

ASSOCIATION FOR COMPENSATORY EDUCATORS OF TEXAS

CONSTITUTION (Revised April 2009)

ARTICLE I NAME

The name of the non-profit organization shall be The Association for Compensatory Educators of Texas hereinafter referred to as the Association or ACET.

ARTICLE II PURPOSE

The purposes for which ACET is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(c) (3) of the Internal Revenue Code of 1986, or corresponding provision of any future United States Internal Revenue law.

ARTICLE III MEMBERSHIP

Section 1 Voting Active Members

Voting active members shall be professional and non-professional employees of public or non-public schools, agencies, or institutions who function as administrators, teachers, supervisors, or coordinators of compensatory education programs; or others who support compensatory education programs through training or other means.

ARTICLE IV MEETINGS

This Association shall hold one regular meeting in the fall and one in the spring. Additional meetings may be held at the discretion of the Executive Council.

ARTICLE V OFFICERS

Section 1

The elected officers of the Association shall be chosen from the voting membership and shall include the following:

- a. President
- b. President-Elect
- c. Vice-President for Membership
- d. Secretary
- e. Treasurer
- f. Twenty (20) Regional Directors

Section 2

The positions of Parliamentarian and National Association of Federal Education Program Administrators (NAFEPA) representative will be appointed by the President. These positions are non-voting positions on the Executive Council.

Section 3

The President-Elect shall be elected for a one-year term and serve as President the following year. The Vice-President for Membership, Secretary and Treasurer shall be elected for two-year terms. The Vice-President for Membership and Secretary shall be elected in even-numbered years. The Treasurer shall be elected in odd-numbered years.

Regional Directors of even-numbered regions shall be elected in even-numbered years. Regional Directors of odd-numbered regions shall be elected in odd-numbered years.

Section 4

The Executive Council shall consist of the officers, the Immediate Past President and Regional Directors.

Section 5

The Executive Council shall have the power to fill the office of President-Elect, Vice-president for Membership, Secretary, or Treasurer should a vacancy occur during the term. Should the President not be able to fulfill his/her duties, the President-Elect will also assume the duties of President.

Regional director vacancies shall be filled by the Alternate, who was elected at the same time as the Regional Director. Should that person not be available to serve, the members from that district will be asked to meet and elect a new representative to the Executive Council in time to attend the next meeting.

ARTICLE VI EXECUTIVE DIRECTOR

An Executive Director shall be employed by the Association at a salary commensurate with work performed.

In the event a vacancy occurs in the position of Executive Director, the Past Presidents' Advisory Committee shall interview candidates for that position and make recommendations to the Executive Council to fill the vacancy.

ARTICLE VII AMENDMENTS

This constitution may be amended at any annual meeting for the transaction of official business by vote of two-thirds of the voting active members replying, provided in either case written notice has been given thirty (30) days prior to the time of voting. The Executive Council shall have the responsibility and authority to make any necessary adjustments in the Constitution and By-Laws for compliance with the chartering laws of the State of Texas and the regulations of the Internal Revenue Service.

ARTICLE VII QUORUM

Section I

A majority of the voting members present at the Executive Council meeting shall constitute a quorum of the Executive Council so long as it is not less than twenty-five percent (25%) of the council membership.

ARTICLE IX COMMITTEES

Section 1

- a. The President shall appoint such committees, with concurrence of the Executive Council, as he/she may deem advisable for carrying on the work of the organization.
- b. Standing committees of the Association shall be:
 1. Constitution and By-Laws
 2. Publicity
 3. Nomination/Elections
 4. Program Planning
 5. Awards
 6. Legislative
 7. Past Presidents' Advisory Committee
 8. Scholarship
 9. NAFEPA representative
 10. Registration Committee

Section 2

The President shall be an ex-officio member of all committees except the Nomination/Elections Committee.

ARTICLE X EXPENDITURES

The funds of the Association shall be disbursed only in accordance with the annual budget adopted by the Executive Council that shall have power to transfer unused balances from one item in the budget to another. The Treasurer shall work cooperatively with the Executive Director in the receiving and disbursement of the funds of the Association, and with the Executive Council shall make an annual accounting to the Association during the October Conference.

The Executive Director shall have an annual audit prepared by an outside audit firm or CPA and these results will be shared with the Treasurer prior to being given to the Executive Council. Whenever possible, the Executive Director and the Treasurer will meet in person or via conference call with the audit firm or CPA to discuss the results of the audit. The Executive Director and Treasurer will jointly prepare a statement of financial standing which will be given to members of the Association at the October meeting.

The association will maintain a minimum fund balance of \$150,000. Should unforeseen circumstances occur and the balance falls below this figure, it will be unacceptable for the fund

balance to drop below \$142,500, which is 5% of the \$150,000.00. Reasons for the shortfall must be reported to the Executive Council and the membership.

ARTICLE XI RULES OF ORDER

Except where contrary to mandates specified in the Constitution and By-Laws, Robert's Rules of Order (revised) shall govern all meetings of the Executive Council and of the Association.

ARTICLE XII DISPENSATION OF FUNDS

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction, in the county in which the principal office of the organization is then located, exclusively for such purposes.

ARTICLE XIII AFFILIATION OF LOCAL REGIONAL UNIT

Section 1

Local regional units whose purposes and policies are consistent with those of ACET may, upon written application, become affiliated with the state association upon the approval of the Executive Council. This written application shall include a statement of the local regional unit's purposes and policies.

Section 2

Affiliated local regional units shall submit to ACET any changes in purposes and policies within sixty (60) days of such action.

Section 3

Affiliation of local regional units may be terminated upon request by the local regional unit or by the ACET Executive Council when the local regional unit's purposes and policies are not consistent with those of ACET.

ASSOCIATION FOR COMPENSATORY EDUCATORS OF TEXAS

BY-LAWS

April 2009

ARTICLE I DUES AND FEES

Section 1 Dues

- a. All qualified members shall be eligible for active membership upon receipt of payment of annual dues and meeting the requirements of the Constitution. Membership dues shall be part of the conference registration fee. Individuals desiring to become members after a conference may pay a membership fee of \$20.00.

Section 2 Fees

A procedure for pre-registration for each conference shall be established. The amount of the pre-registration fee and the registration fee at the conference shall be determined by the Executive Council.

ARTICLE II MEMBERSHIP YEAR

The payment of annual dues shall entitle each member to membership from September 1 to August 31. The fiscal year shall begin January 1 of any given year and continue through December 31.

ARTICLE III MEETINGS

The Association shall hold at least one regular fall and one regular spring meeting each year. The election of officers shall be held at the fall meeting. Special meetings may be called by the Executive Council. All meetings shall be work sessions continued with a business session to allow official regular action to be taken on matters of the Association.

ARTICLE IV ELECTIONS

Officers shall be elected as follows:

Section 1

The Nomination/Elections Committee shall prepare a list of candidates for each position of President-Elect, Vice-President for Membership, Secretary and Treasurer. The President-Elect

shall automatically become President the following year. The permission of each candidate must be secured prior to his/her name being nominated.

In order to run for the position of President-Elect or Treasurer, the person must have served for a least two full years in one or more of the following positions: a Regional Director, served as Secretary or Vice President of Membership, served as the Chairperson of one of the standing committees or served on the Program Planning Committee.

Regional Directors shall be elected by the respective regional members. If during the election process there is a tie vote, the regional members will take another vote via secret ballot. If that vote results in a tie, then the two people will draw for the position. The person who is not selected as the representative will become the alternate regional director.

Officer designees and Regional Directors shall have been voting members of the Association for a period of not less than two membership years.

Section 2

Provision shall be made for nominations from the floor for the positions of President-Elect, Vice-president for Membership, Secretary and Treasurer provided prior permission is secured from the person nominated.

Section 3

Candidates receiving a majority of the votes shall be declared elected. In the event that no candidate receives a majority of the votes on the first ballot, additional ballots will be cast until a candidate receives a majority of votes. In such subsequent ballots, the slate of candidates will consist of those candidates, ranked by percentage of votes cast, who collectively received a simple majority of the vote's cast. In the event only one candidate is placed in nomination for an office, that candidate may be elected by voice vote of the assembly (VIVA VOCE).

Section 4

The newly elected officers shall assume their duties immediately after the fall meeting at which they are elected.

Section 5

In the event that the President-Elect, Vice-president for Membership, the Secretary, or the Treasurer cannot complete his/her term, the Executive Council shall appoint a qualified voting active member to serve the remainder of the term, if it is beyond one month of when that office would be elected.

In the event that a Regional Director cannot complete his/her two-year term of office, the alternate, selected at the same time as the Regional Director, will serve as the Regional Director until the next election is held. If there is no alternate or the alternate is not able to serve, the President shall request a meeting of the membership in that region to select an alternate that will serve on the Executive Council. In the event that a Regional Director cannot attend an Executive Council meeting, the alternate will attend the meeting, with voting rights, to represent the voice of the region.

ARTICLE V DUTIES OF OFFICERS

Section 1 The President

The President shall preside at all regular and called meetings of the Association and otherwise discharge the duties incumbent upon this office, including those duties elsewhere stated in this Constitution and By-Laws. He/she shall appoint the Parliamentarian and Chairpersons for standing committees for his/her term of office and serve as an ex-officio member of all committees.

The President will assure that (1) the Executive Director, Treasurer, and President positions are bonded; (2) an annual audit of the Association's finances is completed and the results are duly reported to the membership; (3) an annual evaluation of the Executive Director is completed each year by the end of January. The evaluation will contain information gathered from the Executive Council.

Section 2 President-Elect

The President-Elect shall preside in the absence of the President at all meetings of the Association or the Executive Council and shall perform such duties as may be delegated by the President and the Executive Council. The President-Elect shall have the primary responsibility for planning, coordinating and implementing conferences, workshops and programs for the Association with the approval of the Executive Council.

In case the President is unable to serve his/her term, the President-Elect will assume all duties of the President in addition to his/her duties as President-Elect.

Section 3 Vice-President for Membership

The Vice-President for Membership shall be responsible for recruiting new members, promoting the retention of current members and disseminating a list of the membership to the officers.

Additionally the Vice-President shall be responsible for securing facilitators for conference sessions and for conference evaluations.

Section 4 Secretary

The Secretary shall keep accurate written records of the proceeding of all business meetings of the Association and the Executive Council. These records shall include but are not limited to the minutes, agendas and correspondence. After approval by the members of the Executive Council, all records will be filed with the Executive Director for inclusion in the permanent files of the organization. Copies of minutes must be provided to the President within two weeks after the meeting date.

Section 5 Treasurer

The Treasurer shall work cooperatively with the Executive Director in the receiving and disbursing of all monies, keeping an accurate accounting of Association's funds, and filing all necessary documents with the Internal Revenue Service.

In addition, the Treasurer will monitor the Association's fund balance to assure that it does not fall below \$150,000. With the assistance of the Executive Director he/she shall assure that an annual audit of the organization's finances is conducted and that the results of the audit are presented to the membership by October of each year.

Section 6 Executive Council

The Executive Council shall approve or amend the budget of the Association, determine the dates and places of all conferences and workshops, authorize the appointment of special committees as necessary, and in general attend to the business of the Association.

Section 7 Executive Director

The Executive Director shall be responsible for fiscal operations; conference and workshop planning including registration, facilities, exhibitors, and printing; ACET mailings; legislative information; and other duties as designated by the President and the Executive Council.

Section 8 Dereliction of Duties

Officers elected by the total membership (President, President-Elect, Vice-President, Secretary and Treasurer) who fail to fulfill the duties of the office may be considered to be derelict in his/her duties and may be removed from office as stated in Article V: Duties of Officers.

Dereliction of duties may include any one of the following:

1. Failure to attend meetings (any officer missing a meeting must submit in writing an explanation of the reason they were absent to the President or in the case of the President, the President-elect within five days of the absence.
2. Failure to file reports (within two weeks of the meeting for Board Minutes, Planning Committee Minutes and Reports, Treasurer's report, Conference Reports). Reports must be sent to the President and/or President-Elect via e-mail or hard copy within the two week timeframe following a meeting. Missing the deadline more than twice will be cause for review.
3. Failure to reply to directions from the President and/or President-Elect within one week of receiving a request. Failure to reply more than twice will be cause for review.
4. Failure to provide Financial Reports or any other report requested by the President and/or President-Elect will be cause for review.

In the event an elected officer misses three meetings (regular, called or committee) during a membership year, the officer may be removed from office if the Executive Committee considers the absences "unexcused". The Executive Committee will select a member to serve the remainder of the removed officer's term as specified in Section 5 of the By-laws.

In the event an officer is removed from office, the membership will be notified at the next regular meeting of the organization.

The replacement for the removed officer will be named by the Executive Committee, with or without input from the Past President. If the removal occurs within one month of October during the election year, the office will remain open until the election process is completed. If it is not an election year for that office, a replacement will be named to fulfill the term of that office. The general membership will be notified if the position is up for election and/or if a replacement has been named to fulfill the term of that office.

ARTICLE VI REGIONAL DIRECTORS

Section 1 Duties of Regional Directors

The twenty Regional Directors will serve as part of the Executive Council and shall make every effort to be at each meeting of the council and shall plan to be present for the majority of the meeting. If they cannot be present, they shall make arrangements for an alternate to attend the meeting.

The duties of the Regional Directors may include, but are not limited to:

1. Assuring that the membership in their region receives timely notification of any meetings/conferences of the organization
2. Assuring that members receive materials and information that further the mission of the organization
3. Recruiting membership for ACET from their region
4. Working on committees when asked, working at registration, serving as a facilitator during the conference
5. Facilitating the dissemination, collection, evaluation and forwarding of scholarship information

ARTICLE VII REIMBURSEMENT FOR EXPENSES

Section 1 Covered Expenditures

The Officers, Regional Directors, Committee Chairpersons, and Committee Members will be reimbursed for limited expenses that are not covered by their districts/employers. The items and amount of reimbursement will be as follows:

1. All expenses for special meetings utilizing the fee structure found in Section 2 of this section and which are not covered by their districts or employers
2. All expenses involved in providing information to regional members and potential members (not to exceed \$100 in a one year period without prior permission from the President)
3. All expenses involved in hosting regional meetings which are not covered by the district and or employer (not to exceed \$50 in a one year period without prior permission from the President)

Section 2 Fee Reimbursement Structure

Officers, Regional Directors, Committee Chairpersons, NAFEPA Representative, and Committee Members should first try to pay for their expenses utilizing any district/employer funds that they may have available. If no district/employer funds are available or are limited, the

Officers, Regional Directors, Committee Chairpersons, NAFEPA Representative, and Committee Members will be reimbursed utilizing the fee structure that follows:

1. No expenses will be paid for meetings connected with conference dates without prior approval by the President
2. Hotels for non-conference meetings—State rate, unless approved by the President, for the nights that they must be at the meeting site; whenever possible members should try to arrive the morning of the meeting and leave the same day
3. Airplane tickets for non-conference meetings---21 day advance rate unless approved by the President or at a rate that would be less than the 21 day rate
4. Rental Car/Shuttle/Taxi for non-conference meetings—the organization will pay for whichever is the least costly unless approved by the President; if the hotel provides free shuttle service, it should be utilized
5. Parking for non-conference meetings---the organization will pay the actual cost of parking for the number of days the member is at the meeting; the organization does not pay for valet parking without approval of the President
6. Mileage for non-conference meetings---the organization will pay mileage at the current rate approved by federal guidelines; mileage will be paid to the airport and/or to the meeting site if mileage is the cheaper of the costs
7. Per Diem rates for non-conference meetings---based on state per diem rate
8. Incidental Expenses---these must be approved by the President

Article VIII

Section 1 National Association of Federal Education Program Administrators (NAFEPA) Representative

Beginning in the spring of 2009, the ACET President will appoint a person who will become the NAFEPA representative. This appointment will be made after the president and at least three ACET members, serving as a selection committee, has done an interview with the prospective representatives. The selection committee selected by the President shall have no less than one member of the Legislative Committee, one Past President, one member at-large and the President serving on it.

This will be a four-year term, which will come up for re-appointment in 2013 and every four-years thereafter. This appointee must have been either President of the organization or have been active on the Legislative Committee and have attended at least one NAFEPA conference before being appointed to the position of NAFEPA representative.

The focus of this position will be to provide continuity with the NAFEPA Board and to help build capacity for our organization on the NAFEPA Board. The position will fill the second position that ACET has on the NAFEPA Board. The representative selected should be a member who has a broad base in all aspects of serving students in at-risk situations and who would best represent ACET's entire membership.

If the appointee is unable to complete his/her four-year term then following the same selection process utilized for the original appointee, the sitting President will appoint a replacement to fill the remainder of the four-year term.