

**CONSTITUTION AND  
BY LAWS  
OF THE  
KANSAS  
AUCTIONEERS  
ASSOCIATION, INC.  
(KAA)**

(Revised November 2013)  
(Reprinted November 2013)

## **PREAMBLE**

Whereas, it is necessary, in order to fit ourselves for the responsibility of Auctioneers, to cultivate the spirit of cooperation, to improve our profession and protect the interest of the Auctioneer, and to protect the public against unscrupulous practices, therefore, be it resolved, that we do constitute ourselves THE KANSAS AUCTIONEERS ASSOCIATION, INC. and do adopt for our government the following Constitution, By Laws, Rules and Regulations.

## **CONSTITUTION**

### **ARTICLE I**

#### **Name**

The name of this organization shall be THE KANSAS AUCTIONEERS ASSOCIATION, INC. Its office shall be in the city which shall be determined by the Board of Directors, or in the city in which the duly elected Secretary resides.

### **ARTICLE II**

#### **Objects**

The aims, objectives, and purposes of this Association shall be as follows.

- (1) To promote and advance the Auction profession
- (2) To protect the interests of the members of the Association in all matters of legislation
- (3) To help and assist at all times in elevating the auction profession through technical training, instruction, exchange of ideas, practices, advertising, and publicity
- (4) To exclude all questions of immorality, sectarianism, or politics, excepting as the latter is essential to the discussion of political topics relating to our Association
- (5) To go to the assistance of another member when due to conditions over which he/she has no control, in helping to the best of one's ability in the conduct of an auction or in any other way or manner your judgment may dictate
- (6) To strive at all times to make the public more auction minded by promoting the advantages of selling at auction, conducting charity auctions, utilizing publicity and media exposure, and by being an Association ambassador at all times before the public
- (7) To exercise the privilege, when appropriate to do so, of using the organization's influence as and when the occasion presents itself, in protest against existing or proposed legislation designed to place unfair or burdensome limitations upon the members, all state Auctioneers organizations and / or Associations and upon the auction method of marketing or bartering

### **ARTICLE III**

#### **Membership**

Any auctioneer who is honest, upright, worthy of confidence, of good moral character, and recommended by a member may apply for membership.

In addition, all new members shall make the following proclamation, either verbally or in writing, "I solemnly swear or affirm that I will faithfully conform to the Constitution and By-Laws, and the Code of Ethics of the Kansas Auctioneers Association Inc."

As the above requirements may be amended from time to time, members including honorary members, shall be approved by the Board of Directors provided that the Board of Directors may delegate its authority to act on membership applications to the President and Executive Director.

## **ARTICLE IV**

### **Officers**

The officers of this Association shall be the President, President Elect, Vice President, and the Executive Director. The Association shall also have a Secretary and a Treasurer, each to be appointed by and serve at the pleasure of the Board of Directors. The same person may hold the office of Executive Director and the position(s) of Secretary and/or Treasurer.

## **ARTICLE V**

### **Officers and Directors**

**(1) General Powers**

The business and affairs of the association shall be managed by the Board of Directors.

**(2) Number**

- (A) The number of Directors shall be twelve (12), and shall consist of the Executive Committee comprised of the President, the President Elect, the Vice President, and the Executive Director (non-voting member) inclusive, plus the Outgoing President as Chairman of the Board and seven (7) directors.
- (B) The President shall appoint a Past President to a one (1) year term upon the KAA Board of Directors as a director with full rights and privileges to make motions, to second other motions made, and to vote upon any and all business before the Board.
- (C) The addition of a Past President upon the Board of Directors and the reduction of Board Positions filled annually, per Sub. (3) below, will result in the number of Directors changing as follows – twelve (12) in 2013 and eleven (11) in 2014, with the number remaining at eleven (11).

**(3) Election and Term of Office**

- (A) The President, President Elect, Vice President, and Chairperson of the Board shall hold office as Directors as long as they hold their respective offices.
- (B) Upon completion of the current President's term per KAA procedure, the President Elect shall automatically assume the office of President.
- (C) The retiring President shall, upon expiration of his/her term, automatically become Chairperson of the Board for a term of one (1) year. The chairperson's primary duties will be Chairperson of the Election Committee and to serve the president for one (1) year as needed.
- (D) To be eligible for election to the office of Vice President a member must have served at minimum one (1) three (3) year term on the KAA Board of Directors.
- (E) To be eligible for the office of President Elect, a member must meet the requirements for the office of Vice President and have served a minimum one (1) term as Vice President.
- (F) The terms of office of all directors, outside the Executive Committee, shall be three (3) years and such terms shall be staggered so that two (2) directors are elected annually.
- (G) At each annual election of Directors, a sufficient number of Directors shall be elected to replace Directors whose terms have expired, or whose offices as Directors have been vacated and left unfilled by the Board of Directors.
- (H) The Board of Directors shall have sole discretion in determining if a vacated Director position shall be filled by a Board appointee or left vacant until the next annual election of Directors.
- (I) In the event that a member is appointed to assume a vacant Director position, that Director shall hold office only for the time remaining in the previous Director's unexpired term.

**(4) Succession**

- (A) In the event that the President is unable to perform the duties of office as prescribed by Article VI of this Constitution and By-Laws or otherwise fulfill part or all of his/her term of office due to illness, death, resignation, removal from office by the Board of Directors, etc. then the immediate Past President/Chairperson of the Board shall be requested, by the Board, to fulfill the remaining term of the President's office until the installation of the new President at the next election of Officers and Directors.
- (B) In the event that the President Elect is unable to perform the duties of office as prescribed by Article VI of the Constitution and By-Laws or otherwise fulfill part or all of his/her term of office due to illness, death, resignation, removal from office by the Board of Directors, etc. the President and Chairperson of the Board shall be requested, by the Board, to serve a second term in his/her current positions due to the absence of a qualified individual to ascend into the office of President through normal progression by KAA policies and procedure.
- (C) In the event that the Vice President is unable to perform the duties of office as prescribed by Article VI of the Constitution and By-Laws or otherwise fulfill part of all of his/her term of office due to illness, death, resignation, removal from office by the Board of Directors, etc. then the following steps shall be taken.
  - i. Providing that there were two (2) or more candidates for the office at the previous general election, then the candidate receiving the second most votes in the election shall be contacted by the Election Committee chairperson, at the Board's direction, and requested to fill the vacant position for the remainder of the term. If that individual declines the position, the chairperson shall continue down the list of Vice Presidential candidates in the order of the number of votes received until the position is accepted or the list of candidates is exhausted.
  - ii. If the office is vacated, without a secondary candidate from the previous election, prior to the annual KAA summer get-together and sufficient time exists per KAA policy and procedure, then the membership shall be notified of the vacancy, the position opened for nominations, a special general-membership meeting called for the summer get-together, and an election conducted to fill the vacant position.
  - iii. If the office is vacated, without sufficient time prior to or after the annual KAA summer get-together, then the office shall remain vacant until the next general election of officers; at which time both the offices of President Elect and Vice President shall be opened for nominations. Any candidate for the office of President Elect must meet all requirements for Executive Office, as outlined in Article V Sect. 3 of this document.
  - iv. If there are no nominations for the office of President Elect, or if a candidate cannot be secured once nominations close, then the outgoing Chairperson of the Board shall be requested by the Board to fill the vacant position as a voting member for a period of one (1) year. At the next annual progression of the executive chairs, the positions of President and Chairperson of the Board shall be filled per Sect. 4(B) above.

**ARTICLE VI**

**Duties of Officers and Directors**

**(1) President**

- (A) It shall be the duty of the President to preside at all meetings of the Association to enforce a due observance of the Constitution, the By-Laws, and the Rules and Regulations; to decide all questions of order; to offer for consideration all motions regularly made; to call special meetings; appoint all committees not otherwise provided for; to govern the administration of this Association at all times and be accountable to the membership for the efficient and businesslike administration that is expected of him/her; to authorize to his/her subordinates the appointment and selection of the necessary clerical help to complete the work now before them or that may hereafter be necessary for the proper conduct and efficiency of their respective offices; to conduct all meetings in absolute decorum at all times; and to make no motion or amendments, nor vote on any question or motion unless the members present be equally divided, when he/she shall cast the deciding vote.

(2) **Vice President**

- (A) It shall be the duty of the Vice President together with the Executive Director, or a committee selected by the Vice President and approved by the Executive Committee, to select the Convention Site for his/her term as President and ascertain the cost of convention facilities along with prices of rooms and cost of banquets and any other expenses which may come under convention expenses.
- (B) In no event shall any bills be recognized by the convention committee that are not authorized or approved by the Executive Committee; at no time shall any member execute any contract or agreement obligating the KAA financially or otherwise without the approval of the Board of Directors.

(3) **President Elect**

It shall be the duty of the President Elect to preside in the absence of the President and to perform the duties of that office and to perform whatever duties the President may so direct.

(4) **Executive Director**

- (A) It shall be the duty of the Executive Director to have charge of the State Headquarters office.
- (B) If also serving as Secretary, he/she shall attend all meetings and record all votes and minutes of all proceedings, register the names of the members, issue all notices required, receive all applications for membership and record same; and when approved for membership, shall answer all communications except those requiring the attention of the various officers and will furnish at all times any communications requested for any expenditures made in the performance of his/her duties; and perform such other duties as the President may direct.

(5) **Treasurer**

- (A) It shall be the duty of the Treasurer to receive all monies of the Association and keep a written statement thereof, and he/she shall make no payments without the Secretary's approval of each and every bill and item that requires payment thereof.
  - i. Any and all drafts written on Association accounts, in an amount to be determined by the Board, shall require at least two (2) signatures for validation.
  - ii. Those signatures may be from the secretary and the treasurer, if they be separate individuals, or from the secretary/treasurer, if they are one and the same, and from any other KAA member so approved by the Board of Directors.
- (B) The treasurer shall keep the Association books available at all times for auditing and will render a financial statement of the Association whenever called upon by the Officers and Directors.

**ARTICLE VII**

**Amendments to the Constitution**

Every proposed amendment to this Constitution and By-Laws hereunto annexed must be handed to the President in writing, who shall publish the same to the Board of Directors, and at the next regular meeting called for that purpose it may be adopted by a majority of all the members of the Board of Directors present and voting, and shall be ratified by a majority vote of the membership present and voting at the annual convention or a special General Membership meeting called by the Board of Directors.

**ARTICLE IIX**

**Dissolution**

Upon the dissolution or winding up of the affairs of this Association, the Board of Directors, after providing for the payment of all obligations, shall distribute any remaining assets to the National Auctioneers Association or, within its discretion, to any other non-profit tax exempt organization.

## BY-LAWS

### ARTICLE I

- (1) This Association shall hold its general membership business meeting once a year at a time and place agreed upon by the Board of Directors.
  - (A) A special meeting of the General Membership may be called, if requested in writing to the President and approved by a majority vote of the KAA Board of Directors. The purpose of said meeting shall be limited to only those matters for which the meeting was called.
    - i. The membership shall be notified a minimum of two (2) times and at least thirty (30) days prior to the meeting of the date, time, location, and purpose of said meeting; the first notification to be published in the official KAA publication and the second notification to be by email, US mail, or a combination of the two (2).
    - ii. The proposed changes, if approved by the majority present, shall become effective immediately.
- (2) A minimum of one (1) over one-half (1/2) of the occupied board positions at any meeting of the Board of Directors shall constitute a quorum.
- (3) At the written request of three (3) members of the Board of Directors the President shall be required to call a special meeting of the Board. Business transacted at the special meeting shall be only that which relates to the purpose for which the meeting is called.

### ARTICLE II

#### Inaugurations of Officers

At the inauguration of each officer, he/she shall be required to make the following affirmation; "I do hereby solemnly promise that I will faithfully discharge the duties of my office to the best of my knowledge and ability."

### ARTICLE III

#### Responsibilities of Members

The following affirmation shall be required of each person becoming a member, "I do hereby solemnly promise that I will faithfully conform to the Laws, Rules and Regulations set down in the Constitution of this Association and to further declare that I entertain no ill will toward any member."

### ARTICLE IV

#### Termination of Membership

- (1) **Resignation:** Any member may resign from the Association by delivering a written resignation to the President or Secretary of the Association.
- (2) **Suspension; Reprimand; Expulsion:** The Board of Directors, by majority vote of those present at a duly called meeting at which a quorum is present, may suspend, reprimand or expel any member considered guilty of unethical conduct, violation of the Code of Ethics of the Kansas Auctioneers Association, Inc., or for such other reasons as the Board of Directors, in its sole discretion, deems that in the interests of the Association the membership be terminated. The decision of the Board of Directors in such regard shall be final.
- (3) **Rights of Members:** The right of a member to vote or to participate in any activities of the Association shall cease on termination of his/her membership.

## ARTICLE V

### Classification of Membership

#### Membership in this Association shall be classified as follows:

- (1) **General Member:** Anyone directly involved in the auction business as an auctioneer. General Members receive full voting rights and are eligible to serve as a director.
- (2) **Affiliate Member:** Anyone directly or indirectly involved in the auction business who is not an auctioneer or while not engaged in the auction business, have interest requiring information regarding the auction industry and are in sympathy with the objectives of the Association. Affiliate members will have no voting rights and are not eligible to serve as a director.
- (3) **Retired Member:** Retired Membership may be granted by The Board of Directors upon written request of the member. Any member considering he/she's self-retired or conducting minimal auctions may be eligible. Retired members shall have voting rights and will pay one half of the annual dues.
- (4) **Honorary Member:** Honorary Membership may be granted by the Board of Directors to members and non-members in recognition of any outstanding service rendered for or in behalf of this Association or the Auction Profession. Honorary members shall not be required to pay dues or have voting privileges.

**Individual Membership:** I understand that if my application is accepted I will have the following rights and be entitled to the following benefits:

- (1) A one year membership in the KANSAS AUCTIONEERS ASSOCIATION, INC.
- (2) A One Year subscription to "The Sunflower"
- (3) The right to voice my opinion on all questions and proposals presented for the consideration of the General Membership
- (4) The right to submit (in the prescribed manner) proposals to and for the consideration of the General Membership of the Association
- (5) The right to participate in the activities and government of the KANSAS AUCTIONEERS ASSOCIATION, INC. by exercising my right to vote according to accepted parliamentary rules and the rules and By Laws of the Association

**I hereby agree to abide by the By Laws, Code of Ethics, Rules and Order of the Association and findings of its regularly authorized officers and committees.**

**It is understood that if for any reason membership by the said Association is not approved upon consideration of the Application then membership will not be granted nor accepted on this Application and the total fee will be returned immediately.**

\_\_\_\_\_  
Signature of Applicant

Address: \_\_\_\_\_

City: \_\_\_\_\_ St: \_\_\_\_\_ ZIP: \_\_\_\_\_

Sponsor: \_\_\_\_\_

# CODE OF ETHICS KANSAS AUCTIONEERS ASSOCIATION, INC.

## PREAMBLE

The public auction subjects all possessions to equitable public appraisal and competitive offer and thereby determines fair and current value of all personal goods and estates.

The Auctioneer is the master of procedure and conduct of the public auction. He/she is a confidant of the public and an instrument of community progress and development. Such functions impose grave responsibilities and duties beyond ordinary business policy to which he/she must dedicate himself/herself and strive to maintain the highest standards of his/her profession and share with his/her fellow Auctioneers a common responsibility for its integrity and honor.

Accepting the Golden Rule as his/her standard, the Auctioneer pledges himself/herself to observe the Law of God and of the Land in all his/her dealings and to conduct his/her business in accordance with the following Code of Ethics adopted by the Kansas Auctioneers Association.

## PART I - PROFESSIONAL RELATIONSHIPS

### Article 1:

In the best interest of the public, of his/her fellow Auctioneers, and of his/her own business, the Auctioneer should be loyal to the Kansas Auctioneers Association, Inc.

### Article 2:

The Auctioneer should so conduct his/her business as to avoid disputes with his/her fellow members or Auctioneers. In the event of a controversy between two members of the Kansas Auctioneers Association Inc., he/she should not resort to a lawsuit, but rather submit his/her differences to arbitration by the Kansas Auctioneers Association, Inc. and the decision of such arbitration should be accepted as final and binding.

### Article 3:

Where a member is charged with unethical practice, he/she should promptly and voluntarily place all the pertinent facts before a proper committee for investigation and report.

### Article 4:

A member should never publicly criticize a fellow member or competitor, and where an opinion is especially requested it should be rendered in conformity with strict professional courtesy and dignity.

### Article 5:

A member should not solicit the services of an employee of a fellow Auctioneer without his/her knowledge and consent.

### Article 6:

In the best interest of society, of his/her associates, and of their own business, the Auctioneer should at all times be loyal to the Kansas Auctioneers Association, Inc. and active in its works, and he/she should willingly share with his/her fellow members the lessons of his/her experience.

## PART II - RELATION TO CLIENTS

### Article 7:

In justice of those who place an interest(s) in his/her hands, the Auctioneer should endeavor to keep abreast of business conditions, to keep informed in matters of law and proposed legislation affecting such interests, so as to give intelligent business advice and effective service.

### Article 8:

In accepting the sale of real or personal property, the member pledges himself/herself to be fair to both seller and buyer and to protect the owner's interests as he/she would his/her own.



**Article 9:**

When consulted for an appraisal of value or liquidation problem, a member should give a well-considered opinion that reflects expert knowledge and sound judgment, taking requisite time for study, inquiry and deliberation. His/her counsel represents a professional service which he/she should render in writing and for which he/she should make a reasonable charge. A member should not undertake to give an appraisal or offer an opinion on any proposition on which he/she has direct or even indirect interest(s) without a full disclosure of such interest(s).

**Article 10:**

Before accepting a sale, it is the duty of the Auctioneer to advise the owner intelligently and honestly regarding the market value of the business or proposition and the reasonable chance of selling at value or above.

**PART III RELATIONS TO THE PUBLIC**

**Article 11:**

It is the duty of every member to protect the public against fraud, misrepresentation or unethical practices in connection with sale, disposal or liquidation of any real or personal property the Auctioneer is called upon to dispose of at public auction.

**Article 12:**

It is the duty of a member to ascertain all pertinent facts concerning every sale for which he/she is engaged, so that in offering he/she may avoid error, exaggeration, and misrepresentation.

**Article 13:**

An Auctioneer is a confidential trustee of the information given by the seller or gained by him/her through relationship and the Auctioneer must never disclose the gross receipts of a sale or other information without the consent of the seller.

**Article 14:**

No special conditions, real or assumed, or inducements or directions from anyone relieve the member from his/her responsibility to strictly observe the Code of Ethics in letter and spirit.