

**Bylaws of the
Southwest Educational Research Association
as Last Amended January, 2008**

ARTICLE I -- Name and Governing Authority

Section 1. Name. The Association shall be known as the Southwest Educational Research Association.

Section 2. Governing Authority. The Association shall be governed by these bylaws as amended from time to time in accordance with the provisions hereof.

Section 3. Purpose. The Association is organized exclusively for educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) or the Internal Revenue Code of 1954 (or for the corresponding provision or any future United States Revenue Law).

ARTICLE II -- Membership

Section 1. Classes of Membership. Membership in this Association shall be divided into two classes: Active Members and Students.

Section 2. Voting Members. Both Active Members and Students may vote. Only Active Members hold elective offices in the Association.

Section 3. Eligibility. Applications for membership shall be sent to the Chair of the Membership Committee, who shall accept and process them.

Section 4. Membership Year. The membership year shall be established by the Executive Board.

Section 5. Termination of Membership.

(a) Failure to pay dues. Failure of a member to pay dues for any membership year by a date to be fixed by the Executive Council automatically terminates membership. Upon request and payment of current dues, anyone whose membership has been automatically terminated for non-payment of dues may be reinstated by the Membership Committee Chairperson of the Association.

(b) Removal for Cause. If continued membership of any person is believed to be contrary to the interests, purposes or ethical standards of the Association, the Executive Board shall appoint a special committee and delegate to it the conduct of investigations and hearings. Before final action is taken to terminate

membership, the member shall be given an opportunity for defense. Membership may be terminated by a two-thirds vote of the Association Council.

ARTICLE III -- **Officers, Nominations, Elections**

Section 1. Elected Officers. The elected officers of the Association will be President, President-Elect, Past President, Secretary, six Council Members At Large, and one Council Member At Large employed full-time by a Local Education Agency (LEA).

Section 2. Appointed Officers.

- (a) The appointed officers of the Association will be the Historian, the Treasurer, and the Executive Director.
- (b) Appointed officers shall be non-voting members of the Executive Council.
- (c) The Executive Council may conduct a vote of no-confidence at any time.
- (d) The officer in question can be removed from office by a three-fourths vote of the voting members of the Executive Council.

Section 3. Qualifications. Active members of the Association may hold elective offices.

Section 4. Terms.

- (a) The terms of the President, of the President-Elect, and of the Past President, shall be one year. The term of office for the Secretary and Treasurer shall be two years. The term of office for all Council Members at Large shall be two years.
- (b) The Council shall determine the term of office for the Executive Director and Historian at the time that appointments are made to either office.

Section 5. Nominations and Elections.

- (a) Elected officers of the Association shall be chosen by written ballot of the voting members of the Association.
- (b) The Nominating Committee, chaired by the immediate Past President and including the members of the Executive Board attending the fall planning meeting, shall propose nominations and ascertain the availability of the nominee for the office, no later than September 30.
- (c) The immediate Past President will then request written nominations from the membership to be received by the immediate Past President no later than 90 days before the Annual Meeting.
- (d) The immediate Past President shall prepare a ballot including all duly nominated candidates, and shall mail the ballot to each voting member of the Association.
- (e) Members shall vote by mail using the Hare voter preference

system in which nominees for a given office are rank-ordered by each voter. A nominee for an office in which a single candidate will be elected is selected upon obtaining a majority of all active votes. Nominees for offices in which multiple candidates will be elected will be progressively eliminated one at a time until the desired quota of elected officers is achieved.

- (f) The Tellers Committee appointed in accordance with Article V Section 4, shall be responsible for opening and counting the ballots. They shall certify the results to the President immediately, and to the membership at the following business meeting. In case of a tie, the elections shall be settled by lot, with the candidates participating. The Tellers Committee will establish procedures.

Section 6. Schedule for Nominations and Elections.

- (a) Neither the deadline for the submission of additional nominations by members, nor the period between mailing ballots and the deadline for their return shall extend into the time span between June 1 and September 1.
- (b) The Executive Board in its fall planning meeting shall serve as the Nominating Committee, with the immediate Past President serving as Chair.
- (c) At least 30 days shall elapse between the mailing of election ballots to members and the deadline for the receipt by the Tellers Committee of the Association. The immediate Past President shall arrange for mailing the ballots and set the date for their return which shall be at least 10 days prior to the Annual Meeting.

Section 7. Vacancies.

- (a) When a vacancy in the Office of President occurs earlier than six months after assuming office, the Council shall elect a Council Member at Large who shall succeed, and the term of office as President shall end at the expiration term of the original President.
- (b) When a vacancy in the office of the President occurs later than six month after assuming office, the President Elect shall become President and remain in office until the end of the term to which normal succession would occur.
- (c) If any officer is unable or fails to perform duties satisfactorily over a period of time, the Council is authorized to declare the office vacant and arrange for the duties of the office to be performed. The Council also has the authority to take other reasonable steps to preserve intact the office of the Association, and to maintain the continuity of the Association's operation.

ARTICLE IV -- The Association Council and Executive Board

Section 1. Membership. There shall be an Association Council consisting of the elected officers specified in Article III. Section 1., the Student Committee Chair elected by the Student Members, and as non-voting members the appointed officers specified in Article III. Section 2.

Section 2. Duties. The Council shall be the legislative and policy-determining body for the Association. It shall have power to direct and review the general affairs of the Association within the limits set forth in these by-laws.

Section 3. Officers. The President shall be Chairperson of the Council. The President-Elect shall be Vice-chairperson and shall serve as program chair for the annual meeting.

Section 4. Meetings.

- (a) The Council shall hold at least two meetings each year, the time to be determined by the Council. The Council will normally meet immediately prior to the annual meeting of the Association and approximately four months prior to that meeting. The President may call meetings at other times and must call one upon petition of a majority of the Council Members.
- (b) Fifty-one percent of the members of the Council shall constitute a quorum, and unless specified by these bylaws, decisions shall be made by a majority of those present.
- (c) Any member of the Association may attend a Council meeting as an observer provided 30 days advance notice has been provided so that provision may be made for accommodation.
- (d) Any Past President may attend a Council meeting as a participating member of the Council without advance notice.

Section 5. The Executive Board.

- (a) Membership. A subcommittee of the Council consisting of the President, the President-Elect, the Secretary and the Treasurer shall be designated the Executive Board.
- (b) Duties. The Executive Board shall serve as an Advisory committee to the President and shall have the power to act for the Council between its meetings and in other matters as may be delegated by the Council.
- (c) Report to the Council. All actions of both the Executive Board and the Council shall be reported in writing at least once a year and made available to members of the Association. A codification of the actions of the Board and the Council shall be maintained by the Secretary.

ARTICLE V -- **Committees**

Section 1. Committee Structure. The committee structure of the Association shall consist of (a) standing committees, (b) special

task committees, and (c) annual committees.

Section 2. Standing Committees.

- (a) Standing committees may be established or discontinued by the Association Council. Standing committees shall have not less than three members, appointed by the President with the advice and consent of the Executive Board. Appointment shall be for three-year terms.
- (b) The duties of standing committees shall be described in a charge from Council, and may be revised from time to time by Council.

Section 3. Special Task Committees.

- (a) Special committees may be established by the Association Council to carry out particular tasks as described in a charge from the Council. The Council may designate the term of special task committees when they are approved.
- (b) Members for task committees shall be appointed by the President, and the committees shall be discharged when tasks assigned have been completed. Committees may be discharged earlier if, in the Council's judgment, they are not making substantial progress toward their purpose.

Section 4. Annual Committees. The President shall appoint necessary committees for one-year terms. Among them shall be a Nominating Committee and a Tellers Committee. Each of these committees shall consist of the immediate Past President and at least two other voting members.

- (a) The Nominating Committee shall perform duties specified in Article III, Sections 5 and 6.
- (b) The Tellers Committee shall perform duties specified in Article III, Sections 5 and 6.

ARTICLE VI -- Special Interest Groups

Section I. Organization. A group of 5 or more active members may petition the President-Elect to establish a Special Interest Group. Such groups may be instituted to facilitate the formation of groups of research specialists to increase the exchange of knowledge within these areas of interest. Petitions shall be routinely processed unless special circumstances warrant review by the Association Council. Each petition to establish a Special Interest Group must contain a title for the group and be accompanied by a description of the Purpose of the group.

Section 2. Officers. Each Special Interest Group shall have a Chair and a Secretary registered with the President-Elect.

Section 3. Bylaws. Special Interest Group Bylaws and activities may not conflict with the Bylaws of the Association. Power to

determine whether conflicts occur rests with the Association Council.

Section 4. Termination. The Association Council may withdraw recognition of a Special Interest Group if its membership falls below 5 active members or for other good and sufficient reasons. Such action requires a vote of two-thirds of members of the Council present.

ARTICLE VII -- **Publications**

Section I. Policy. One of the principal means by which the Association accomplishes its goals is through publication. The Association shall therefore engage in the preparation, production, distribution, and financing of such occasional and regular publications as the Council shall determine.

ARTICLE VIII -- **Finances**

Section 1. Dues and Fees.

- (a) Dues and special assessments for both classes of membership shall be established by the Association Council.
- (b) The Association Council shall have authority to establish and collect fees for services rendered. Such authority shall include, but not be limited to, the levying of fees for admission to meetings, seminars, services rendered upon request to members and other interested parties. Payment of meeting registration fees shall not, however, be required for attendance at annual business meetings of the Association and its affiliates.

Section 2. Budget. The Association Council shall determine the fiscal period for the Association. Prior to expiration of one fiscal period, the Association Council shall provide for an operating budget for the next fiscal period. When approved, this budget shall govern financial commitments of the Association during the fiscal period concerned. The President-Elect shall furnish the membership with a report of the approved budget.

Section 3. Audit and Control. All receipts and disbursements shall be made only through bank accounts authorized by the Association Council. An annual audit will be made of all bank accounts and the treasurer's report at the fall planning meeting of the Executive Council by a committee composed of the President, the Treasurer, and one appointed member of the Council.

Section 4. Limitations. No part of the net earnings of the Association shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the Association shall be authorized and empowered to pay

reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Section 3 of Article I hereof. No substantial part of the activities of the Association shall be the carrying on of propoganda, or otherwise attempting to influence legislation, and the Association shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these bylaws, the Association shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or by (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 5. Dissolution. Upon the dissolution of the Association, the officers shall, after paying or making provision for the payment of all of the liabilities of the Association, dispose of all of the assets of the Association exclusively for the purposes of the Association in such manner, or to such organization or organizations organized and operated exclusively for educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Association Officers shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Association is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX -- **Meetings and Business**

Section 1. Scheduling of Meetings. The Association Council shall have authority to set the time and place of meeting of the Association. On the petition of ten percent of the voting members the Council must call a meeting to be held within three months of the date of the petition. Any resolution passed at that meeting shall be submitted to the voting members for action.

Section 2. Annual Meeting. Except for sufficient reason, there shall be a convention of the Association each year. One session shall be arranged for Association affairs. As a forum for report and discussion of Association affairs at this meeting, agenda items shall be proposed for the next Association Council meetings.

Section 3. Notice of Meetings. Announcement of time and place of any meeting shall be made as far ahead as reasonably possible. In any case, notice shall be sent to each member at least three weeks in advance.

Section 4. Rules or Order. In all cases to which they apply and do not conflict with these bylaws, *Roberts' Rules of Order* (current edition) shall govern business meetings of the Association.

Section 5. Membership Approval. Items of business requiring the vote of members shall be transacted by mail and must originate from the Council, except as provided for in Section 1 above. It shall also be in order for any member to introduce these items for discussion and reconsideration at the next succeeding business meeting of the Association. A majority vote of members present at the meeting shall be sufficient for resubmission to state their case. A summary of actions taken by the membership shall be included in the Annual Report by the Secretary.

ARTICLE X -- **Amendments and Revisions**

Section 1. Initiation. Amendments to or other changes in these bylaws may be initiated in either of the following ways:

- (a) The Council may formulate proposals and submit them, with any arguments it chooses to the voting members for a vote.
- (b) Any one percent of the members may submit to the Council a proposed amendment or amendments in writing and signed by the sponsors. The Council shall then submit the proposed amendment with any arguments and recommendation by the sponsors and with the Council arguments and recommendation for or against, to the voting members of the Association for action.

Section 2. Adoption. Amendments or revisions may be acted on by the voting members of the Association as follows. The President-Elect shall send the proposed changes with explanations and arguments, a ballot, and a request for a mail vote to the voting members. At least 30 days must elapse between the date on which the proposal is mailed to the members and the date on which the vote is counted. An affirmative vote by two-thirds of the members returning ballots within 30 days shall be sufficient for acceptance of an amendment. The Tellers Committee shall supervise the count and certify the result. The results of the vote shall be reported to the membership in the next available issue of the newsletter. An amendment to the bylaws becomes effective upon acceptance unless otherwise specified on the ballot.