

**NEW YORK PUBLIC ADJUSTERS**  
**ASSOCIATION, INC.**

**CONSTITUTION - BYLAWS**  
**AND CODE OF ETHICS**

## **PREAMBLE**

We, the New York Public Adjusters Association, Inc. in order to establish and maintain the highest professional standards, insure harmonious working relations with one another, promote general welfare, protect our rights and provide means for solving and dealing with our common problems, make this constitution for our Association.

## **ARTICLE I**

### **NAME**

Section 1. The name of the association shall be New York Public Adjusters Association Inc.

## **ARTICLE II**

Section 1. The Association shall be a non profit organization.

## **ARTICLE III**

Section 1. The objects of the Association are:

(a) To unite the Public Insurance Adjusters in New York State for the mutual benefit, protection and interest and for the benefit and protection of the general public.

(b) To advance and protect the interests of its members, to protect their welfare, and to attain a spirit of helpful assistance and cooperation of its members.

(c) To establish and maintain high standards of professional conduct among its members and to study and assist in carrying out the provisions of all laws and regulations pertaining to Public Insurance Adjusters that may be enacted or formulated by the Legislatures and the Insurance Department of New York State.

## **ARTICLE IV**

### **MEMBERSHIP**

Section 1. The membership shall consist of firms whose principals are licensed as Public Adjusters in the State of New York.

Section 2. Each application for membership shall be admitted after a favorable vote of the membership of the organization.

Section 3. The term Public Adjuster shall mean any person who is a licensed Public Adjuster by the State of New York and who is primarily engaged in this practice.

Section 4. There shall be a special class of membership designated as Affiliate Membership for individuals, partnerships, or corporations who are not engaged as Public Adjusters. These shall be non-voting members.

Section 5. Non Resident New York State Licensed Public Adjusters (without a New York State Office) may apply for membership. These shall be non-voting members.

Section 6. Any firm or individual applying for membership must be a Licensed Public Adjuster.

## **ARTICLE V**

### **OFFICERS**

Section 1. The officers of the Association shall consist of a President, Vice-President, Secretary, Treasurer.

Section 2. Officers shall be elected by the members at an annual meeting of the Association for a term of two (2) years beginning July 1st immediately following this annual meeting. Nominations shall take place at a meeting prior to the elections.

Section 3. A person who has served two (2) consecutive two year terms of office as President shall be ineligible to succeed himself as President for the term immediately following the second of said two (2) consecutive terms.

Section 4. Officers shall serve without compensation as such, except for reimbursement for reasonable expenses determined by the Board of Directors. All officers shall be members of the Board of Directors. No two officers shall be elected from one firm.

## **ARTICLE VI**

### **BOARD OF DIRECTORS**

Section 1. There shall be a Board of Directors consisting of five (5) elected members plus the four (4) elected officers making a Board total of nine (9). One of the five elected members shall serve as the Chairman of the Board. Of the five (5) elected members, no two (2) shall be from one firm.

Section 2. All members of the Board of Directors shall be Principals of their firm.

Section 3. The Board of Directors shall have general control of the affairs of the Association and shall assume any and all duties not otherwise designated to hereinafter specified committees.

## **ARTICLE VII**

### **EXECUTIVE DIRECTOR**

Section 1. The Association shall have an Executive Director who shall be a practicing attorney, chosen annually by the Board of Directors, and shall receive such compensation as will be determined, from time to time, by the Board of Directors. The Executive Director need not be a member of the Association.

## **ARTICLE VIII**

### **DUTIES OF OFFICERS**

Section 1. The President shall be in charge of all the affairs of the Association. He shall preside at all meetings of the Association and shall execute all duties usually pertaining to the office of the President, and shall execute and carry out all rules and regulations relating to the administration of the Association. He shall countersign all checks.

Section 2. The Vice President, in the absence or disability of the President shall have and exercise, all the powers and duties of the President.

Section 3. The Secretary shall keep full records of the proceedings of the Association, shall read at each meeting the minutes of the previous meeting and shall keep filed all reports of committees and correspondence of the Association.

Section 4. The treasurer shall receive and hold all funds of the Association, shall pay all bills endorsed by the President and Secretary, and report to the Association the financial standing at each meeting. All disbursements shall be made by checks drawn of the Association's account or accounts, signed by the Secretary or Treasurer and countersigned by the President. He shall deliver to his successor in office all books and monies belonging to the Association.

## **ARTICLE IX**

### **DUTIES OF THE EXECUTIVE DIRECTOR**

Section 1. The duties of the Executive Director shall be those assigned to him by the President and the Board of Directors.

## **ARTICLE X**

### **COMMITTEES**

Section 1. There shall be a Membership Committee consisting of three members of the Association appointed by the President.

Section 2. There shall be a Public Relations Committee consisting of two or more members appointed by the President.

Section 3. There shall be a Constitution and By Laws Committee consisting of two or more members appointed by the President.

Section 4. There shall be a Grievance & Ethics Committee consisting of three members appointed by the President. No two members of this committee shall be from one firm.

Section 5. There shall be an Education Committee consisting of two members appointed by the President.

Section 6. There shall be a Legislative Committee consisting of two members appointed by the President.

Section 7. In addition to the above, the President may create committees and appoint members to serve on said committees that may benefit the Association.

## **ARTICLE XI**

### **DUTIES OF THE COMMITTEES**

Section 1. The Membership Committee shall promptly investigate all written applications for membership and shall submit to the Board of Directors any which are not recommended for acceptance by the Committee, in which event the Board of Directors shall give consideration to and take action upon such applications.

Section 2. The Public Relations Committee shall gather, publish and disseminate such material, data, statements and items of interest as shall be deemed necessary or advantageous in connection with the affairs of the Association, the furthering of its aims and objectives, and the fostering of harmonious relations between the Association and other organizations of the insurance industry as well as the public.

Section 3. The Constitution and By Laws Committee shall study and review the constitution and by laws of the Association and propose amendments and revisions thereof when, in the discretion of said committee it is advisable to do so.

Section 4. The Grievance Committee shall investigate all complaints by or against Members of this Association, or may instigate such investigation upon its own decision. The Grievance Committee shall, upon receipt of a written complaint or upon making a complaint on its own instigation, send written notice of the complaint to the individual or firm complained against. Said individual or firm shall be entitled to defend himself and answer any such complaint or charges against him in writing or by personal appearance at a meeting of the Grievance Committee. All such answers and requests for a hearing on the part of the individual or firm complained against must be made, in writing, no later than fifteen (15) days

after any receipt of the designated notice by such individual or firm from the Grievance Committee.

The Grievance Committee may, after a complaint has been made against any member or his firm, and after such party has filed his defense or has had or waived a hearing, dismiss the complaint in its entirety. If the Grievance Committee shall recommend disciplinary action against any such party, after such party has been given an opportunity to file his defense and/or be heard as aforesaid, or whereby a party complained against has not chosen to defend his position or to request a hearing, such disciplinary action may include suspension and revocation of Membership, or other action as may be determined. In the event that the Grievance Committee shall take disciplinary action against any firm or individual complained against, that party against whom any action is taken may appeal the decision of the Grievance Committee to the Board of Directors for its consideration and action. This must be done by written notice to the Secretary of the Association within Thirty (30) days. In such case, the Board of Directors may affirm the prior decision of the Grievance Committee or may modify or reverse such decision and take such action as it deems to be fair, expedient and just. The Board of Directors shall formulate a disciplinary standard for various offenses and mete penalties in accordance with the severity of the offense and the frequency of the complaint. If any member of the Committee or any individual in his firm is grieved upon, he shall be disqualified from serving.

Section 5. The Education Committee shall propose plans and programs for the benefit and education of the membership. It shall, in its discretion, formulate symposiums and guest speakers as well as any special events it may deem to further the business relations and knowledge of the Public Adjusting profession.

Section 6. The Legislative Committee shall seek, receive and disseminate information and advise as to existing or propose legislation or regulations affecting the membership, and shall recommend to the Board of Directors of the Association the procedure to be followed in any situation in which action by the Association shall be advisable.

## **ARTICLE XII**

### **MEETINGS OF THE ASSOCIATION**

Section 1. The Association shall meet bi-monthly at a place determined by the Membership at the preceding bi-monthly meeting or by the Board of Directors. These meetings shall take place on the third Wednesday of each month.

Section 2. The annual meeting of the Association shall take place in May or June.

Section 3. A special meeting may be called at any time by the Board of Directors providing at least three (3) days written notice is given to each member.

Section 4. Proceedings at any meeting shall be according to "Roberts Rules of Order" notwithstanding the Constitution and By-Laws of the Association.

Section 5. Eight (8) or more voting members shall constitute a quorum and a majority of the vote of the members present shall be necessary to authorize any act of the Association.

Section 6. Each principal member in attendance at a meeting shall have one vote with four votes being the maximum for any one firm.

Section 7. Five (5) or more Board members shall constitute a quorum for a Board of Directors meeting and a majority vote of those present shall be necessary to authorize any act on behalf of the Association.

Section 8. Affiliate Members may attend Association meetings only, at the discretion of the President, but they may not vote.

### **ARTICLE XIII**

#### **DUES**

Section 1. The Board of Directors shall have exclusive powers to determine and establish the amounts and classification of annual dues and assessments of the Association for each fiscal year.

Section 2. A newly admitted member shall have his dues prorated on a quarterly basis.

Section 3. Any member firm who is six (6) months in arrears shall receive a written notice from the Secretary that unless their dues and assessments are paid within thirty (30) days, they shall be suspended from membership.

Section 4. Once suspended, an applicant must pay all back dues and assessments due at the time of suspension before being considered for membership.

### **ARTICLE XV**

#### **AMENDMENTS TO CONSTITUTION AND BY-LAWS**

Section 1. The fiscal year of the Association shall begin July 1<sup>st</sup> of each year and shall end June 30<sup>th</sup> of the following year.

Section 2. The Board of Directors shall have a budget presented and approved by May 1<sup>st</sup> of each year.