

## **SOUTH ALABAMA PURCHASING ASSOCIATION**

### **BY-LAWS**

#### **ARTICLE I: PURPOSE**

The objective of **SOUTH ALABAMA PURCHASING ASSOCIATION**, hereinafter referred to as "the Association" is to work toward association relationships among its members for the purpose of joint bidding which will result in lower costs to the participants on commonly used commodities, lower administrative costs, promote interchange of information on purchasing problems, and advance purchasing professionalism through the exchange of ideas and experiences.

#### **ARTICLE II: MEMBERSHIP**

Membership is open to all public entities that are subject to the State of Alabama Competitive Bid Law (Code of Alabama, §41-16-21.1 and §41-16-50), and other entities that choose to be governed by the provisions of the **SOUTH ALABAMA PURCHASING ASSOCIATION** Intergovernmental Agreement.

Each member shall designate a representative from its respective entity to serve as a member of the Advisory Board of the Association. Each participating unit of government shall determine the manner of selecting its Advisory Board representation; it is recognized that personnel with the responsibility associated with the purchasing process would be more suited as a representative. Each member of the Advisory Board shall have one vote in matters to be voted on.

The Chairperson of the Advisory Board shall be elected by majority vote of those present. The chairperson shall have signature authority for the Association in the matter of hiring the Coordinator. The Advisory Board shall hire a coordinator of the association. The Advisory Board shall determine the hiring process for the position of Coordinator. The Coordinator shall be designated as the purchasing agent for the Association. The Coordinator shall be hired on a one-year renewable contract, spelling out duties and compensation. The Advisory Board has the power to terminate the contract of the coordinator according to the provisions of the contract. The duties of the Chairperson shall be:

1. Preside over all meetings
2. Represent the Association when required
3. Exercise signature authority for the Association
4. Assign tasks to members as required
5. Cast the deciding vote, in case of a tie

The Coordinator may hire personnel as needed and allowed by the budget of the association including but not limited to an Administrative Assistant. The duties of the Administrative Assistant will be to:

1. Maintain a written record of the proceedings of all meetings.
2. Assist the Chairperson in setting of meetings
3. Assist the Chairperson in other duties as assigned

The Advisory Board shall have a Finance Committee consisting of the founding members' representatives that shall consider budgetary matters to be submitted to the full Advisory Board for approval annually. The Finance Committee of the Advisory Board shall be governed by the same rules as the Advisory Board, with the Coordinator serving as the chairperson.

### **ARTICLE III: MEETINGS**

Meetings of the Advisory Board are to be held periodically at a site designated by the Coordinator. The Advisory Board will discuss commodity needs, specifications, schedules, bid tabulation, bid awards, and vendor problems.

### **ARTICLE IV: JOINT BIDS**

Participation by any member of the association on a particular bid is voluntary. Each member reserves the right to accept the association bid award and to increase or decrease quantities to meet that entity's needs.

Members of the Association who commit to participate in the joint bid should make every attempt to support the award. However, the member's ability to support the award must be done in a manner that would be in its entity's best interest.

When a member commits its quantities and agrees to participate in a joint bid, it has a moral obligation to use the resultant contract. Failure to use the contract could jeopardize the other participating members of the Association's prices and services due to decreased volumes, and misinformation to the vendor. Participants must consider their responsibility to serve the public's best interest. Members of the Association must approach association purchasing opportunities with a professional management outlook.

Any new members may be permitted to "sign-on" to an Association Contract, subject to approval of the Coordinator.

### **ARTICLE V: PROCEDURES FOR JOINT BIDS**

The host agency, through the Coordinator of the Association will be responsible for being the awarding agency for all association bids. The staff of the purchasing department of the host agency will assist the Coordinator in preparing the required documents for the bid award. The staff of the host agency will not be required to perform any work related to the Association without prior approval of the host agency's Advisory Board member. The host agency shall provide office space, accounting services, telephone, computer/internet access and facsimile access, and other operating support to the Coordinator as agreed upon by the Coordinator and the Chief Executive of the host agency.

Responsibilities of the Coordinator in relation to joint bids:

1. Survey all members of the Association to solicit the following information:
  - a. intention to participate

- b. volume of commodity
  - c. brand or model number
  - d. delivery location
  - e. sources of supply
  - f. current price
  - g. expiration date of current contract
2. The coordinator will summarize the survey results. If summary information is ambiguous or unclear, the coordinator will attempt to obtain clarification.
  3. The coordinator will coordinate and advertise for all bids for the Association, receive bids, open bids and within fifteen (15) days following bid opening, submit to all Association members a tabulation of all bids and recommendation as to the lowest responsive and responsible bidder. The Coordinator in the presence of at least 2 members of the Advisory Board will do the opening, analysis and award of all bids.

## **ARTICLE VI: ADDITIONAL DUTIES OF COORDINATOR**

In addition to duties described in Article V, the Coordinator of the Association shall visit each participating member on a regular basis. The Coordinator will assist the members in the total purchasing process and will provide training as needed in purchasing techniques, competitive bid law compliance, and specification writing. The Coordinator will also be available to assist in special purchases of commodities and services not feasible for association purchasing.

In addition to above duties described in Article V and herein in this Article, the Coordinator shall represent the Association at purchasing conferences, workshops, and seminars to obtain information and ideas on improving cooperation and communication of the Association.

In addition to duties described in Article V, the Coordinator shall provide an annual report to the Advisory Board. This annual report shall include information on the performance of the Association and to suggest changes in the budget, operations, and procedures of the Association.

In addition to duties described in Article V, the Coordinator shall receive and spend funds for the establishment and operation of the association.

In addition to duties described in Article V, if a member does not pay its annual assessment, then the host agency within 45 days of the billing date the coordinator shall contact the member to determine the reason for nonpayment. The member then has 45 days from that contact date to pay the due amount in full, unless otherwise agreed upon by the coordinator and the agency in question. If after the 90 days from the billing date, the member has not paid in full, the coordinator will remove the name of the agency from all association contracts and will notify all vendors that the agency is, by law, not allowed to use the association contracts.

## **VII: CONTRACT ADMINISTRATION**

The Coordinator will notify the successful vendor of the award. Each participating member of the Association will assume sole and complete responsibility for its own procurement, delivery, storage, and payment for any commodities purchased under this joint bid. All participating members must reference the invitation to bid number or contract number on all purchase orders to the successful vendor.

**ARTICLE VIII: AMENDMENTS**

All proposals to amend, alter or repeal any part of the By-Laws will be presented to the membership of the Advisory Board not less than thirty (30) days prior to the meeting that would consider such change. At the designated meetings of the Advisory Board, the membership may by two-thirds (2/3) majority vote of the members present, amend, alter, or repeal any part of the By-Laws, adopt new By-Laws, providing that such change to the By-Laws would not be inconsistent with any laws, ordinances, resolutions, regulations, or infringe on the rights of a third party.

ADOPTED THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 200\_\_

CHAIRPERSON

SECRETARY

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ATTESTED

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