

# Florida Association of Public Insurance Adjusters' Bylaws



## PREAMBLE

We, the Florida Association of Public Insurance Adjusters, in order to establish and maintain the highest level of professional standards and services, for the purposes of protecting our rights and the rights of insured's throughout the State of Florida, to provide a means for solving and dealing with our common concerns, to insure harmonious working relations with one another and promote general welfare, adopt these Bylaws for our Association.

## ARTICLE I

### NAME

*Section 1.* The name of the Association shall be the Florida Association of Public Insurance Adjusters. (FAPIA)

## ARTICLE II

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

## ARTICLE III

*Section 1.* The objectives of the Association are:

(a). To organize the Public Insurance Adjusters of the State of Florida to better serve the interests of the insured citizenry of the State and to help facilitate the expeditious and proper handling of insurance losses and claims.

(b). To unite the Public Insurance Adjusters of the State of Florida for their mutual benefit, education and protection, as well as to benefit and protect the general public.

(c). To establish and maintain high standards of professional conduct and efficiency 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

## **Florida Association of Public Insurance Adjusters' Bylaws**

formulated by the U. S. Government or by the Florida Legislature and Insurance Department of the State of Florida.

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

(e). To become a source of consultation regarding industry issues for the Florida Department of Insurance.

### **ARTICLE IV**

#### **SEAL**

*Section 1.* The seal of the Association shall be decided by the Board of Directors.

### **ARTICLE V**

#### **PUBLIC INSURANCE ADJUSTER**

*Section 1.* The term, Public Insurance Adjuster, shall mean any person who is licensed by the State of Florida to act as a Public Insurance Adjuster.

### **ARTICLE VI**

#### **MEMBERSHIP**

*Section 1.* Full Membership: Individuals, who of good character act, as public insurance adjusters, as previously defined in Article V, and who fulfill all other requirements of the Association, shall be eligible for membership.

*Section 2.* Associate Members: Any non-licensed individual including a public adjuster apprentice, of good character who pays the membership fee and services the Public Insurance Adjusting Profession:

- a. Associate membership is not available to:
  1. Any individual whose license has been suspended or revoked by the appropriate governmental authority.
  2. Any individual, corporation, or entity who is in the business of building construction including its employees and/or representatives.
  3. Any insurance restoration company including its employees and/or representatives who hold themselves out to perform insurance repair work, emergency services, remediation and the like.

## **Florida Association of Public Insurance Adjusters' Bylaws**

4. Any individual who acts as a Building Damage Estimator and works independently of and not employed by a public adjusting firm. A Building Damage Estimator while in the employ of a public adjusting firm is eligible to join as an Associate Member.
- b. Associate members cannot be elected to any position on the Board of Directors.
- c. Associate members do not have voting rights and cannot serve on any standing committees.

*Section 3.* Any Public Insurance Adjuster whose license has been suspended or revoked by the Florida Department of Financial Services shall have their membership of this organization suspended for the same period of time.

*Section 4.* Any Public Insurance Adjuster whose license has been suspended by the Department of Insurance, of any state, more than once, individually or cumulatively, is ineligible for membership for a period equal to that suspension.

*Section 5.* Florida State Licensed Non-Resident Public Insurance Adjusters are eligible for membership in this Association. This type of designated member is not eligible to serve as an Officer of this Association, however may serve on the Board of Directors as one of the elected members who hold no office. Only one Florida State Licensed Non-Resident Public Adjuster may serve on the Board of Directors at any given time.

*Section 6.* Only members who hold the designation of Public Insurance Adjuster may attend FAPIA's Business Meeting unless invited by majority agreement of the Officers and Board of Directors.

*Section 7.* A member can be expelled or the person's membership can be suspended by a vote of 2/3 of the directors after hearing the Ethics Committee's recommendations after the member has been given the opportunity to respond and be heard.

### **ARTICLE VII**

#### **OFFICERS**

*Section 1.* The Officers of the Association shall consist of a President, President-Elect, Vice President, Treasurer, and Secretary, all in ascending order.

*Section 2.* Officers shall be elected by the members at each Annual Meeting of the Association for a term of one (1) year beginning immediately following each Annual Convention.

## **Florida Association of Public Insurance Adjusters' Bylaws**

*Section 3.* With the inception of the “Ladder” at the initial election, each Officer will be elected individually for that office which he or she is nominated. Subsequent to this election and after performing satisfactory service in that office for the term of one year, each Officer shall ascend to the next office in the following year. The President shall leave office after his term of one year. With the ascension of all other Officers, the Office of Secretary will be left open. New individual members will then be nominated for the Office of Secretary for the upcoming year. A slate of Officers will be presented at the Annual Convention and shall include the newly ascended Officers into their respective positions with the nominee for Secretary. At that time, competing nominees for Secretary and the seven (7) non-officer Board Members can be submitted by the membership and voted on accordingly. A majority vote by the membership present at the meeting will induct the new slate of Officers into office.

*Section 4.* Officers shall serve without compensation. All Officers shall be members of the Board of Directors.

*Section 5.* Officers and any member of the Board of Directors can be removed from office for just cause by a 2/3 vote by the entire Board of Directors present at a duly noticed meeting.

*Section 6.* No person who is employed by the same Public Adjusting firm, in which an Officer is also employed, shall be eligible to be elected as the immediate successor to any such Officer on the conclusion of his/her term in office. Employment changes, at mid-term, will not nullify the Officer’s service.

### **ARTICLE VIII**

#### **DUTIES OF OFFICERS**

*Section 1.* The President shall be in charge of the affairs of the Association. He/she shall preside at all meetings of the Association, shall execute all duties usually pertaining to the Office of President, and shall execute and carry out all rules and regulations relating to the administration of the Association. The President has the authority to establish new committees as he/she sees fit. The President shall also be the Officer in Charge of the Legislative Committee as is herein described.

*Section 2.* In the absence or disability of the President, the President\_Elect shall have and exercise all of the powers and duties of the President.

*Section 3.* The Vice-President shall perform duties as are delegated to him/her by the President. He/she shall be the Officer in Charge of the Ethics Committee as is herein described.

## **Florida Association of Public Insurance Adjusters' Bylaws**

*Section 4.* The Treasurer shall provide a quarterly report to the Board of Directors as to the funds of the Association and shall report to the Association, concerning its funds, at each Annual Convention or upon request of the President. All disbursements shall be made by checks drawn on the account or accounts of the Association. Each check of the Association for the sum in excess of One Thousand Dollars (\$1,000.00) shall require the signature of any two of the following persons the President, Treasurer, and/or a board member, officer or past president as appointed by the board for that purpose for that calendar year. Each check of the Association for less than One Thousand Dollars (\$1,000.00) shall require the signature of the President, the Treasurer, or a board member, officer, or past president as appointed by the board for that purpose for that calendar year. He shall deliver to his successor in office all records in his possession belonging to the Association. The Treasurer shall coordinate his duties and cooperate with the President, as well as provide all documents as are reasonably requested, to the President or the Board of Directors. The Treasurer shall be the Officer in Charge of the Membership Committee as is herein described.

*Section 5.* The Secretary shall keep records of the proceedings of the organization as directed by the President, and shall deliver to his successor in office all books and papers belonging to the organization which are in his/her possession. He/she shall read at each meeting the minutes of the previous meeting. He/she shall perform such duties as may be delegated to him/her from time to time by the President. The Secretary shall be the Officer in Charge of the Public Relations Committee as is herein described.

### **ARTICLE IX**

#### **DUTIES OF PRESIDENT-ELECT**

*Section 1.* The duties of the President-Elect shall be those assigned to him by the President and the Board of Directors, and to specifically assist in the planning of events and matters of the Association for the upcoming year for which the President-Elect will serve as President. The President Elect shall be the Officer in Charge of the Convention Committee as is herein described.

### **ARTICLE X**

#### **BOARD OF DIRECTORS**

*Section 1.* The Board of Directors shall consist of the five (5) Officers, seven ( 7) non-officer Members, and all Past-Presidents, whose duties shall be to supervise all affairs of the Association. All members of the Board shall have one (1) vote each. The Past-President's Committee will have one (1) collective vote. A majority of the voting members of the Board of Directors shall constitute a quorum for the transaction of business and the President shall preside as Chairman at all meetings of the Board of Directors. At the time of their election, the Officers and seven (7) non-officers of the Association shall not, at the same time, include more than two (2) persons from the

## **Florida Association of Public Insurance Adjusters' Bylaws**

same Public Adjusting Firm. The Board of Directors shall meet a minimum of four (4) times per year: once, each, at the Annual and Semi-Annual Conventions, along with one (1) quarterly meeting scheduled after each convention, but before the other. The Board of Directors shall serve without compensation.

Section 2. A member of FAPIA in good standing is eligible to be considered for a position of the Board of Directors after having been a member of the organization for a minimum of three consecutive years; a public adjuster for five years; and having served on a FAPIA committee for one year.

Section 3 – In the event of the death, resignation, removal or disqualification of a member of the Board of Directors during his or her term, a successor will be appointed by the Board of Directors. Resignation from the Board of Directors must be in writing. A member may be removed due to excessive absences from duly noticed Board of Directors meetings. Excessive absences are defined as BOD members must attend at least 75% of BOD meetings and that a member cannot miss more than one meeting per quarter. If a BOD member fails to meet this requirement, the BOD will have the authority to replace that person if it so chooses.

Section 4 -- The seven (7) non-officer Board of Directors members shall serve a term of three (3) years. Beginning in 2011, two (2) non-officer members will be elected for a three-year term. In 2012 another two (2) non-officer members will be elected for a three-year term, and in 2013 another three (3) non-officer members will be elected for a 3-year term. In subsequent years, the elections will follow this 2, 2, 3-member pattern. Any non-officer Board of Director whose term expires may submit an application for another board position. There is no limit on the number of terms a Board of Directors member may serve.

### **ARTICLE XI**

#### **COMMITTEES**

*Section 1.* There shall be six (6) standing committees designated to serve. They are as follows: Membership, Ethics, Public Relations, Convention, Legislative, and Past-Presidents. The duly charged goals of each committee, with their Officers in Charge, are a part of these Bylaws by attachment.

*Section 2.* Members of all committees shall be appointed by the incoming President for the upcoming year of service at the incoming President's inauguration meeting.

*Section 3.* The Officer in Charge (OIC) of each committee will be its Chairman whose duty it will be to direct the activity of their respective committee. Additionally, the OIC will direct the preparation of its committee's Activity Reports, that will be created for presentation at quarterly, semi-annual, and annual meetings.

## **Florida Association of Public Insurance Adjusters' Bylaws**

*Section 4.* Each committee shall work to meet the goals set by the ~~President~~ [Board of Directors] and work to enhance the goals of this Association.

*Section 5.* Any committee member may decline appointment or may resign his/her appointment to any committee giving his/her resignation to the President.

*Section 6.* A special nominating committee shall exist to nominate the new slate of Officers and Directors, including the new “ladder” entry for Secretary. This committee will consist of the Past Presidents one (1) and two (2) years removed, the outgoing President, the ascending President, and the ascending President Elect, the Vice President, the Treasurer and the Secretary. The nominating committee must interview ladder nominees. To be eligible for nomination to the ladder, a Board Member must serve for a minimum of two (2) years on the FAPIA Board.

### **MEMBERSHIP COMMITTEE**

*OIC – Treasurer*

The goals of this committee are to increase membership, maintain a current membership list, and to ensure quality control in the application process.

### **ETHICS COMMITTEE**

*OIC – Vice President*

The goals of this committee are to review the Code of Ethics and Conduct as required by the Florida Department of Financial Services (DFS), Florida Association of Public Insurance Adjusters (FAPIA), and Florida Statutory and Administrative Requirements, making sure that FAPIA is in compliance with all DFS standards.

### **PUBLIC RELATIONS**

*OIC-Secretary*

The goals of this committee are to prepare news releases on Association business, to assist as needed with, the Association’s Newsletter and website, and to assist as needed with any needed PR or advertisements at the time of any major catastrophe.

### **CONVENTION**

*OIC-President Elect*

The goals of this committee are to organize and prepare the Annual and Semi-Annual Conventions, as well as to ensure quality educational opportunities at the conventions.

# Florida Association of Public Insurance Adjusters' Bylaws

## LEGISLATIVE

### *OIC-President*

The goals of this committee are to network with DFS officials to track and discuss any pending legislation in the State Legislature, as well as to ensure coordination with any Lobbyist working on behalf of the Association.

## PAST PRESIDENTS COMMITTEE

### *OIC-Immediate Past President*

The goals of this committee are to provide special counsel to the president and take on special projects as are designated by the president. All past presidents shall be entitled to attend and participate in all Board of Directors meetings without individual votes. However, the committee shall have one (1) vote as a body. Majority vote, within the committee, shall be cast as the committee's vote by the most Immediate Past President.

## ARTICLE XII

### MEETINGS OF THE ASSOCIATION

*Section 1.* The Association shall have an Annual and Semi-Annual Convention in each calendar year, at a time and place determined by the Board of Directors.

*Section 2.* Special Meetings may be called by the President, the Board of Directors, or upon written request of ten (10) members of the Association.

*Section 3.* Notices of the Annual and Semi-Annual Convention shall be mailed to each member no less than thirty (30) days prior to such meeting. Each notice shall state the place, fees, and date of the meeting and so far as practicable, shall outline the business to be transacted. Notice of each Special Meeting, stating the date and place of such meeting and the business proposed to be transacted therein, shall be mailed to each member no less than ten (10) days prior to the date of such meeting. No business shall be transacted at any Special Meeting other than that specified in the notice.

*Section 4.* Proceedings at any meeting shall be according to "Roberts Rule of Order" under the direction of the President or his or her designate.

*Section 5.* Voting at each regular or Special Meeting shall be by Members present in person, and each present Member, who is entitled to vote pursuant to Article X shall have one (1) vote.

## **Florida Association of Public Insurance Adjusters' Bylaws**

*Section 6.* Ten percent of the Members entitled to vote shall constitute a quorum at any meeting and a majority vote of the voting Members present shall be necessary to authorize any act of the Association, unless otherwise provided herein.

### **ARTICLE XIII**

#### **INITIATION FEES AND ANNUAL DUES**

*Section 1.* Initiation Fees: There shall be no initiation fee for members of the Association unless approved at a meeting by a majority vote of members.

*Section 2.* The Board of Directors of the Association shall have exclusive powers to determine and establish the amounts and classifications of Annual Dues of the Association for each Fiscal Year.

*Section 3.* Invoices for the renewal dues shall be mailed to all members two months prior to the deadline, each year. Renewal dues are payable within sixty (60) days. From the conclusion of the Semi-Annual Convention forward, any new members joining the Association will be invoiced a charge for dues at one-half the rate for a full year's membership. Any member who has non-renewed his/her membership, due to lack of payment, upon rejoining the Association, will be required to pay a full one (1) year rate to regain their membership, regardless of the date they are paying. Any member delinquent with their dues in the current year, will be required to pay a full one (1) year rate to regain their membership, regardless of the date they are paying.

*Section 4.* Arrearages: Each member whose dues are not paid within sixty (60) days of billing, shall be notified by the Secretary that unless his/her dues and assessments are paid before the Annual Convention, he/she will be suspended from Membership and ineligible to vote. Any member who shall not have paid dues by the date of the Annual Convention, after notice has been mailed by the Secretary, as provided herein, shall be automatically suspended from Membership and ineligible to vote. However, if such delinquent member shall pay his dues after such suspension, the delinquent member shall be automatically reinstated.

### **ARTICLE XIV**

#### **FISCAL YEAR AND BUDGET**

*Section 1.* The fiscal year of the Association shall be set and established by the Board of Directors for this Association.

*Section 2.* The Board of Directors shall prepare a budget for the immediately ensuing fiscal year, specifying the estimated revenues of the Association, the amounts to be appropriated and expended for the purposes and activities of the Association. The

## **Florida Association of Public Insurance Adjusters' Bylaws**

Board of Directors may amend the budget, from time to time, during any fiscal year of the Association.

### **ARTICLE XV**

#### **AMENDMENTS**

*Section 1.* Amendments or additions to the Bylaws may be made at any Annual Convention or Special Meeting, or any other Meeting of the Association designated for such purpose by the President of the Association, by a two-thirds (2/3) vote of all the Members present, after having been submitted by written notice at least thirty (30) days previously to the Membership. Any proposed change to the Constitution or Bylaws must be approved by a majority vote of the Officers, Board of Directors and Past President's Committee before the change can be presented to the membership and voted upon. Failure to reach a majority vote by the Officers, Board of Directors and Past President's Committee shall determine the change to be unworthy of a full membership vote. Amendments shall become effective immediately upon approval. Recommended Amendments shall be made in writing and may be made by any committee, the Board of Directors, or any Member. The Legislative Committee shall be responsible for recording all approved changes into the Bylaws and distributing same to the Membership.