

Virginia State Claims Association

Article I

NAME

Section 1. The name of this Association shall be the "Virginia State Claims Association."

Article II

OBJECT

- Section 1. To ensure better understanding and to promote professional and social intercourse in the insurance industry.
- Section 2. To provide an organization to facilitate an interchange of ideas and information on subjects of common interest.
- Section 3. To assist members in enabling themselves to render their companies reliable and professional service.
- Section 4. To adopt and enforce a code of ethics compatible with the best interests to all in our profession.
- Section 5. To discourage and combat attempts that might be made by any individual or groups espousing the ideas of bargaining and unionization. This Association shall not support or engage in any practice that would make it an agent in idea or fact for such groups or organizations.

Article III

MEMBERSHIP

- Section 1. There shall be five categories for membership.
- A. Active membership shall be composed of all persons actively engaged in the supervision, adjustment, investigation and settlement of all types of insurance claims. Claims investigators and adjusters for self-insurers shall be in this category. In order for attorneys to be eligible, approximately 80 percent of their practice must consist of defense work. It shall be a requirement that any member of the Virginia State Claims Association also be a member of a local Association where such is in existence. If there is no such local chapter, individual members shall be considered for membership by filing an application and stating that there is no chapter in Virginia available to them.
- B. A life membership may be awarded to any active member having at least ten continuous years paid membership who has rendered exceptional and meritorious service to the State Association. Dues will not be required. Lifetime members shall be accorded full privileges of active membership if they are members of a local association, or otherwise qualify under Article III, Section I-A. If they are not, then they may attend meetings and social functions sponsored by this Association, but are not allowed to hold office or vote. Written petitions for nominations for life-time membership shall be submitted to the membership committee for appropriate consideration and recommendation to the Board of Directors. The Board of Directors by their approval shall pass the petition on to the membership who shall be called upon to vote on the nomination at the annual state meeting.

- C. Non-resident membership shall be available to those individuals residing out of the state of Virginia. Should the applicant meet the requirements of "A. Active Membership," they shall be accorded all privileges of active members including the right to vote and hold office in this Association. If the applicant does not meet the requirements of "A. Active Membership," they shall be accorded all privileges of active members with the exception of the right to vote and hold office in this Association.
- D. Associate membership shall be comprised of such professions and vocations directly connected with the insurance industry. They may attend meetings and social functions sponsored by this Association, but are not allowed to hold office or vote. Each applicant to be considered on his own merits.
- E. Honorary membership shall consist of any person who is outstanding in his profession or in civic work in the community where he resides. They may attend meetings and social functions sponsored by this Association, but are not allowed to hold office or vote. It is not required that they belong to a local chapter.

- Section 2. Any eligible person for membership shall submit to the Membership Committee a written application and upon recommendation of the Membership Committee, the Board of Directors will vote on such application. A majority vote of those present shall be required to enroll a member.
- Section 3. Active membership of this Association shall not interfere in any manner with the activities or affairs of any local Association. They will operate as separate distinct entities and the Virginia State Claims Association has no jurisdiction over the local chapter.
- Section 4. Withdrawal of any local Association member shall be accomplished by a two-thirds vote of the body's membership at any of their regular meetings. Notification of the body's withdrawal from this Association shall be submitted in writing within sixty (60) days to the Secretary of Virginia State Claims Association.
- Section 5. The withdrawal of affiliation by local chapter from this Association shall not be binding upon any individual member of the local Association wishing to continue his membership in the Virginia State Claims Association. The individual is only required to notify this Association in writing of his or her intention to continue their membership.
- Section 6. Forfeiture of active membership shall occur when there is a failure to pay dues within ninety (90) days after the due date. Each individual case is reviewed by the Board of Directors. They may allow an extension of time for the payment of these dues, but it shall be limited to a period of sixty (60) days from a regular meeting of the Board of Directors. Reinstatement of membership will be made on full payment of the arrears of such dues without penalty or further imposition.
- Section 7. Membership may be terminated in this Association for disregard or infraction of the By-Laws and Constitution of this Association, or acts which would constitute anything inconsistent with the ethics, behavior and aims of this Association, or a deliberate act committed against a city, state or the U.S. Government, wherever performed. Charges against such members shall be presented in written form together with affidavits or sworn witness testimony and presented to the Board of Directors. The members so charged shall be afforded the opportunity to answer such charges in person and introduce such evidence relative to his defense. At the time such charges are brought, such membership of the accused shall be suspended until such time as the Board of Directors renders a decision, which is final. Should the charges be against an officer or board member of this Association, he will be relieved of his duties and a substitute officer or board member shall be appointed by the Board of Directors. If in the judgment of the Board of Directors the accused shall be innocent, full reinstatement shall follow immediately, at which time the appointment of the substitute office or board members shall terminate. All records will be confidential.

ARTICLE IV

OFFICERS

- Section 1. The officers of the Association shall be President, President-Elect, Vice-President, Secretary and Treasurer. The office of Secretary and Treasurer may be held by one person, or at the option of the members, by two individual persons.
- Section 2. The election of the President-Elect, Vice-President, Secretary and Treasurer shall be the preferred order of business at the annual meeting of the Association. They shall be elected by a majority of votes cast by those at the annual meeting of the Association.
- Section 3. Each officer shall take office by the first day of January next following the annual meeting and shall continue in office until his successor is elected.
- Section 4. The Board of Directors shall appoint by majority vote an officer or Board member to fill an unexpired term.

ARTICLE V

DUTIES OF OFFICERS

- Section 1. The President shall preside at all meetings of the Association and shall have the power to call special meetings when necessary. He shall notify all concerned of the time and place of any special meeting called by him.
- Section 2. The duties of the President-Elect shall be to preside when the President is absent and shall be responsible for the functioning of the standing committees with the assistance of the Vice-President.
- Section 3. The Vice-President shall assume the responsibilities of the President and the President-Elect in the absence of both.
- Section 4. The Secretary shall notify the membership of the time and place of all meetings; take minutes of all business meetings; handle correspondence on behalf of the Association; keep an active register of membership, showing their names and addresses; and perform all of the duties ordinarily incidental to the office of Secretary. The original set of By-Laws are to remain in the custody of the Secretary.
- Section 5. The Treasurer shall handle all financial affairs of the Association; collect the dues voted by the membership and spend the same in accordance with the direction of the vote of the membership of the Board of Directors; and keep an accurate record of all receipts and expenditures. The Treasurer shall keep an accurate register of all members showing payments of dues.

ARTICLE VI

BOARD OF DIRECTORS

- Section 1. The duly elected officers and one representative from each local chapter shall comprise the Board of Directors. The local representative shall be called a Director and will be chosen by the local chapter. This individual could also be an elected officer of the Association, but it is not mandatory. The President shall be Chairman of the Board. The immediate Past President shall serve on the Board for a period of one year in an ex-officio capacity.
- Section 2. The Directors shall assume office at the same time as the Officers and serve for a period of one year. They may serve additional years at the option of their local chapter.
- Section 3. The Board of Directors shall have a general control of all matters relevant to the Virginia State Claims Association with full power to act therein. Each local chapter will have one vote on the Board of Directors to be exercised by the Director, or his proxy, who must be an active member of the Virginia State Claims Association. The President shall have an independent vote in the event of a tie.
- Section 4. The Board of Directors, in addition to regular duties, shall comprise the Grievance Committee.

ARTICLE VII

MEETINGS

- Section 1. There shall be at least four meetings each year of the Board of Directors, one held during each quarter. The time and place of such meetings shall be designated by the Board of Directors.
- Section 2. Special meetings of the Board of Directors to be called by any such member of the Board of Directors by directing a letter to the Secretary of this Association designating the time and place for such meeting. Ten (10) days written notice to each board member is required before a special meeting may be called.
- Section 3. A quorum shall consist of the elected or appointed state director of each association. If a quorum is not present the standing Executive Board shall make the vote with the limitation of each Association having one vote, with the exception of the President as the presiding officer.
- Section 4. The annual meeting of this Association shall be held at a time designated by the Board of Directors. There will be a business session reviewing the affairs of the Association to include an election of officers and the designation of a time for their installation.
- Section 5. A majority of the active members enrolled as attending the annual meeting shall constitute a quorum.

Section 6. Special meetings of the Association may be held at the discretion of the President, with a minimum of ten (10) days written notice to each board member, designating the time and place of such meeting.

ARTICLE VIII

COMMITTEES

Section 1. It shall be the duty of the President upon accession of office to appoint the standing Committee Chairman. He shall also appoint such special committees as authorized by the membership or Board of Directors during his term of office. The Committee Chairman may appoint their own members to serve on these committees.

Section 2. The standing committee's duties shall be:

A. **PUBLICATION**

To draw up a one or more publications of current events, news items, insurance topics, and all other topics of interest pertinent to our profession, and distribute them to each member in good standing.

B. **MEMBERSHIP**

To increase the membership, to investigate the qualifications of applicants for membership, and report recommendations thereon to the Board of Directors.

C. **PUBLICITY AND PUBLIC RELATIONS**

To issue such items of news to the press and the public which in its opinion faithfully and accurately chronicle the activities of this Association; to cultivate and maintain good will with public officials and other organizations; to work in conjunction with the publication committee so that all members will be fully apprised of our activities.

D. **LEGISLATIVE**

To keep the members of the Association advised of national, state and local laws that have been passed affecting the interest of this Association.

E. **EDUCATION**

To encourage all members to participate in insurance courses such as the Insurance Institute of America (IIA) and the Chartered Property Casualty Underwriter (CPCU), and any other course or educational material that would in any way broaden the adjuster's knowledge and ability.

F. CONVENTION AND PROGRAM

To arrange an annual convention to be held in conjunction with the annual meeting; to provide a program to discuss subjects of interest and value to the members.

G. BY-LAWS

To review the BY-LAWS annually and make such revisions as necessary so that they are always current. Any revisions are to be immediately attached to the master copy.

H. SCHOLARSHIP

To maintain a scholarship fund to aid in the education of the children of its members at the college and graduate school level.

ARTICLE IX

DUES

Section 1. All active members as defined in Article III, Section 1-A, shall pay as dues TWENTY DOLLARS (\$20.00) per member annually, to be paid by March 31 of each year. All other membership shall pay annual dues of TWENTY DOLLARS (\$20.00). Total membership as of December 31 of the proceeding year determines amount owed by each member chapter for the forthcoming year.

ARTICLE X

PROCEDURE OF MEETINGS

Section 1. ORDER OF BUSINESS

- A. Roll call
- B. Reading of Secretary of Minutes of previous meeting
- C. Report of Treasurer
- D. Reports of Committees
- E. Reading of membership applications and action thereon
- F. Unfinished business
- G. New business
- H. General discussion
- I. Program
- J. Adjournment

At the discretion of the President, the order of business, as stated above, may be varied provided it is not inconsistent with the normal order of business to be conducted at the meeting.

Section 2. The conduct of the meeting of the Association shall be governed by Roberts Rules of Order, Revised, when not in conflict with its Constitution and BY-LAWS.

ARTICLE XI

AMMENDMENTS

Section 1. Proposed amendments to the Constitution and BY-LAWS must be submitted in writing to the President or Secretary shall notify the Director of each Association of the proposed amendment by certified mail or personal service no less than 30 calendar days prior to the next Board meeting. A simple majority affirmative vote to the Board is necessary for a proposed amendment to be submitted to the general membership for consideration at the next annual meeting where a two-third vote of the active members present and voting shall be required for passage.

ARTICLE XII

ANTI-TRUST STATEMENT

Section 1. The Virginia State Claims Association Antitrust Statement

This statement is designed and adopted to prevent any violation of antitrust laws at the meetings, conferences, and other events of the Virginia State Claims Association.

Members and attendees at Virginia State Claims Association events should keep in mind that their respective companies maybe competitors in the marketplace, and therefore members and attendees should exercise care during presentations, discussions and communications of any kind to avoid topics that might impact the competitive marketplace and could later be misinterpreted as evidence of collusion. Accordingly, at all educational, social, and business events connected with the Virginia State Claims Association, there should be no discussion or agreement, formal or informal, expressed or implied, as to any matters which might give rise to an allegation of a violation of antitrust laws. These include, but are not limited to, the following:

- information concerning current or future rates, discounts, surcharges, rate structures or classifications, losses, expenses or other costs, profits, current or future product design or coverage, any current or future terms of sale or other marketing practices; current or future underwriting practices or eligibility for insurance, or any other aspects of the operations of any individual company;
- information concerning prices or labor rates charged by, or doing business with, certain suppliers or service providers for the insurance industry;
- information concerning any forms of joint or cooperative action which may have an adverse effect on any person or organization;
- any other matters on which insurers, claims adjusters, and other professions and vocations connected with the insurance industry ordinarily compete with each other.

All participants in any discussion or correspondence are obliged to speak up immediately for the purpose of preventing any discussion falling outside the bounds indicated by these guidelines. Participants are also further advised to raise questions they may have about these guidelines to the Officers prior to engaging in any questionable discussions.

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