

GAEA Bylaw

Adopted at the April 2007 Conference

GEORGIA ADULT EDUCATION ASSOCIATION, INC.

(Adopted August, 2000, Revised March 2006, Revised April 2007)

The Georgia Adult Education Association, **GAEA**, is an association of adult/continuing education educators. It was founded in 1957 and is incorporated under the laws of Georgia.

Individuals may join GAEA without regard to position, rank, specialty, or institutional affiliation.

Article I

Name

The name of the organization shall be the Georgia Adult Education Association, Inc.

Article II

Purpose

The purpose of this Association shall be:

1. To offer annual programs of professional development to adult/continuing education professionals and support staff in Georgia.
2. To promote and develop adult/continuing Education in Georgia.
3. To facilitate communication and interaction among groups and individuals engaged in the field of adult/continuing education in order to meet the adult/continuing education needs of the people and communities of Georgia

Article III

Organization

The organizational structure of GAEA shall include its membership and Board of Directors. The Board of Directors may authorize sub-units as necessary

Article IV

Membership

Members shall consist of persons engaged in or interested in adult/continuing education who shall pay membership dues as hereinafter stated. Any member in good standing may inspect all books and records of the Association for any purpose at any reasonable time.

Article V

Board of Directors

Section 1. The elected officers of the Association, the immediate past president, the three members from the membership at large shall compose the membership of the Board of Directors.

The officers shall be the President, President-Elect, Vice-President for Programs, Vice President for Member Services, Vice-President for Operations, and Treasurer. A Secretary/Administrative Assistant shall be appointed by the president and approved by the Board and serve as a non-voting member of the Board.

Section 2. The Board of Directors shall be responsible for the comprehensive operation of the Association in accordance with the authority invested by the membership as a voting authority.

Section 3. The Board of Directors shall meet as often as necessary to coordinate activities and otherwise conduct its business. A quorum is required to conduct official business.

Section 4. The Board of Directors shall keep current and complete records, including minutes of proceedings for Board of Director meetings and other committee meetings of the Board as appropriate.

Article VI

Officers and Elections

Section 1. The elected officers of the Association shall be: President, President-Elect, Vice-President for Programs, Vice-President for Member Services, Vice-President for Operations, and Treasurer. Officers of the Association shall serve for a term of two years. The President and President-Elect cannot succeed themselves. The appointed administrative assistant will serve in the position of Secretary and henceforth be referred to as the **Secretary**.

Section 2. Duties of Officers:

- A. President** – The President shall be elected by the Association and shall serve as the Chief Executive Officer of the Association. The President shall arrange and preside over meetings of the Board. The President shall sign any legal documents for the Association. The President shall coordinate the functions of the Board and present an Annual Report and Vision Statement report to the Board of Directors and the Association. The President shall preside at Association meetings, appoint ad-hoc committees and task forces to report to the Board. The President shall coordinate the work of the officers and Committees of the Board. The President may appoint an Administrative Assistant to take and distribute minutes of the Board meetings and serve as an aide to the President performing administrative assignments from the President.
- B. President-Elect** – The President-Elect shall be elected by the Association and is charged with the responsibility of working with the officers for effective leadership in the anticipation of being the Chief Executive Officer in the next term. The President-Elect shall fill in for the President in the event of necessary absence at meetings. The President-Elect shall serve in an advisory role to the President and shall coordinate those duties of the Board as assigned by the President.
- C. Vice-President for Programs** – The Vice-President for Programs shall be elected by the Association. The Vice President for Programs shall provide leadership for the Annual Meeting and all other programs of the Association. The Vice-President for Programs shall work with the Board of Directors to develop a strategic programming plan for the Association based on trends in adult/continuing education. The Vice-President for Programs shall be empowered to contract for meeting facilities and shall be empowered to receive and disburse funds associated with approved programming in coordination with the President and the Treasurer.
- D. Vice-President for Member Services** – The Vice-President for Member Services shall be elected by the Association. The Vice President for Member Services shall provide leadership for the recruitment and registration of members. The responsibility shall include the retention and recognition of current members, the provision of opportunities for research, publication, and professional advancement, and the awarding of Association scholarships. The Vice-President for Member Services will supervise the record of Association members and the effective date of membership which will be maintained by the Secretary.
- E. Vice-President for Operations** – The Vice-President for Operations shall be elected by the Association. The Vice-President for Operations shall provide leadership for maintaining the records and archives of the Association. This responsibility includes

coordination of public relations, communications, the Association electronic newsletter and website, elections, and long range planning of the Association.

- F. Treasurer** – The Treasurer shall be elected by the Association. The Treasurer shall serve as custodian of all financial records and accounts. A Finance Committee made up of the Treasurer (committee chair), President, President-Elect, Past-President and the Secretary (non-voting) shall provide leadership in developing an annual budget and budget amendments to be submitted to the Board of Directors. The Treasurer shall supervise the preparation of the annual corporate tax return and other filings with the IRS and the State of Georgia. The Treasurer shall have the authority to receive and disburse Association funds and will make timely reports of these transactions to the Board of Directors and membership of the Association.
- G. Secretary/Administrative Assistant** – The appointed administrative assistant shall serve as Secretary for the organization and as a non-voting member of the Board of Directors. The Secretary will take minutes at all official meetings and keep the official records for the organization. The Secretary will send meeting notices to the officers. The Secretary will aid the Vice-President for Operations in election procedures and will be available to produce materials, either written or electronic, for the membership. He or she will serve as registrar for all elections and for any other official matters that require the polling of the general membership. He or she will be the liaison with any national affiliated organizations and provide records and assistance to those organizations as needed. The Secretary will aid the Vice-President for Programs with the preparation for the annual state conference and other meetings as approved by the Board. The Secretary shall be responsible for the maintenance of the current record of Association members and the effective date of membership, under the direction of the Vice-President for Member Services. The Secretary shall hold the charter, Bylaws, and seal of the Association for the Board of Directors. Other duties may be assigned to the Secretary with the approval of the President and/or the Board of Directors. The Secretary will be compensated as arranged before the yearly appointment for time, general expenses, travel, and conference expenses.

Section 3. Election of Officers:

- A. Officers of the Association will be nominated by action of an ad-hoc nominating committee.
- B. The nominating committee shall present to the Board of Directors a slate of eligible candidates by December 1 of odd numbered years.
- C. The Vice-President for Operations shall have the responsibility to coordinate the election process for the following officers: President-Elect, Vice-President for Programs, Vice-President for Member Services, Vice-President for Operations, and Treasurer. This

process may be a written secret ballot or a process via electronic technology so long as each member is provided the opportunity to vote in a timely manner.

- D. The Officers shall be elected by a majority of those voting. The new officers shall take office at the close of the annual meeting following their election.
- E. In the event that any candidate(s) do not receive a majority of the votes, the Board of Directors will decide the matter.

Article VII

Membership Dues

Membership dues shall be set by the Board of Directors and approved at a business meeting or by electronic vote of the membership. The Vice-President for Member Services with the assistance of the Secretary will invoice all members of each year. GAEA does not make a provision for prorated membership dues.

Article VIII

Fiscal Year

The fiscal year shall be academic year based.

Article IX

Business Meetings

Business Meetings of the Association shall be held at the annual meeting. The President upon approval of the Board of Directors may call the membership into business session at any time. Notice of called business meetings must be distributed to the membership at least thirty (30) days prior to the meeting. The Secretary under the direction of the Vice-President for Operations shall be responsible for notifying the membership of called business meetings. The Secretary will be responsible for certifying a quorum, which will consist of at least 50% of the paid members present at any meeting, called or scheduled.

Article X

Amendments

These bylaws may be amended by a majority vote of the members present either at regular business meetings or by an electronic vote. The membership must be notified of recommended bylaws revisions at least thirty (30) days prior to any business meeting or electronic vote. The President shall coordinate with the Secretary, the Vice-President for Operations, and the Vice

President for Member Services to distribute the suggested bylaw revisions to the membership in a timely manner.