

TREASURERS' ASSOCIATION OF VIRGINIA



CONSTITUTION BY-LAWS AND CODE OF ETHICS

As Revised June 19, 2018

TREASURERS' ASSOCIATION OF VIRGINIA
founded February 6, 1930

Original Constitution and By-laws adopted
at the 1934 convention.

PREAMBLE

WHEREAS, organization, concert of action and comparison of ideas are necessary to the advancement of any cause, and believing that there is room for standardization of practices and extension of knowledge among county and city treasurers throughout the state, and that this may be best accomplished by a Treasurers' Association of Virginia: Therefore, be it

RESOLVED, that we county and city treasurers from the different counties and cities of the state who are now assembled in the City of Richmond, do hereby organize ourselves into a permanent association for the purpose of accomplishing such results, and that we adopt the following Constitution and By-laws.

CONSTITUTION

Article I NAME

Section A. The name of this organization shall be the Treasurers' Association of Virginia, hereinafter referred to as TAV or the Association.

Article II OBJECTIVES AND DEFINITIONS

Section A. The objectives of this organization are:

1. To unite the treasurers of the counties, cities, and towns of the Commonwealth of Virginia.
2. To encourage mutual assistance among the members of the Association.
3. To encourage standardization of practices.
4. To elevate the standards of professional practice.
5. To uphold the principles of good government.
6. To assist in every honorable way in furthering the interests of its members, and toward bringing about a better understanding among them.
7. To teach that organization, cooperation and reciprocity are better than rivalry, strife and destructive competition.
8. To promote the constant cooperation of the county, city, and town treasurers with other elected and appointed state and local officials.
9. To encourage the application of the highest ethical standards in office, and endeavor, by the exchange of methods and ideas, to increase efficiency.
10. To promote and uphold the Treasurer's Office as an elected Constitutional Office and use our energies and resources to maintain the principle of elected Treasurers.

Section B. Definitions

1. Wherever the word treasurer is used, it shall include the word director of finance of a locality who is charged with the same duty as a treasurer and who believes in the principles set forth in the Objectives and Definitions.

MEMBERSHIP

Section A. Membership shall be classified as Active, Retired/Inactive, Honorary and Associate.

Section B. Any county, city, or town treasurer is eligible for membership on an active basis. Any deputy may act as proxy for his/her treasurer and be entitled to a vote in the deliberation of the Association. The proxy must be in writing and on file with the Secretary of the Association prior to the meeting in which he/she takes part and votes.

Section C. Any county, city, or town treasurer who has held active membership in TAV who does not declare himself candidate for re-election or is not re-elected or re-appointed to the office of treasurer is eligible for retired/inactive status without a vote upon his/her request to the Association and approval of the board and payment of \$10.00 annual dues.

Section D. Any county, city, or town treasurer or any official of the Commonwealth of Virginia or former official of the Commonwealth of Virginia is eligible to be elected honorary member of the Association by a majority of the members assembled at an annual conference.

1. Any member may be suspended or expelled for misconduct in his/her relations to the Association or in the performance of his/her professional duty. The Board of Directors upon recommendation of the Ethics Committee shall take such action.

Section E. Any associate member who has held membership in the TAV through his or her affiliated firm and chooses retirement from that firm is eligible for inactive status without a vote upon his/her request to the Association and approval of the members and payment of \$10.00 annual dues.

Section F. The Association shall be divided into districts. Each member of the Association will also be a member of the district in which he/she resides.

The districts shall be named and comprised of counties, cities, and towns (A town shall be a member of the same district as the county in which it is geographically located in.) as follows:

Tidewater District

Caroline County	Mathews County
Essex County	Middlesex County
King George County	Northumberland County
King & Queen County	Richmond County
King William County	Westmoreland County
Lancaster County	

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Richmond District

Charles City County	Powhatan County
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Chesterfield County
Dinwiddie County
Goochland County
Hanover County
Henrico County
Louisa County
New Kent County

Prince George County
Spotsylvania County
City of Colonial Heights
City of Hopewell
City of Petersburg
City of Richmond

Hampton Roads District

Accomack County
Gloucester County
Isle of Wright County
James City County
Northampton County
Southampton County
Surry County
Sussex County
York County
City of Chesapeake

City of Franklin
City of Hampton
City of Newport News
City of Norfolk
City of Poquoson
City of Portsmouth
City of Suffolk
City of Virginia Beach
City of Williamsburg

Southside Virginia District

Amelia County
Appomattox County
Brunswick County
Buckingham County
Campbell County
Charlotte County
Cumberland County
Greensville County

Halifax County
Lunenburg County
Mecklenburg County
Nottoway County
Pittsylvania County
Prince Edward County
City of Danville
City of Emporia

Northern Virginia District

Arlington County
Fairfax County
Fauquier County
Loudoun County
Prince William County
Stafford County

City of Alexandria
City of Fairfax
City of Falls Church
City of Fredericksburg
City of Manassas Park
City of Manassas

West Central District

Alleghany County
Amherst County
Bath County
Bedford County

Roanoke County
Rockbridge County
City of Buena Vista
City of Covington

Botetourt County
Craig County
Franklin County
Henry County
Patrick County

City of Lexington
City of Lynchburg
City of Martinsville
City of Roanoke
City of Salem

Central Virginia District

Albemarle County
Augusta County
Clarke County
Culpepper County
Fluvanna County
Frederick County
Greene County
Highland County
Madison County
Nelson County
Orange County

Page County
Rappahannock County
Rockingham County
Shenandoah County
Warren County
City of Charlottesville
City of Harrisonburg
City of Staunton
City of Waynesboro
City of Winchester

Southwest Virginia District

Bland County
Buchanan County
Carroll County
Dickenson County
Floyd County
Giles County
Grayson County
Lee County
Montgomery County
Pulaski County
Russell County

Scott County
Smyth County
Tazewell County
Washington County
Wise County
Wythe County
City of Bristol
City of Galax
City of Norton
City of Radford

Section G. The following shall be defined as associate members and may be eligible for associate membership without a vote or the right to hold office upon, (a) application to the Association (b) approval of the Board of Directors with regard to items 1, 2, & 3 and (c) the payment of annual dues as set forth

1. Delinquent Tax Collector (Salaried employees of local governments) \$25.00
2. CPA Licensed in Commonwealth of Virginia \$50.00

3. Firms, Corporations and Financial Institutions

\$250.00

The dues for associate membership shall be due and payable July 1 of each year upon receiving a statement from the treasurer of the Association.

Deputies are associate members; their dues are included with the office dues.

Article IV OFFICERS AND BOARD OF DIRECTORS

Section A. The Officers of this Association shall be President, President-Elect, First Vice-President, Second Vice-President, Secretary and Treasurer.

Section B. There shall be a Board of Directors consisting of the Officers, ten elected board members, District Chairs, the two Immediate Past Presidents and chairperson of the major committees.

Section C. There shall be elected from the active membership ten members to the Board of Directors to be elected by ballot in the same manner as the Officers.

Section D. The President shall appoint a District Chair and Assistant Chair from the members of each District.

Section E. A Nominating Committee appointed by the President shall nominate all Officers and the elected members of the Board of Directors for their respective offices at the annual meeting. Nominations may be made from the floor, and election shall be by ballot. No officer shall be declared elected who does not receive a majority of the votes cast and who does not indicate his/her acceptance. They shall hold office for one year or until their successors have been duly elected.

Section F. Any Officer of the Association who resigns, fails to be re-elected, fails to take office after being re-elected, or for any other reason, fails to hold office as treasurer of his/her county or city shall not hold an office in this Association.

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Article V DUTIES OF OFFICERS AND BOARD OF DIRECTORS

Section A. The President, or in his/her absence or inability to serve, the President-Elect, followed by the First Vice-President, followed by the Second Vice-President, shall be the Chief Executive Officer of the Association. He/She shall preside at all meetings of the Association and of the Board of Directors. He/She shall issue call for all regular and board meetings; shall appoint a Chair from each District; shall appoint committees and carry on any other business of the Association as may be set up in the By-laws of

the Association; he/she shall appoint a parliamentarian to be present at the regular and board meetings and he/she shall appoint an historian for the Association.

The President in partnership with the President-Elect, First VP and Second VP shall prepare and communicate to the membership an "Annual State of the Association Report" which addresses accomplishments, projects in-progress and their status, and present a plan for the Association going forward.

Section B. The President-Elect shall, in the absence of the President, perform the duties of the President with the same authority as would be given the President. In case of the death or resignation of the President, he/she shall become President for the unexpired term. The President-Elect shall serve at the direction of the President. The President-Elect shall serve as a member of the Education Oversight Committee, the Annual Conference Committee, the Nominating Committee, and the Awards Committee.

The President-Elect in partnership with the President, First VP and Second VP shall assist in the preparation of an "Annual State of the Association Report" which addresses accomplishments, projects in-progress and their status, and present a plan for the Association going forward.

Section C. The First Vice-President shall, in the absence of the President and the President-Elect, perform the duties of the President with the same authority as would be given the President. In case of the death or resignation of the President and the President-Elect, he/she shall become President for the unexpired term.

The First Vice-President shall be a member of the Education Oversight Committee, and the Continuing Education Committee. The First VP shall assist in the preparation of the "Annual State of the Association Report".

The Second Vice-President shall perform the duties of the President, the President-Elect and the First Vice-President in their absence. In case of death or resignation of the President, the President-Elect and the First Vice-President, he/she shall become President for the unexpired term.

The Second Vice-President shall be a member of the Education Oversight Committee and the Curriculum Committee. The Second VP shall assist in the preparation of the "Annual State of the Association Report".

The Second Vice-President shall be responsible for all TAV contracts. He/she shall monitor the Association's contracts and inform the President at least one year in advance of each contract's expiration date. In addition when passing the contracts on to his/her successor shall attach a summary report listing the expiration date for each contract.

Section D. The Secretary shall be charged with the duties of handling all recordings of meetings and correspondence of the organization. The duties, in general, shall be as follows:

1. Keep full and accurate minutes of the proceedings of all meetings of the Association and all matters of which the Association shall order a record.
2. The Secretary shall, with the aid and concurrence of the President, conduct the correspondence of the Association.
3. The Secretary shall carefully preserve all records of the Secretary and transmit them without unnecessary delay to his/her successor -- taking receipt for the same from the successor.

Section E. The Treasurer shall be charged with the duties of the handling of all receipts and disbursements of the Association and a proper accounting of the same for the fiscal year period July 1 through June 30. The duties of the Treasurer, in general, shall be as follows:

1. With the aid and concurrence of the Board of Directors, prepare a proposed budget, which is to be submitted to the membership for approval at the annual conference.
2. Shall issue annual statements to each treasurer for their office dues and collect any other financial obligations due the Association.
3. Shall keep the membership accounts and a detailed record of the Association's receipts and disbursements and shall make periodic reports to the membership. These records shall be maintained utilizing the designated accounting software approved by the Association.
4. The Treasurer shall deposit Association funds in a bank of his/her choosing.

5. Shall carefully preserve all records of the Treasurer and transmit them without unnecessary delay, to his/her successor -- taking receipt for same from the successor.
6. The Treasurer shall be required to give bond for faithful discharge of duties, in such sum and with such sureties as may be required by the Board of Directors.
7. Shall be the custodian of all properties belonging to the Association.
8. The Treasurer, in the event of the termination of the Association, shall transfer all cash assets to the Treasurer of the Commonwealth of Virginia and other assets to the State Librarian.

9. The Treasurer shall be responsible for providing required annual documentation to maintain its status as a non-profit organization with the Internal Revenue Service. This responsibility includes compliance with filing requirements of the Association's Annual Income Tax Form 990.
10. The Treasurer shall be responsible for filing any reports, for paying any fees, and for providing any documentation required to maintain the Association's status as a non-stock Virginia corporation.

Section F. The duties of the Board of Directors shall be as follows:

1. The Board of Directors of the Association shall be responsible for administration, through the Officers, of the authorized policies of the Association.
2. The Board of Directors shall have regular meetings at least annually, at the call of the President. Special meetings may be called by the President, or shall be called at the written request of twelve members of the Association in good standing.
3. The Board of Directors shall cause to be paid all authorized expenditures including compensation of officers if any; make recommendations for administrative policies of the Association; and cause an audit to be made of the books of the Association.
4. The Board of Directors shall fill any office that becomes vacant during year for unexpired terms not covered in Article V.

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BY-LAWS

Article I BY-LAWS

Section A. The Association may establish for its future government and regulation such By-laws as do not conflict with the Constitution, as may be deemed proper and desirable.

Section B. These By-laws may be altered or amended at any regular annual conference of the Association by a majority of the members present, provided the Board of Directors has previously considered the amendment. No amendment shall be put to vote unless written notice shall have been mailed or e-mailed to each member at their address or e-mail address of record at least thirty days prior to the regular annual conference at which the amendment is to be voted on and the proposed amendment is stated in said notice.

**Article II
PARLIAMENTARY RULES**

Section A. The rules contained in the current edition of *Robert's Rules of Order, Newly Revised* shall govern the meetings of the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order that the Association may adopt.

**Article III
QUORUM**

Section A. Ten members shall constitute a quorum for the transaction of business at board meetings.

**Article IV
ELECTRONIC MEETINGS AND COMMUNICATIONS**

Section A. Meetings. The Association's Board of Directors and all committees and subcommittees shall be authorized to meet by telephone conference or through other electronic communications media so long as all the members can simultaneously hear each other and participate during the meeting.

Section B. Communication. Unless members indicated otherwise to TAV leadership, all communication required in these bylaws, including meeting notices, may be sent electronically.

**Article V
ANNUAL DUES**

Section A. Each treasurer's office shall pay annual dues to the Treasurer as determined by the population brackets listed below and payable upon receiving a statement from the Treasurer of the Association. The office dues include associate membership for deputies. The statement shall be for the fiscal year July 1 through June 30.

Population	<u>Annual Dues</u>
under 5,000 2,500	\$100.00 110.00
5,001 - 10,000 2,500-4,999	\$100.00 125.00
5,000 - 9,999	\$150.00 175.00
10,000 - 19,999	\$180.00 225.00
20,000 - 29,999	\$205.00 250.00
30,000 - 39,999	\$205.00 300.00
40,000 - 69,999	\$235.00 350.00
70,000 - 99,999	\$260.00 375.00
100,000 - 299,999	\$300.00 500.00
300,000 - 499,999	\$355.00 550.00

over 500,000

~~\$415.00~~ 600.00

Upon payment of his/her first annual dues, a member shall receive a certificate of membership.

Section B. Dues shall be billed on the basis of population figures published by the ~~the~~ Weldon Cooper Center for Public Service at the University of Virginia.

Section C. A member shall be considered a member in good standing upon payment of annual dues and annual submission of his/her signed Code of Ethics and Standards of Performance statement.

Section D. If office dues are not paid, a deputy from said office may join as an associate member upon payment of \$10 annual dues.

Article VI AMENDING THE CONSTITUTION

Section A. This Constitution may be amended at any regular annual conference of the Association at which there is a quorum, by a two-thirds vote of the members present, provided the Board of Directors has previously considered the amendment.

Section B. No amendment shall be put to vote unless written notice shall have been mailed or e-mailed to each member of this Association at their address or e-mail address of record at least thirty days **prior** to the regular annual conference at which the amendment is to be voted on, said notice to state the proposed amendment.

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Article VII APPOINTMENT OF COMMITTEES

Section A. The president of the Association shall appoint committees as follows:

Major Committees

Annual Conference	Innovations and Technology
Education Oversight	Legislative
Continuing Education	Public Relations
Curriculum	Office Accreditation

Minor Committees

Auditing	Ethics
Awards	Membership
Career Development Audit	Nominating
Certification Review	Resolutions
Conference Finance	Retired Treasurers
Constitution & By-laws	Standardization of Practices
Directory (pictures)	Town Treasurers

National & State Association Liaison Committees

Virginia Association of Counties (VACo)
National Association County Collectors, Treasurers, and Finance Officers (NACCTFO)
Virginia Municipal League (VML)
Virginia Association of Local Elected Constitutional Officers (VALECO)
Virginia Government Finance Officers Association (VGFOA)
Commissioners of the Revenue Association of Virginia
Association of Public Treasurers' of U.S. & Canada (APTUS&C)
Office of the Attorney General
Auditor of Public Accounts
Compensation Board
Treasurer of Virginia
Department of Taxation
Department of Motor Vehicles

1. The duty of the Ethics Committee shall be to monitor and assist any Treasurer who may be involved in unethical conduct in relation to the Association or the operation of his or her office.
2. The Nominating Committee shall consist of the President, President-Elect, and the two immediate past Presidents and two members of Association appointed by the President. The Immediate Past President shall serve as Chair.

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3. The President shall have the authority to appoint ad hoc committees.
4. The President may appoint town treasurers to any association committee.
5. The Education Oversight Committee shall consist of the President-Elect, the First Vice-President, the Second Vice President, the Chair of the Education Oversight Committee, the Chair of the Continuing Education Committee, the Chair of the Curriculum Committee, the Chair of the Career Development Audit Committee, the Chair of the Certification Review Committee, one member at large, and the UVA Representative.

The President shall appoint the members of the committees, which shall include in addition to as many other members as the president shall appoint, one Deputy Treasurer, one Town Treasurer, and the UVA Representative. The members of the committees need not be members of the Education Oversight Committee. The Continuing Education Committee shall be in charge of scheduling the educational activities of the Certification Courses, District Meetings, Annual Conference, Deputy Training, and New Officers Training. The Curriculum Committee shall identify and develop courses for the Treasurers' Certification Program and any other educational needs of the Association.

6. The Annual Conference committee shall consist of the President-Elect and three to six other members of the Association appointed by the President to be served in

staggered terms. A member of the Association appointed to this Committee shall serve for a 3-year term with the exception of members appointed for the 2014-15 term. One-third of the members appointed in the 2014-15 term shall serve for one(1) year, one-third of the members shall serve for (2) years, and one-third shall serve for three (3) years. The President-Elect shall be authorized to appoint additional members to serve for a one-year term only. The President-Elect, or his/her designee, shall serve as Chair.

Article VIII Treasurer's Association of Virginia Annual Conference Standing Rules

Rule 1 - Delegate Certification

- (a). The Annual Conference Credentials Committee, directly after the Call to order of the first business meeting, shall report the number of delegates and proxies registered as present with the proper credentials, and shall make a supplemental report after opening exercises at the beginning of each day that business continues.
- (b). A member registered as a proxy may, upon proper clearance by the Credentials Committee, shall be registered as a proper delegate.

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Rule 2 – By-Laws Amendments

- (a) All proposed amendments to the Association's By-Laws shall be referred to the By-laws Committee for review and approved by the Board of Directors prior to the annual conference.
- (b) Any active TAV member may present proposed changes to the By-Laws to the By-Laws Committee.

Rule 3 – Reports

All reports and other material for the permanent record shall be in writing, preferably typed, and immediately on presentation, shall be sent to the Secretary.

Article IX COLOR, SEAL AND DECAL

Section A. The colors of the Association shall be burgundy and gold.

Section B. The seal of the Association shall be round with the name of the Association surrounding the words "Official Seal".

Section C. The decal of the Association shall be a Cavalier encircled with the name of the Association "TREASURERS' ASSOCIATION OF VIRGINIA" with the words "*Dedication*" "*Integrity*" and "*Service*" surrounding the Cavalier.

Article X

CODE OF ETHICS AND STANDARDS OF PERFORMANCE

This Code of Professional Ethics and Standards of Performance ensures a uniform adherence to the Association's longstanding policies related to legal, moral, and professional standards of conduct. The principles set forth in this Code shall govern the conduct of all members of the Association.

TAV Code of Professional Ethics

A member shall:

- Exercise prudence and integrity in the management of funds in his/her custody and in all financial transactions for which he/she is responsible;
- Maintain the good reputation of the profession in a manner which serves the public interest;

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- Uphold the letter and spirit of the law and report violations of the law to the appropriate authorities;
- Observe professional technical standards and continually strive to acquire knowledge and improve levels of competence in treasury management;
- Maintain the highest ideals of honor, integrity, and objectivity in all professional relationships;
- Refrain from knowingly signing, subscribing to, or permitting the issuance of any statement or report which contains any misstatements or which omits any material facts;
- Prepare and present statements and financial information pursuant to applicable law and generally accepted practices and guidelines;
- Respect and protect privileged information to which he/she has access by virtue of his/her office;
- Be sensitive and responsive to inquiries from the public and the media within the framework of state or local government policy;
- Discharge his/her duties without favor and refrain from engaging in any outside matters of financial or personal interest incompatible with the impartial and objective performance of his/her duties;

- Abstain from seeking or accepting personal gain, directly or indirectly, which would influence, or appear to influence, the conduct of his/her official duties, and from using public property or resources for personal or political gain.

TAV Standards of Performance

A member shall:

- Demonstrate and be dedicated to the highest ideals of honor and integrity in all public and personal relationships to merit the respect, trust, and confidence of governing officials, other public officials, employees, and of the public;
- Recognize and be accountable for his/her responsibilities as officials in the public sector;
- Be sensitive and responsive to the rights of the public and its changing needs;
- Strive to provide the highest quality of performance and counsel;

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- Exercise prudence and integrity in the management of funds in his/her custody and in all financial transactions;
- Uphold both the letter and the spirit of the constitutions of the United States of America & the Commonwealth of Virginia, the *Code of Virginia*, and local regulations governing his/her actions and report violations of the law to the appropriate authorities;
- Be responsible for maintaining his/her own competence through continuing education and promote excellence in the public service;
- Demonstrate professional integrity in the issuance and management of information;
- Actively avoid the appearance of, or actual conflicts of interests.

Member Misconduct

The Association shall not accept or condone unethical conduct under any circumstances.

Upon notification to the Board of Directors or President of TAV that a potential violation of any provision of the Code of Professional Ethics or Standards of Performance exists, the president shall charge the Ethics Committee to investigate the charges.

The Ethics Committee will investigate in a timely manner and will recommend to the Board whether the charges are without merit or if they warrant censure, suspension or expulsion from the Association. The final determination lies with the Board of Directors.

Members may appeal the Board's decision or recommendation to the full membership by a called meeting of the Association and petition for reinstatement.