for the Annual Conference from the ED.
- b. Coordinating a First Time Attendees welcome reception for first time delegates.
- c. Promoting the benefits of NPI to first time attendees, and provide special attention to make attendees feel welcome.
- d. Surveying the first- time attendees after the Annual Conference and obtain feedback on Conference and reception events.

6. VIP Host

VIP Host activities include:

- a. Establishing the VIP list with the ED and President.
- b. Creating VIP invitations with the President.
- c. Ensuring the NPI President's VIP invitations to the Annual Conference are sent to persons designated as VIPs.
- d. Assisting VIPs with complimentary registration for the NPI Annual Conference, in coordination with the ED.
- e. Coordinating the Annual Conference VIP event with the ED and President.
- f. Coordinating VIP seating throughout the Annual Conference with the ED.
- g. Planning and coordinating VIP guest gifts with the ED and President.
- h. Providing special attention to VIPs throughout the Annual Conference, and coordinate any requested assistance with the appropriate personnel.

7. Awards Committee

Awards activities include

- a. Obtaining the list of Presidential Award of Merit recipients from the President.
- b. Obtaining the list of service recognition recipients from the President.
- c. Obtaining the list Honorary Members from the Nomination Committee.
- d. Obtaining the list of Conference Partners from the Partner and Sponsor Committee.
- e. Ordering the Presidential Award of Merit awards and ensure their availability for presentation at the Conference.
- f. Preparing certificates for the Presidential Award of Merit recipients, the service recognition recipients, and Partner recognition and ensure their availability for presentation at the Conference.

**6. Membership, Partners and Sponsors**

*The oversight of the Membership, Partners and Sponsors is vested in the Treasurer.*

a. Purpose

The Membership, Partners and Sponsors Marketing Team shall implement a marketing plan for membership, recruit new members, ensure the retention of members and administer programs and activities that support the membership.

b. Team Member Term

The term of service for each team member will be one (1) year. Individuals are eligible to serve consecutive terms on this committee.

c. Team Composition

The Membership, Partners and Sponsors Team shall consist of a minimum of five members and:

1. Members should represent all public purchasing and supply management specialties

(universities, airports, special districts, counties, cities, etc.) and various regions of the United States (Pacific, Mountain, Central and Eastern), if possible.

2. The Team Chair(s) and Team members will be appointed by the NPI President.

d. ED Responsibilities

1. Provide membership information to the Membership, Partners and Sponsors Team.
2. Upon contact, direct potential members to apply on-line via the NPI website.
3. Process all applications and payments within three business days.
4. New Members
  - a. Within three business days after receipt of payment for membership, the ED will:
    1. Add the member's information to the NPI databases.
    2. Email a welcome letter, and procedures for online access to "Members Only" section of the NPI website (only if they did not apply online).
5. Renewing Members
  - a. Invoices
    1. Six weeks prior to expiration, the ED will prepare and email membership invoices.
    2. 4 weeks prior to expiration, the ED will prepare and mail membership invoices.
    3. During the beginning of January, the ED will prepare and email reminder invoices.
    4. Provide a report to the Membership Chair when reminder invoices are mailed.
  - b. Within three business days of receipt of renewal application or payment, the ED will:
    1. Update the member's information in the NPI membership database.
    2. Confirm logon and password for access to the "Members Only" section of the NPI website.
6. Membership Reconciliation
  - a. Delete individuals from the NPI membership roster if dues are not paid by the NPI deadlines.
  - b. For unpaid members, revoke access to the "Members Only" section of the NPI website.
  - c. Document and maintain membership information for reinstated members.
7. Membership Tracking
  - a. Provide the Team with an updated membership roster and count on a monthly basis, identifying additions and deletions.
  - b. Make recommendations to include, but not limited to marketing membership, process improvements and other initiatives to increase membership.

e. Team Responsibilities for Membership

The Team shall:

1. In collaboration with the ED, develop a marketing plan and define target groups in accordance with the NPI Strategic Plan.
2. Annually review the new member packet and update materials as needed.
3. Ensure the goals, initiatives and action steps of the marketing plan are met.
4. Market NPI membership to individuals that are eligible for membership, according to the NPI Constitution and Bylaws.
5. Maintain a log of potential members, how they were referred, and assign Team members to follow-up with the potential members after 30 days.
6. Obtain a list of non-renewal annually from the ED. Team members will survey non-renewals, inquire about potential replacement members, and record responses to be used

for improvements to recruitment and retention efforts. Members will be notified immediately (via any electronic means available) when they are removed from the membership roster.

7. Survey membership as appropriate to gather information beneficial to recruitment and retention efforts.

f. Team Responsibilities for Nominations

1. Prepare all required documents (i.e. Call for Nominations notice, instructions, Nominee Questionnaire, and Nomination Form for Honorary Membership).
2. Issue a Call for Nominations for Board of Directors, Lifetime Members, and Honorary Members, in the manner prescribed for the current election year, and in accordance with the deadlines established for the current election year.
3. Maintain confidentiality of sources for the nominations.
4. Determine the eligibility of nominators and nominees, based on the most recent Membership Roster, and the most current version of the NPI Bylaws.
5. Submit the slate of candidates to the President, with a copy to the ED, no later than thirty days prior to the election. The slate shall include at least one qualified candidate for each position, and the names of Lifetime and Honorary membership nominees.
6. Present the recommended slate of candidates to the Board for approval, during the next available Board meeting.
7. Coordinate the installation of officers with the President and ED, and provide the installing officer the installation guidelines. The following are examples of persons who may serve as installers:
  - a. Past Members of the BOD
  - b. /Honorary Members
  - c. Past Presidents
  - d. Special Guest approved by the BOD

8. NPI Treasurer and Directors

- a. Nominations may be submitted by any member in good standing for any member meeting the requirements outlined in the Bylaws, and shall be submitted to the Nominating Committee Chair by the stated deadline.
- b. The Nominating Committee will provide the Nominee Questionnaire to all qualified nominees. All eligible candidates must submit a completed Nominee Questionnaire by the stated deadline, in order to be considered.
- c. The Nominating Committee Chair shall establish the schedule of planning, review and recommendation meetings, after appointment of committee members. In no event shall the first planning meeting be later than December 1<sup>st</sup> of each year.
- d. No person other than Committee members or invited potential nominees, shall be permitted to attend Committee meetings.
- e. Only Committee members may be present during Committee deliberations and actions.
- f. The Committee shall complete the deliberations and actions no later than thirty days prior to the election.

9. Honorary Members

- a. Nominations may be submitted for any member in good standing, or by the Board of Directors, for any individual who meets the requirements as outlined in the Bylaws.
- b. The Nominating Committee will provide the Lifetime/Honorary Membership Nomination Form. The completed form shall be submitted to the Nominating Committee Chair by the stated deadline, in order to be considered.
- c. These nominations will be presented on the recommended slate of candidates.

**8. President's Advisory Committee**

*The oversight of the President's Advisory Committee is vested in the Immediate Past President.*

- a. Purpose
 

The President's Advisory Committee shall provide NPI history, guidance, and support to the NPI President.
- b. Committee Member Term
 

The term of service for each committee member will be one (1) year. Individuals are eligible to serve consecutive terms on this committee.
- c. Committee Composition
 

The President's Advisory Committee shall consist of the following:

  1. The Immediate Past President shall serve as the Chair of the President's Advisory Committee.
  2. The Committee shall include a minimum of three NPI Past Presidents, in addition to the Immediate Past President, and will be appointed by the current NPI President.
- d. Committee Responsibilities
 

The President's Advisory Committee shall:

  1. Provide NPI history on various issues, upon request.
  2. Provide guidance on various issues, upon request.
  3. Perform other duties as assigned by the President.
- g. Team Responsibilities for Research, Development and Policy
  1. Review the minutes of each meeting of the Board of Directors, or of the Executive Board, to identify policies and procedures to add, revise or delete in the Manual(s).
  2. Prepare revisions to the Manual(s) and the NPI Constitution and Bylaws, in accordance with the Executive Board's direction.
  3. Ensure that the Manuals, including any proposed revisions, are in compliance with the NPI Constitution and Bylaws.
  4. Revisions to the Manual(s) shall be completed prior to the next scheduled meeting of the Board of Directors, and presented for Board approval.
  5. Revisions to the NPI Constitution and Bylaws shall be approved by the membership.
  6. Provide the ED with the revised Manual(s) and Constitution and Bylaws upon completion of revisions.
  7. The ED shall maintain the most current versions of the Manuals and the NPI Constitution & Bylaws in the Members Only section of the NPI website.
  8. Conduct research as assigned by the President and the Board of Directors.
  9. Perform other duties as assigned by the President and the Board of Directors.
- h. Team Responsibilities for Sponsors and Partners
  1. Support the AEP Officer in AEP Award Program Sponsorship activities and efforts.
  2. Support the Conference Program Team in Conference Partner focus area activities and efforts.
  3. Coordinate with appropriate teams and the ED to ensure that commitments made to Partners and Sponsors by NPI are met.
  4. Coordinate with appropriate teams and the ED to ensure that commitments made to NPI by Partners and Sponsors are being met.

## **Section 6 NPI Representatives**

### **A. Appointment of Representatives to National Councils**

1. The President may appoint a NPI member in good standing to serve on a National Council, in

- accordance with NPI Bylaws.
2. In making appointments to a National Council, the President shall give due consideration to needed technical expertise and other special requirements, and make every effort to appoint members who are clearly qualified.
  3. The President will identify each NPI Representative by posting on the NPI website.

## **B. General NPI Representative Responsibilities**

*The oversight of the NPI Representatives is vested in the President.*

1. The various NPI Representatives will operate in accordance with both the NPI Constitution and Bylaws, and the Policy and Procedures Manual at all times, and maintain the highest ethical standards and professionalism while representing NPI.
2. Participate in the activities of the National Council.
3. Provide written status reports to the assigned Officer, prior to scheduled Board meetings, and as requested by the Executive Board.
4. Participate in all National Council activities as required of representatives by the National Council. If a Representative is unable to participate in an activity, the Representative must notify the NPI President and make reasonable efforts to identify a substitute.
5. Representatives are not required to attend NPI Board of Directors meetings, but are highly encouraged to attend in an effort to become more involved in the governance of the association.
6. Incoming Representatives will work with outgoing Representatives to understand the responsibilities of their roles. Incoming Representatives will request their predecessor provide any documents or guidelines successfully used to establish and accomplish assigned responsibilities.
7. Outgoing Representatives will deliver any reports and records of activities to the incoming Representatives. Outgoing Representatives will communicate any activities and methods used to accomplish assigned responsibilities.

## **C. Specific Representative Responsibilities**

### **3. Chapter Representatives**

#### **a. Purpose**

The purpose of establishing a NPI Chapter is to further promote the achievement of excellence in governmental and institutional procurement through education, certification, professional development and networking of members at a localized level.

#### **b. Representative Term**

The term of service for a Chapter Representative will be one year. Each Chapter will be represented by its elected Chapter President.

#### **c. Representative Responsibilities**

A Chapter Representative shall:

1. Be a NPI member in good standing, or become a NPI member within thirty days of being elected as the Chapter President.
2. Be invited to meetings, and have a voice in all NPI Board of Directors discussions.
3. Present a short report on Chapter activities at the meetings of the Board of Directors, or as otherwise requested by the President.
4. Market the NPI Annual Conference and the Achievement of Excellence in Procurement Award Program to the Chapter members.
5. Encourage Chapter members to join NPI.
6. Perform other duties in accordance with the NPI Policy and Procedures Manual as it pertains to Chapter Formation, and as assigned by the President and Board of Directors.

## **Section 7 Executive Director**

## **A. Purpose**

### **1. Executive Director's Responsibilities**

The NPI Executive Director shall:

- a. Report directly to the President.
- b. Perform duties in accordance with the contract for services.
- c. Perform all duties as assigned by the President, and in accordance with policy and procedures, as established and amended by the Board, and within the parameters of the contract for services.

## **Section 8 Memberships**

### **1. Regular Member**

Regular Members must:

- a. Be currently employed in the field of public procurement at a government, education, healthcare, or institutional agency;
- b. Not be primarily engaged in sales activity and;
- c. Not solicit business on behalf of themselves or their employer during any official NPI activity.

### **2. Honorary Member**

To be considered for Honorary membership, a candidate should:

- a. Have been a member in good standing in NPI for at least ten years;
- b. Be retired from public service;
- c. Have rendered distinguished service to NPI and;
- d. Have rendered distinguished or extraordinary service to the procurement profession.