



Constitution and By-laws

Revised April 2013

Article I Name

The name of this organization shall be NJASCD, an affiliate of ASCD Lead. Teach. Learn.

Article II Affiliation

NJASCD is an affiliate of ASCD and will actively participate in other activities of ASCD according to the plan set forth by the Constitution of ASCD in the section---ASCD Affiliation: Policy and Practices.

Article III Purpose

NJASCD strives to meet the goal of acting as a catalyst for change by promoting excellence and equity in learning, teaching, and educational leadership by:

- Offering a variety of innovative programs, products, and services to assist members in shaping policy and improving education practice by expanding 21st century themes to meet the needs of the *Whole Child*;
- Developing professional collaborations which engender mutual trust, respect, and connectedness;
- Being visible, respected, and sought after as an informed source of reliable and current information regarding high quality teaching and learning;
- Pursuing broad representation of membership that reflects the diversity of the New Jersey learning community and encouraging interactive communication among members as well as individual involvement in all aspects of the organization;
- Stimulating professional reflection and the creation of networks that engage member practitioners and policymakers through its communications and publications: and

- Influencing local, state, and national policies and practices regarding issues and problems affecting education.

Article IV Non-Profit Status

NJASCD is not organized for profit. No part of the net earnings of the organization shall inure to the benefit of, or be distributed to, any member, director, officer, or other person. However, the NJASCD Executive Board shall be authorized and empowered to pay reasonable compensation for services rendered and make payments for approved expenditures.

Article V Membership

- Section 1. Any person who is interested in promoting the purpose of this organization may become a member of NJASCD by paying dues as stated in the By-Laws.
- Section 2. Members shall have the privilege and responsibility to attend meetings in order to vote, to hold office, and to participate in the work and activities of this organization.
- Section 3. The Executive Board shall determine the annual dues for all members of NJASCD.
- Section 4. Counting from the first day of the month in which the person's membership is processed, the period of membership of each person who joins NJASCD and pays annual dues shall be twelve calendar months. Renewal notices shall be sent on the July 1 – June 30 year.
- Section 5. Members may elect to be designated in the region of their choice: North, Central or South. The Executive Director will assign those members not electing a region to the region in which they live or work.

Article VI Officers

- Section 1. The officers of NJASCD shall be President, President-Elect, Immediate Past- President, Secretary, and Treasurer.
- Section 2. The President, President-Elect, Immediate Past-President, Secretary and Treasurer shall serve for terms of two years.

The President and President-Elect shall be elected in alternating years from the Secretary and Treasurer.

Section 3. Regional Officers:

- a. The Executive Board shall determine the regions and regional boundaries.
- b. Each region shall elect a Regional Director, Associate Director, Secretary, Treasurer, and Member(s)-at-Large from their membership for a term of one or two years.

Section 4. Duties of elected NJASCD officers:

- a. The President of NJASCD shall preside at all meetings, supervise the implementation of the strategic plan, appoint chairs of standing committees, monitor the performance of the regional directors, authorize the payment of bills, enforce the constitution, evaluate the performance of the Executive Director annually, and perform all other customary duties of the office.
- b. The President-Elect shall fulfill the duties and responsibilities of the President in his/her absence, or if a vacancy occurs. In this case, the President-Elect shall assume the office of President for the duration of the term. The President-Elect will serve as a liaison with the regional directors by holding one face-to-face meeting during the summer and several virtual meetings convening throughout the year. The President-Elect shall perform other duties assigned by the President, which are consistent with the constitution.
- c. The Secretary shall maintain a record of all meetings of the Executive Board and Business meetings of NJASCD. Other duties include: carrying on necessary correspondence on behalf of the affiliate, transferring all files to the Executive Director at the conclusion of the term of office, and other duties as assigned by the Executive Board and the President which are consistent with the constitution.
- d. The Treasurer shall receive and keep an accurate account of all fund belonging to NJASCD and pay all orders signed by the Executive Director. Expenditures not budgeted shall be approved. In an emergency, approval from the President and Executive Director must be obtained prior to commitment. The Treasurer shall prepare financial reports to be presented at the meeting of the Executive Board and at the annual business meeting of the association. The Treasurer shall chair a committee that recommends an annual budget to the Executive Board, prepare financial records for an annual audit, and transfer all financial records to the Executive Director at the conclusion

of the term of office. The Treasurer shall perform other duties assigned by the Executive Board and the President, which are consistent with the constitution.

- e. The Immediate Past-President shall chair the Executive Council, which is composed of past presidents, who are members of NJASCD, the current President, and the Executive Director. The Immediate Past-President shall chair the committee to review the constitution and by-laws every three years, chair the Nominating Committee, annually review and create new policies and procedures as needed, and perform other duties assigned by the Executive Board and the President, which are consistent with the constitution.

Article VII Election of Officers and Elected members of the Executive Board

- Section 1. Election of officers shall be determined by a majority of NJASCD Executive Board members as of April 30.
- Section 2. The Immediate Past President shall meet with the members of the Executive Council to recommend a candidate for office(s) to be filled that year by March 31 of same year.
- Section 3. In the event of a vacancy in an elected office at the state level, it will be the responsibility of the Executive Board to elect a member to complete the unexpired term.

Article VIII The Executive Board

- Section 1. The Executive Board shall constitute the governing body of NJASCD in the intervals between meetings of the general membership. All ExecutiveBoard members must be members of NJASCD.
- Section 2. The Executive Board shall consist of the officers of the association, regional directors, chairpersons of the standing committees, appointed positions, and regional members-at-large. Only one member-at-large and only one director per region may vote on official business. The voting member must be identified at the beginning of each meeting. The Executive Director shall serve as a non-voting member of the Board. ASCD Emerging Leaders who attend Executive Board meetings attend as guests and are non-voting members.

- Section 3. The Executive Board shall strive to represent the diverse population of the State in its membership. Efforts should be made to provide for age, gender, ethnicity, race, position and geographic diversity.
- Section 4. All Executive Board procedures and decisions are to conform with the policies of this organization and its constitution.
- Section 5. All authorized Executive Board members shall have one vote on proposed motions.
- Section 6. Duties of the Executive Board shall be:
- a. to conduct all business of the NJASCD between annual meetings.
 - b. to authorize an annual audit.
 - c. to adopt the annual budget.
 - d. to formulate and approve policies for the association.
 - e. to fill vacancies on the Board before the next election.
 - f. to hire and assist the President in the evaluation of the Executive Director based on the responsibilities outlined in Article IX.
 - g. to authorize the Treasurer to expend funds to promote the purposes and activities of NJASCD.
 - h. to establish annual dues.
 - i. to fill any vacancy on the Board by the majority approval of the recommendation of the President. This is valid for the unexpired term of the vacancy.
 - j. to perform such other actions as are necessary for the proper and effective functioning of the association.
- Section 7. Any officer, director, or Board member may resign at any time by giving written notice to the Executive Board.
- Section 8. Attendance for the purpose of continuity at NJASCD Executive Board meetings is vital to the organization. Consequently, if a member fails to attend 50 percent of the meetings within the fiscal year of the Executive Board without appropriate circumstances, he/she will no longer be considered an active member of the NJASCD Executive Board, and will receive notification thereof.

Article IX The Executive Director

The Executive Director shall be appointed by the Executive Board for a term of one year beginning on July 1 and renewable the following July 1. The primary role of the Executive Director is to ensure continuity and stability in the operations of NJASCD. In

this role, the Executive Director is to advise and pursue the mission, function, and strategic plan of NJASCD. Specifically, the Executive Director shall:

- a. Serve in an ex-officio (non-voting) capacity to the Executive Board and to the Executive Council.
- b. Administer the affairs of NJASCD in conformity with the By-Laws and adopted policies of the Executive Board.
- c. Collaborate with regional, state, and local educational agencies and professional associations.
- d. Assist the President in the development and distribution of meeting agenda.
- e. Work with the Treasurer in the preparation of the annual budget.
- f. Issue invoices, manage billing procedures, and ensure that records are maintained regarding revenues and expenses.
- g. Provide reports to the Executive Board prior to each meeting of the Board and the Annual Planning Retreat.
- h. Attend ASCD Executive Directors' meetings and affiliate and regional conferences as directed by the Executive Board.
- i. Submit reports as required by ASCD.
- j. Maintain an accurate database of membership, issue membership cards, and ensure that mailings are sent to all members.
- k. Supervise the clerical and secretarial employees at the office of the Executive Director and NJASCD.
- l. Perform all other duties, consistent with the constitution, as assigned by the Executive Board and the President.

The Executive Director shall be compensated upon the recommendation of the Executive Board. The rate of compensation shall be reviewed and determined annually after the Executive Board has received the annual evaluation report of the Executive Director as presented by the President. This compensation shall be set by July 1 of each year upon the hiring or renewal of the contract of the Executive Director.

Article X Executive Council

The Executive Council of NJASCD is composed of all past presidents of NJASCD, who are current members, the current President, and the Executive Director. The chairperson of the Executive Council is the Immediate Past-President of NJASCD.

The Executive Council acts as an advisory council to the President and is charged with the review of the constitution and By-Laws every three years. Meetings of the Executive Council are called as needed by the chairperson. All notices, agenda, and sites for these meetings are the responsibility of the chairperson. The President may request to meet with the Executive Council at any time. (See page 4, Section 2 Article VII.)

Article XI Quorum

Twenty members of NJASCD shall constitute a quorum for the transaction of business at general membership meetings. Eight members of the Executive Board shall constitute a quorum of that body.

Article XII Standing Committees and **Appointed** Positions

- Section 1. The work of NJASCD shall be accomplished largely through standing committees, appointed positions, and targeted groups.
- Section 2. Ad hoc committees will be formed as needed.
- Section 3. The President shall appoint all standing committee members, chairpersons, and targeted groups.
- Section 4. The President shall be a member ex-officio (non-voting) of all committees.
- Section 5. To the extent possible, the members of each committee shall represent all of the regions in NJASCD membership.

Article XIII Signing of Instruments

All checks, drafts, orders, notes, and other obligations of NJASCD shall be signed by the President and the Treasurer.

Article XIV Rules of Order

In instances where it is necessary to use parliamentary procedures, Roberts Rules of Order shall be used.

Article XV Amendments to the Constitution

This constitution may be amended and approved in one of the three following ways:

- a. At the annual business meeting with a two-thirds vote of the members present.
- b. By a mail vote or an electronic ballot with two-thirds vote of the active members responding.
- c. By a two-thirds decision of the Executive Board provided, in each case, that due notice of the proposed amendments has been given to the total membership and to each Region at least two months prior to the voting. Nothing in the proposed amendments shall conflict with the Act of Incorporation or By-Laws of ASCD.

A revised constitution should be made available to the general membership on the NJASCD website.

Article XVI Liquidation of Assets

No part of the net income, revenue, and grants of NJASCD shall inure to any member, officer, or any private individual (except that reasonable compensation may be paid for services rendered in connection with one or more of the association's purposes). No member, officer, or any private individual shall be entitled to share in the distribution of any part of the assets of the association on its dissolution or liquidation. In the event of such dissolution or liquidation, the assets of NJASCD, after payment of debts and obligations, shall be transferred to an organization with federal tax exemptions for charitable and educational uses and purposes similar to those of NJASCD. This exempt organization shall be designated at the final meeting of the Executive Board of NJASCD.

Article XVII By-Laws

Details of the activities of NJASCD shall be regulated by the By-Laws. These may be amended by a majority vote of the members present at any meeting called for the transaction of official business.

By-Laws

Article I Membership Dues

The Executive Board shall set the annual dues for all members of the association shall be set by Five dollars per NJASCD member in each region per year will be reimbursed to each region from the annual dues. This regional reimbursement will provide funding for regional activities and will provide an incentive for the regions to recruit new members and renew existing membership. The responsibility of each Region is to submit a financial report to the Executive Director by June 30 each year that describes the financial status of the Region, and how the dues rebate funds were used, and the plans for use of any remaining dues rebate funds in the succeeding year.

Article II Attendance at Executive Board Meetings

After two absences from the Executive Board meetings during the fiscal year, the current President will discuss with the Board member his/ her availability to attend future Board meetings and will review the Constitutional requirement for attendance. After a member has missed 50 percent of the meetings in the fiscal year without appropriate circumstances, the Board member will receive a notification of removal from active membership on the Board.

Article III Fiscal Year

The fiscal year shall begin July 1 and end on June 30.

Article IV Business Meetings and Conferences for General Membership

- Section 1. The association shall hold at least one business meeting each year. Special business meetings may be called at the discretion of the Executive Board.
- Section 2. The association shall sponsor professional conferences and workshops at the state and regional levels.

Article V Annual Budget

The annual budget shall be submitted for approval by the Executive Board at the June Board meeting each year. The budget will be balanced and will reflect the major activities of NJASCD for the following year.

Article VI Annual Planning Retreat

The Annual Planning Retreat shall be planned and implemented by The President who will hold office as of July 1.

Article VII Expenditures Not Budgeted

The Executive Board shall approve any expenditures, not budgeted, over five hundred dollars (\$500). In an emergency, approval from the President and Executive Director must be obtained prior to commitment.

Article VIII Standing Committees, Appointed Positions, Targeted Groups and Associates

Section 1. The work of NJASCD shall be accomplished largely through standing committees, targeted groups, and appointed positions.

Standing Committees may include:

- Event Planning (Annual Retreat; state conference; fall conference)
- Awards
- Influence
- Membership
- Nominating
- Professional Development
- Publications
- Technology
- Constitution Review
- Budget
- Current Issues

Appointed Positions may include:

- County and State Department of Education Liaisons
- College/university Student Chapter Liaisons
- Liaisons to/from other Professional Organizations
- Historian
- Web Master
- Professional Development Coordinator (subject to Board approval)

Section 2. Associates

An Associate is a professional(s) who fulfills an important and specific function for the organization who may attend Executive Board meetings in a non-voting capacity.