

Bylaws
Arkansas Teachers of English to Speakers of Other Languages
(ARKTESOL)

I. MEMBERSHIP AND DUES

1. All interested individuals who apply for membership and pay the annual dues of the organization shall be “members of ARKTESOL” and shall be entitled to one vote in any business meeting and receive all publications and announcements of the organization.

2. Establishment of Dues
Annual membership dues shall be set by the Board of Directors with the membership year being September 1-August 31. Dues will not be prorated. Payment of dues entitles an individual or an institution to twelve (12) month membership benefits (voting and receipt of publications).

II. MEETINGS

1. Upon receipt of a proper request for a special meeting, the Secretary will give notice of the special meeting according to the following procedure:

2. Written notice of all meetings will be mailed or published in written or electronic form and sent to all voting members. Notice will be sent not less than twenty-one (21) days prior to the date of the meeting. The notice will state the date, time, and place of the meeting and the nature of the business that will be transacted in that special meeting.

III. ELECTRONIC VOTING

1. Voting on all matters, including the election of officers, may be conducted electronically. Electronic votes and main and secondary motions will be accepted whenever there is a need to conduct business electronically prior to the next board meeting. The process for conducting an electronic vote shall be:
 - a. The maker of the motion must submit the motion electronically to the Executive Secretary, who will distribute it to all board of directors;
 - b. If the Executive Secretary is unable to handle the motion in a timely fashion, the President will then take charge;
 - c. The e-business motion must be seconded unless it has been submitted by a committee;
 - d. Time for debate must allow for a minimum of five (5) working days unless the Executive Secretary decides the situation warrants a more immediate response;
 - e. A deadline for returning votes must be stated;
 - f. A simple majority of the board must vote, and a simple majority of those voting will carry the motion unless otherwise specified in the Constitution;
 - g. The Executive Secretary will be responsible for tallying, recording, and reporting the vote.

IV. PROXY

At all meetings a member may vote either in person or by proxy executed in writing by the member.

V. OFFICERS AND BOARD OF DIRECTORS

The Board of Directors consists of the seven (7) officers listed in Article VII, Section I of the Constitution.

Selection: Voted on by full membership

Length of Term: Varies as listed in the Constitution

Voting Member: YES

VI. BUSINESS BETWEEN MEETINGS

The President is authorized to consult with all of the Board of Directors by e-mail, fax, or telephone concerning important decisions which must be made between meetings. All such decisions and/or actions will be recorded by the Secretary and presented to the Board of Directors for approval at its next official meeting.

VII. BOARD OF DIRECTORS (DUTIES OF OFFICERS)

Job descriptions for all members of the Board of Directors shall be reviewed and approved by the Board of Directors at the first meeting of the Board of Directors following the Business Meeting.

VIII. TREASURER

Processing Membership Dues

Selection: Appointed/Reappointed annually by Board of Directors

Length of Term: 1 Year

Voting Member: YES

Duties:

1. Membership
 - a. Receive applications and renewals from the applicants
 - b. Check the alphabetized hard copies to see if the applicant is a current member or a new member
 - c. Make a copy of the application and the check
 - d. Write the check number and amount on the copy of the application
 - e. Communicate the information to the Membership Development Coordinator
 - f. Deposit the check in the ARKTESOL account
 - g. Maintain a cumulative database and handbook

2. Process Conference Registrations
 - a. Receiving conference registrations from the registrants
 - b. Write the check number and amount on the copy of the registration form
 - c. Make a copy of the check
 - d. Deposit the check in the ARKTESOL account
 - e. Mail invoices for purchase orders

- f. Maintain a conference database
3. Ordering conference supplies and promotional material (i.e. pens, name tags, ribbons, immediate Past President plaque, etc.)
4. Filing the ARKTESOL taxes with the IRS annually and presenting the books and documentation annually for an internal or external audit.
5. Attending ARKTESOL board meetings and conferences

IX. MEMBERSHIP DEVELOPMENT COORDINATOR

Selection: Voted on by full membership

Length of Term: 2 years

Voting Member: YES

Duties:

1. Communicating with the ARKTESOL Regional Representatives regarding recruitment and retention
2. Surveying members annually
3. Initiating recruitment and development initiatives at the annual conference
4. Acting as a liaison with Special Interest Groups (SIG) (in constitution)
5. Attending all ARKTESOL board meetings and conferences
6. Maintaining a handbook of duties

X. COMMUNICATIONS COORDINATOR

Selection: Voted on by full membership

Length of Term: 2 years

Voting Members: YES

Duties:

1. Working collaboratively with the Membership Development Coordinator and Website Coordinator
2. Publishing and distributing 2 ARKTESOL Newsletters annually, fall/winter and spring/summer
3. Attending all ARKTESOL board meetings and conferences
4. Maintaining a handbook of duties

XI. REGIONAL REPRESENTATIVES

Selection: Appointed by Board of Directors

Length of Term: Appointed/reappointed annually by the Board of Directors

Voting Member: YES

Duties:

1. Collecting news from the region and submitting the news to the Communications Coordinator
2. Sharing ARKTESOL board meeting minutes with the regional members
3. Attending all ARKTESOL board meetings and conferences
4. Maintaining a handbook of duties

XII. VACANCIES

It shall be the duty of all individuals whether elected or appointed to train and support their successors, and to pass along all pertinent records, files, and notes. If there is a vacancy, the President, along with the approval of the Board of Directors, shall appoint an interim replacement.

XIII. QUALIFICATIONS

The officers of ARKTESOL shall be voting members in good standing.

XIV. MEETINGS

The President shall determine the date, time, and place of regular Board of Directors meetings. Board of Directors meetings should occur at least three times per year in addition to the Annual Business Meeting. Special Meetings shall follow the guidelines in Article II of this document.

XV. NOTICE

Board of Directors members not present at regular Board of Directors meetings shall be notified by the Secretary of the date, time and location of the next meeting at least 45 days prior to such meeting. Upon receipt of a call for a special meeting the Secretary shall notify the Board of Directors members at least twenty-one (21) days before the meeting.

XVI. RESIGNATION

Any officer may resign at any time by giving written notice to the Board of Directors. Such resignation shall take effect at the time specified therein, or if no time is specified at the time of acceptance thereof by the President of the Board of Directors. Should the resignation of an appointed position be made, this person should give advance notice to the Board of Directors, so that a plan for shadowing could be made.

XVII. TERMINATION

Any officer may be terminated for just cause. Termination shall be by 3/4ths of the Board of Directors at a duly held meeting of the Board of Directors at which a quorum is present, provided that the notice of the proposed termination and basis of such termination shall have been sent by mail, certified or registered if possible, to the last recorded address of the officer in question at least 30 days before the final action is taken on the termination. The notice shall include the date, time, and place of the termination meeting and offer the officer the opportunity to present any relevant information, in writing, in person, or through a representative to the Board of Directors before the final action is taken. The officer whose termination is being considered shall not be permitted to participate in any Board of Directors meetings regarding his/her status.

XVIII. COMMITTEES AND OTHER APPOINTED POSITIONS

1. Community Board

The function of such committee is to provide guidance, assistance, and expertise to ARKTESOL's Board of Directors. These six positions are honorary and are made by the recommendation of members of the Board of Directors. Responsibilities of

members of the Community Board include participation at a minimum of one regular Board of Directors meeting per year. These members will not have voting rights and will be noted in the ARKTESOL newsletter and stationery.

2. Finance Committee

The Past President shall serve as Chairperson of the Finance Committee. The Treasurer, President, and First Vice President shall serve as the other members of the Finance Committee. This committee is responsible for submitting the annual budget for the coming year at the first meeting of the Board of Directors in January, and conducting an internal audit each year in April.

3. Conference Committee

The First Vice President shall serve as the Program Committee Chair, and the members shall consist of representatives from the ARKTESOL Board of Directors, Regional Representatives, and appointed positions. The Conference Chair is responsible for signing the contract at the conference center location, obtaining the keynote speaker, and making the Call for Proposals.

4. Nominating Committee

The Nominating Committee shall consist of the Past President, who will serve as the Chair, and three (3) members appointed by the President with the approval of the Board of Directors. The Committee shall prepare a list of candidates for each office, including a brief description of professional qualifications and biographical data for review. Additionally, any member in good standing may become a candidate for office by presenting a petition which has been signed by at least five (5) members in good standing to the Chairperson of the Nominating Committee at least twenty (20) days before the Business Meeting.

XIX. ANNUAL CONFERENCE

The First Vice President trains the Second Vice President in the Conference Chair duties. They work collaboratively and are responsible for signing the convention center contract, obtaining one or more keynote speakers, and organizing the conference program.

XX. MEETINGS AT THE ANNUAL CONFERENCE

1. Any authorized committee may meet at the Annual Conference.
2. The parliamentary rules contained in the current edition of Robert's Rules of Order shall govern the proceedings of the Annual Business Meeting and other meetings. The President shall be responsible for setting the Annual Business Meeting agenda.

XXI. AMENDMENTS TO BYLAWS

1. The Bylaws may be amended by the Board of Directors and do not require a vote of members.
2. Petitions for amendments to the Bylaws, whether by members or the Board of Directors or by the membership, shall be presented to the Board of Directors in writing.

- a. An amendment to the Bylaws may not be voted on until the meeting following the initial presentation to the Board of Directors. All members of the Board of Directors must be apprised of the amendment by mail, prior to the meeting at which it is to be voted upon. A vote in writing may be accepted.

XXII. ADOPTION/REVISION

1. The final draft of this Constitution and Bylaws as prepared and approved by the Board of Directors shall be distributed to members not less than 45 days prior to the Annual Business Meeting. The President shall present the Constitution and Bylaws to the membership for consideration. Adoption shall be by a majority vote of members in attendance at the Annual Business Meeting.
2. Revisions of the Constitution may be undertaken by a committee appointed by the President and approved by the Board of Directors. All revisions must first be submitted to the Board of Directors for review. The revision(s) may be approved by a majority vote of members in good standing at attendance at the Annual Business Meeting, provided notice of the proposed change has been given to all members of the organization at least thirty (30) days before the Business Meeting.