

# **MinneTESOL Bylaws**

**November 2013**

Article I - Members

Article II - Officers

Article III - Duties of the Board Members

Article IV - Meetings

Article V – Executive Board

Article VI- Standing Committees

Article VII – Publications, Resources and Editors

Article VIII - Interest Sections

Article IX - Amendments

Article X - Affiliation with TESOL

Article XI - Robert’s Rules of Order

## **Article I - Members**

Section 1: Individual voting membership in MinneTESOL is open to any person interested in the education of speakers of other languages or dialects. Nonvoting membership shall be open to institutions, agencies, and commercial organizations.

Section 2: Memberships shall be available to all interested parties who apply and pay annual dues.

Section 3: The membership year shall be 12 months counted from the time a person registers and pays for membership. Annual dues for membership shall be determined by the Executive Board six months prior to the annual conference.

## **Article II - Officers**

Section 1: The officers of MinneTESOL shall be a President, First Vice-President, Second Vice-President, Third Vice-President, Treasurer, Membership Relations Director, External Relations Director, and Secretary. These officers shall perform the duties as prescribed by Article III of these Bylaws.

Section 2: There shall be an Executive Board composed of the officers and the immediate past president, who serves as an ex-officio member. The Executive Board shall conduct the business of MinneTESOL as prescribed by Article V of these Bylaws.

Section 3: The top three board leadership positions are three-year commitments on an upward-rotation. The First Vice-President becomes President after one year, who after a one year term becomes and the Past President the following (3rd) year. The Board officers whose primary responsibilities are to organize the fall conference (Second Vice President and 3rd Vice President) are also on a rotation, for a total of two years served. The Third Vice President becomes the Second Vice President after one year, and the Third Vice President is replaced by election after one year. All other officers shall hold office for a term of two years or until their successors are selected, but no officer shall serve more than two consecutive terms in the same office. The term of office is from January 1 until December 31 at the end of their respective terms of office.

Section 4: If the President is unable to complete the term of office, the First Vice-President shall complete the term as President and continue the prescribed succession. In such a case a new First Vice-President shall be selected by a majority of the Executive Board to complete the term and duties of the First Vice-President. The person thus selected shall not automatically succeed to the presidency. A vacancy in any office other than that of the President shall be filled by a majority vote of the Executive Board.

Section 5: At least sixty days prior to the Annual Meeting, a Nominating Group should be selected and contacted by the First VP. The First VP should then submit nominations for officers to the Executive Board for final approval. Candidates will be voted upon by the membership at the Annual Meeting. Candidates must be voted in by a two-thirds majority of the members in good standing present at the Annual Meeting, and an opportunity to call for nominations from the floor will be provided.

Section 6: The Nominating Group shall consist of the First VP, the Interest Section leaders, and Standing Committee Leaders. This group shall identify, select, and bring to the Board the candidates for approval.

## **Article III - Duties of the Board Members**

Section 1: Details of the duties of all Executive Board officers are described in full in the MinneTESOL Handbook. All Executive Board officers shall be computer-literate, and have access to an e-mail account and to the Internet.

Section 2: The President shall preside at all Executive Board and general meetings, appoint all committee chairs who are not otherwise designated in these Bylaws, and appoint, with the approval of a majority of the Executive Board, editors of MinneTESOL publications. The President shall act as Liaison Officer to TESOL, and shall be responsible for general correspondence of MinneTESOL. The President shall not serve as a member of the Nominating Group.

Section 3: The First Vice-President shall assist the President and serve as President in the absence or disability of the President. This person shall serve as a liaison to the Executive Board for all standing committees, except the Conference Program Committee. This person shall convene all ad hoc committees.

Section 4: The Second Vice-President shall serve as coordinator of the Conference Program Committee. The Third Vice-President assists the Second Vice-President with these duties.

Section 5: The Member Relations Director shall promote membership enrollment by distributing information about MinneTESOL at conferences and ESOL workshops. This officer shall organize and preside over the membership table at the annual conference.

Section 6: The External Relations Director shall contact organizations and companies that potentially want to publish advertisements or informational bulletins in MinneTESOL publications or that may wish to partner with MinneTESOL to further its mission.

Section 7: The Secretary shall record and submit highlights of minutes of Executive Board meetings to the MinneTESOL website editor.

Section 8: The Treasurer works with the Executive Assistant and supervises the financial health of the organization. The Treasurer oversees fundraising, including the Silent Auction at the fall conference.

Section 9: The Executive Assistant is a paid consultant position. The EA maintains and updates financial and membership records and reports updates and information to the board at quarterly meetings and the membership during the Annual Meeting. The EA reports directly to the board and updates the President and Vice-President as needed.

Section 10: All officers should keep records of their duties, electronically whenever possible, and pass along these records with any relevant additions and notes to their successor before or at the first meeting of the year.

## **Article IV - Meetings**

Section 1: There shall be one general meeting of the membership each year, held each Fall. It shall be called the Annual Meeting, and shall include a business meeting. The time and place of the Annual Meeting and Board Meetings shall be determined by the Executive Board in January of each year.

Section 2: A special meeting may be called by the President or by the Executive Board, and shall be called upon the written request of twenty-five members of MinneTESOL. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least ten days' notice shall be given.

Section 3: In the event that a matter requires immediate attention between meetings, the President may open discussion and call for a motion via email, and business may be conducted without meeting in person. The appropriateness and necessity of an email vote on a particular issue shall be determined by the President. Matters related to the financial or general viability of the organization should be discussed and voted on in person rather than via email.

## **Article V - Executive Board**

Section 1: There shall be an Executive Board composed of the officers, the Executive Assistant and the immediate Past President, who serves as an ex-officio member. The Past President and the Executive Assistant are nonvoting members of the Board.

Section 2: The Executive Board shall have general supervision of the affairs of the organization between its Annual Meetings, set the time and place of meetings, and shall perform other duties as specified by these Bylaws.

Section 3: The Executive Board shall meet at least four times a year. Special meetings of the Executive Board may be called by the President, and shall be called upon the written request of three members of the Executive Board. Each of the following areas shall be the focus of at least one meeting per year: budget, membership, publications, conference preparations and interest sections. Any interested member is welcome to attend any Executive Board Meeting.

Section 4: Whenever possible, decisions shall be made by consensus. On issues of importance, the President shall entertain a motion, a second, and a discussion. Matters will be put to a

majority vote. All voting members of the Board must come to agreement for passage of a motion or presidential appointment. If any member of the board is not present, that member may vote by proxy, or by e-mail, video conference, or phone.

Section 5: All officers of the Executive Board shall be members in good standing of both MinneTESOL and at least 3 members of the Board should be members of TESOL.

Section 6: The minutes of the Executive Board meetings shall be available to the members of MinneTESOL through the MinneTESOL website.

## **Article VI - Standing Committees**

Section 1: Details of the duties and funding for all committees are described in full in the MinneTESOL Handbook.

Section 2: The Conference Program Committee is coordinated by the Second Vice-President and the Third Vice-President. It shall be the duty of this committee to plan and develop the program of the annual conference. This committee reports directly to the Executive Board. In years when the fall conference will be in conjunction with the state EL/migrant/bilingual conference, a third co-chair representing MDE will be appointed.

Section 3: The Advocacy Committee, when such a committee is active, shall be composed of a chairperson and other members. It shall be the duty of this committee to bring to the attention of the members information about socio-political issues which concern the members of MinneTESOL or their students. This committee shall report to the first Vice-President. Formal statements by members speaking on behalf of MinneTESOL (or any group within MinneTESOL) must have such statements approved by the board.

Section 4: The Regional Liaison, when such a liaison is available, shall serve as a vehicle for regional members to communicate their concerns to the Executive Board. The person will facilitate any local workshops or seminars held by regional MinneTESOL members. The Regional Liaison shall report to the first Vice-President.

Section 5: The MinneSLIFE (students with limited or interrupted formal education) Committee, when such a committee is active, shall work to connect and develop those ESL professionals working with SLIFE students across various teaching and learning contexts. This committee shall report to the first Vice-President. Formal statements by members speaking on behalf of MinneTESOL (or any group within MinneTESOL) must have such statements approved by the board.

Section 6: Other committees shall be appointed by the President with the approval of the Executive Board as is deemed necessary to carry out the work of MinneTESOL. The First Vice-President shall serve as a liaison to the Executive Board for all such committees.

In addition, Standing Committees may be established through the following procedure:

- a) A petition is submitted to the Executive Board stating:
  - i. The name of the proposed Standing Committee.
  - ii. The purpose of the proposed Standing Committee.
- b) The petition is signed by at least ten members who wish to form the proposed Standing Committee indicating their interest. Petitions may be collected through email messages.
- c) The Executive Board approves the proposed Standing Committee.

Section 7: Each Standing Committee shall have the option of conducting a session at the annual Fall Conference and also a Spring Workshop for its members.

## **Article VII – Publications, Resources and Editors**

Section 1: Periodically, the Executive Assistant will update the membership on important events, changes, and other pertinent information. Such updates will happen electronically at least quarterly via email or social media.

Section 2: Journal Editor(s). These editors gather and edit articles and other items of interest and value to the membership, and publish them in the online MinneTESOL Journal space. Journal editors report to the Executive Board. The Journal Editors keep the board updated on the work of the editorial board and any questions that may involve financing of the journal.

Section 3: The Executive Assistant, with assistance from a Website editor(s) as required, shall edit, maintain and update the MinneTESOL website. This editor shall report to the President.

## **Article VIII - Interest Sections**

Section 1: Members of MinneTESOL, at the time of joining or of membership renewal, shall indicate their area of primary interest in the education of speakers of other languages or dialects from the following: Elementary, Middle School, Secondary, Adult, College, Teacher Educators, or Retired Teachers.

Section 2: Each Interest Section listed above shall conduct a session at the annual Fall Conference and also a Spring Workshop for its IS members.

Section 3: The Interest Section Leader(s) shall be selected by the Interest Section during the Fall Conference. The Interest Section Leader shall write a brief summary of each workshop for the membership. The IS Leader also serves on the Nominating Group for filling future Board positions. The term of office is from the close of the Interest Section session at the Fall

Conference at which the IS Leader is selected until the close of the following year's Interest Section session at the Fall Conference.

Section 4: The First Vice-President shall serve as Liaison between the Interest Section Chairs and the Executive Board.

Section 5: In cooperation with the Conference Program Committee, the Interest Section Leader is responsible for planning and conducting the Interest Section meeting at the Fall Conference which occurs at the end of the one-year term of office. The IS Leader is also responsible for conveying the concerns of the Interest Section to the Executive Board via the First Vice-President.

Section 6: A new Interest Section must be determined by Board action based on membership need. Interest Sections reflect members' work contexts.

Section 7: An Interest Section will be abolished when fewer than ten members indicate this Interest Section as their primary Interest Section.

## **Article IX - Amendments**

Section 1: Proposed Amendments to the Bylaws must first be approved by a consensus of members of the Executive Board or be submitted in a petition to the President not less than sixty days before the Annual Meeting. Such a petition must be signed by at least ten percent of the members in good standing. Proposed amendments shall be submitted to the members at least thirty days before the Annual Meeting and posted to the website. To become effective, the proposed amendment must be ratified by two-thirds of those members in good standing present at the Annual Meeting.

## **Article X - Affiliation with TESOL**

Section 1: MinneTESOL shall comply with the requirements of TESOL as an affiliate member.

## **Article XI - Robert's Rules of Order**

Section 1: The rules contained in Robert's Rules of Order, Newly Revised shall govern the organization in all cases not covered by the MinneTESOL Bylaws and handbook.