

## **BYLAWS**

### **NATIONAL ASSOCIATION FOR MULTICULTURAL EDUCATION**

#### **ARTICLE I: NAME**

The name of the organization is the National Association for Multicultural Education (NAME).

#### **ARTICLE II: PURPOSES OF THE ORGANIZATION**

The Association has been organized to operate exclusively for charitable, benevolent, scientific, literary, cultural and educational purposes, including but not limited to: advancing a philosophy of inclusion that embraces the basic tenets of cultural pluralism; promoting cultural and ethnic diversity as a national strength; fostering equity for all regardless of race, ethnicity, color, national origin, ancestry, gender, sexual orientation, religion, age, socioeconomic status, marital status, language, disability, or immigration status; promoting professional and social exchanges between persons with an interest in multicultural education from all academic disciplines and from diverse educational institutions and occupations; and representing and addressing the needs of the multicultural education community. The Association shall have in furtherance of the aforesaid purposes all of the powers conferred upon corporations organized pursuant to the provisions of the Louisiana Nonprofit Corporation Law.

#### **ARTICLE III: OFFICES AND REGISTERED AGENT**

**Section 1. Offices.** The Association shall maintain continuously in Louisiana a registered office at such place as may be designated by the Board of Directors. The principal office of the Association shall be located at such place(s), either within or outside of State of Louisiana, as may be designated by the Board of Directors.

**Section 2. Agent.** The Association shall maintain continuously within Louisiana a registered agent, which shall be designated by the Board of Directors.

**Section 3. Changes.** Any change in the registered office or agent of the Corporation shall be accomplished in compliance with the Louisiana Nonprofit Corporation Law and as provided in these Bylaws.

#### **ARTICLE IV: MEMBERSHIP**

**Section 1. Membership.** Membership in the Association shall be unlimited as to individuals and institutions that subscribe to and support the principles and objectives of the Association, and upon application and payment of the applicable membership fees.

**Section 2. Categories of Membership.** There shall be the following categories of membership:

- A. ***Regular*** – Individuals who are employed by school districts, private or parochial schools, colleges, universities, government agencies organizations, or other entities.
- B. ***Student*** – Individuals whose primary occupation is that of student. This includes full-time students enrolled in K-12, undergraduate, or graduate schools and with limited income.
- C. ***Retired*** – Individuals who are no longer working in employed positions.
- D. ***Community Activist*** – Individuals with limited income who actively work in the community to support multicultural education, diversity, equity, and social justice.
- E. ***Institutional*** – Schools, school districts, colleges, universities, government agencies, organizations, or other institutions.
- F. ***International*** – Individuals who live outside the United States, the District of Columbia, Puerto Rico, Virgin Islands, America Samoa, Guam, Northern Mariana Islands, Trust Territory of the Pacific, and the Republic of Palau.
- G. ***Lifetime*** – Any individual wishing to join and receive the benefits of NAME through the course of their lives or the life of the organization.

**Section 3. Institutional Membership Privileges.** An institutional member receives two sets of materials and may send staff and associates of the institution to Association conferences at the discounted rate for members. Institutional members may designate two individuals as voting representatives, but these representatives are not eligible to stand for election as a member of the Board of Directors.

**Section 4. Dues Year.** The dues year for a member shall begin on the date that the first payment is received. All dues are payable by the first day of a member's membership year.

**Section 5. Good Standing.** A member shall be deemed to be in good standing when that member has paid all applicable dues, fees, and assessments. A member in good standing shall be qualified to exercise any right or privilege of membership.

**Section 6. Representation of Membership.** Membership does not convey an endorsement or accreditation by NAME and should not be represented as such in publications, on websites, or in other communications. Such misuse shall lead to revocation of membership

**Section 7. Annual Dues.** Annual or other dues and assessments for membership, including creation of various levels of dues for each category of membership, as well as the privileges and benefits accorded categories of membership, shall be determined from time to time by the Board of Directors.

## **ARTICLE V: ANNUAL MEMBERSHIP MEETING**

**Section 1. Membership Meeting.** The Association shall meet once a year during the NAME Annual Conference or at such other time and at a place designated by the Board of Directors.

During this meeting the members of the Association shall meet in plenary session to transact any business of the Association.

**Section 2. Special Meetings.** Special meetings of the members shall be called by the President on written request of at least a majority of members in good standing, provided, however, that no more than one quarter of the petitioning members shall reside in the same region, or on written request of two-thirds of the Board of Directors. The petitioning members shall state with particularity the item(s) of business to be considered at the special meeting. When a special meeting is thus called, the Secretary shall duly mail proper notice to the last known address of each member of the Association for receipt at least thirty (30) days before such special meeting is to be held. The notice shall specify the time and place of the meeting and the items of business to be considered. No other business shall be transacted at the special meeting other than that which is specified in the notice of the meeting.

## **ARTICLE VI: OFFICERS**

**Section 1. Officers.** The Officers of the Association shall be a President, a President-Elect, the Immediate Past President, a Secretary, and a Treasurer, and such other officers as may from time to time be deemed advisable by the Board of Directors.

**Section 2. Eligibility.** Each officer of the Board of Directors must be a member in good standing of the Association for at least two years, and must have served the Association in a prior leadership and decision-making capacity at the chapter, regional, or national level.

**Section 3. Election and Terms.** Officers shall be elected as set forth in these bylaws. The term of the President, President-Elect, and Immediate Past President shall be two years. The term of the Secretary and Treasurer shall be three years. The term of an Officer shall also expire by his or her death, resignation or removal in accordance with these bylaws. With the exception of the Treasurer, officers shall not be eligible to succeed themselves after two consecutive terms in their respective offices.

**Section 4. Vacancies.** If the office of the President becomes vacant, the President-Elect shall become President for the unexpired term and for the term for which he/she was originally elected. If the Office of the President-Elect becomes vacant, the Board of Directors shall elect one of its members for the unexpired term. If any other executive office of the Board becomes vacant, the Board of Directors shall elect an eligible member to fill the office for the unexpired term. Service in an office for the unexpired term shall not make the officer ineligible for nomination or election to that office or any other office.

**Section 5. Responsibilities of the Officers.** The President, the President-Elect, the Immediate Past President, the Secretary, the Treasurer and such other Officers, as may be identified by the Board of Directors, may enter into and execute on behalf of the Association contracts, leases, debt obligations and all other forms of agreements or instruments, whether under seal or otherwise, permitted by law, the Articles of Incorporation and these bylaws, except where such documents are required by law to be otherwise signed and executed, or where the signing and

execution thereof shall be exclusively delegated to some other Officer or agent of the Association.

**Section 6. Compensation.** All of the Officers of the Association shall serve without compensation, but may be reimbursed for necessary and appropriate expenses, upon approval of the Board of Directors.

## **ARTICLE VII: DUTIES OF OFFICERS**

**Section 1. President.** The President shall be the chief operating officer of the Association and shall preside at meetings of the Board of Directors, the Executive Committee of the Board of Directors, and the Annual and Special Membership Meetings. The President, subject to the control of the Board of Directors, shall supervise and direct the affairs of the Association in accordance with policies and directives approved by the Board of Directors. Unless otherwise provided in these bylaws or by the Board of Directors, the President shall appoint a parliamentarian and the chairperson and members of each committee of the Association and may appoint such special assistants and/or consultants as he or she may deem necessary and appropriate. Such special assistants or consultants, when appointed by the Association's President and with the approval of the Board of Directors, shall serve without compensation.

**Section 2. President-Elect.** The President-Elect shall coordinate the Association's Annual Conference with the Annual Conference Committee Chair and the Executive Director; coordinate and supervise special projects; perform such other duties as the President and the Board of Directors may assign; and, except as otherwise provided, the duties of the President when the President is disabled from performing his or her duties or absent from meetings where the President would normally preside. The President-Elect shall succeed to the Office of President at the conclusion of the Annual Membership Meeting following the conclusion of the term of office of the presiding President.

**Section 3. Immediate Past President.** The Immediate Past President shall advise the President and perform duties as requested by the President.

**Section 4. Secretary.** The Secretary shall keep the minutes and records of the meetings of the Board of Directors, Executive Committee, and Annual and Special meetings of the Association; update regularly the Associations policy and procedures manual; and generally perform all duties customary to the Office of Secretary.

**Section 5. Treasurer.** The Treasurer shall be responsible for and supervise the methods and procedures used in the receipt, collection, recording and safekeeping of all funds, and the procedures for disbursements in the books of the Association. The Treasurer shall report on the financial condition of the Association at all membership meetings, meetings of the Board of Directors, and at other such times when called upon by the President. The Treasurer shall make the financial books and records of the Association available for examination and audit by independent accountants.

**Section 6. General Duties and Powers.** In addition to the duties and powers of the Officers as provided in these bylaws, the officers shall exercise such powers and perform such duties as shall be determined by the Board of Directors.

## **ARTICLE VIII: BOARD OF DIRECTORS**

**Section 1. General Powers and Duties.** The affairs and property of the Association shall be managed and directed by a Board of Directors. The Board of Directors shall control, formulate policy for, and administer the affairs of the Association during the period between annual and special meetings of the members. The Board of Directors may appoint and define the duties of an Executive Director and other staff. The Board of Directors shall have the power to change the registered agent and registered office of the Association. The Board of Directors shall have, and may exercise, any and all powers provided in the Articles of Incorporation and the Louisiana Nonprofit Corporation Law as are necessary or appropriate to carry out the purposes of the Association.

**Section 2. Composition.** The Board of Directors shall consist of twenty-three (23) persons. The number of directors may be increased or decreased from time to time by an amendment to these bylaws, but shall be no less than three (3) and no more than twenty-five (25), in concurrence with the Articles of Incorporation. There shall be one vote per member of the Board. The Board of Directors shall be composed of:

1. The President, the President-Elect, the Immediate Past President, the Secretary, and the Treasurer, -- forming the Executive Committee of the Board.
2. Three (3) Directors elected at-large. The directors elected at large shall include one representative of each of the following constituent groups: P-12 education, higher education, or students.
3. Ten (10) Regional Directors, elected by respective regional membership.
4. Five (5) representatives from the Founding Members, one of whom shall be the Association's Founding President.
5. The Chapter Development Coordinator/Parliamentarian, who shall be appointed by the President in consultation with the Board of Directors for a 2-year term

**Section 3. Eligibility and Term.**

- A. The eligibility and term of the Officers of the Association are delineated in Article VI.
- B. At-Large members of the Board of Directors must be members in good standing of the Association, shall be elected to serve for a term of three years and may serve no more than two consecutive terms.

- C. Regional Directors must be members in good standing of the Association; shall reside within the region they are representing; shall be elected to serve a term of three (3) years, and may not serve more than two (2) consecutive terms.
- D. The representatives from the Founding Members must be members in good standing of the Association and shall serve a term of one (1) year and may serve consecutive terms. The Founders shall elect its representatives annually and inform the President and the Board.
- E. The Parliamentarian/Chapter Development Specialist must be a member in good standing of the Association and shall serve a term of two (2) years and may not serve more than two (2) consecutive terms.

**Section 4. Duties of Directors.** At-large members and representatives of the Founders shall take on responsibilities for a specific committee or activity as determined by the needs of the Association and recommended by the Executive Committee. The duties of the officers and regional directors of the Association are outlined in Articles VII and XII respectively.

**Section 5. Vacancies.**

- A. Any vacancy in the Executive Committee, caused by reason of death, resignation or disqualification shall be filled in accordance with Article VI.
- B. Any vacancy among the At-Large Members and Regional Directors, caused by reason of death, resignation or disqualification shall be filled by an eligible member in good standing of the Association, upon the recommendation of the President and the vote of the Board of Directors.

**Section 6. Resignation.** A Director may resign at any time by giving notice thereof in writing to the President.

**Section 7. Removal.** After prior written notice and an opportunity to be heard, a Director may be removed by a three-quarters (3/4) vote of the other Directors in office at a regular meeting of the Board or at a special meeting called for that specific purpose. Failure to attend two (2) consecutive meetings of the Board of Directors may constitute cause for automatic removal, without notice, under this Section of the Bylaws.

**Section 8. Compensation.** All of the Officers of the Association shall serve without compensation, but may be reimbursed for necessary and appropriate expenses, upon approval of the Board of Directors.

## **ARTICLE IX: MEETINGS OF THE BOARD OF DIRECTORS**

**Section 1. Time and Place of Meetings.** Regular meetings of the Board of Directors shall be held no fewer than two times each year. In addition, the Board of Directors shall hold one regular meeting during the Annual Conference. The time and place of regular meetings of the Board of Directors shall be designated by the Board of Directors and announced in the Association's publication or posted on the Association's website at least thirty (30) days in advance of the meeting date.

**Section 2. Written Notice of Meetings.** Written notice of all regular meetings shall be sent to the Directors at least sixty (60) days in advance of the meeting date.

**Section 3. Special Meetings.** Special meetings shall be called at the request of one-third (1/3) of the Directors in office or at the request of the President upon notice of at least fifteen (15) days in advance of the date. The notice shall state with particularity the item(s) of business to be considered at the special meeting. No other business shall be transacted at the special meeting other than that which specified in the notice of the meeting.

**Section 4. Notice of Meetings.** Notice of a meeting of the Board of Directors shall specify the date, time, and place of the meeting. Notice must be sent to each Director for receipt at least fifteen (15) days in advance of a Special Meeting or sixty (60) days in advance of a regular Board Meeting.

**Section 5. Quorum.** At any meeting, the presence of fifty-percent plus one (50%+1) members of the Board of Directors shall constitute a quorum for the transaction of business.

**Section 6. Voting.** Except as otherwise provided by law, the Articles of Incorporation or these bylaws, all matters before the Board of Directors shall be decided by a majority vote of the Directors present at a meeting at which a quorum exists.

**Section 7. Action Between Board Meetings.** Any action required or permitted to be taken at any regular meeting of the Board of Directors may be taken without a meeting if the text of the matter needing resolution is sent to all Directors, and a quorum of the Directors vote on the action to be taken. Such consent or decision shall have the same force and effect as a vote of the Board of Directors at a meeting and may be described as such in any document executed by the Association.

**Section 8. Meeting via Conference Calls and Email.** Any and all Directors may participate in a meeting of the Board of Directors, or a committee of the Board of Directors, by means of conference telephone, email, or other communication by which all persons participating in the meeting are able to communicate with one another.

**Section 9. Minutes.** Minutes of the proceedings of the Board of Directors and the Executive Committee shall be open to inspection by any member of the Association.

**Section 10. Open Meetings.** Members of the Association may attend all meetings of the Board of Directors and shall have a voice but not a vote when so attending.

## **ARTICLE X: COMMITTEES OF THE BOARD**

**Section 1. Standing Committees.** The Standing Committees of the Association shall be as follows:

- A. Annual Conference Committee [Co-chairs: Association President-Elect and Co-chair(s) appointed by the Association President]
- B. Awards Committee (Co-chairs: appointed by the Association President)
- C. Bylaws Committee (Chair: appointed by the Association President)
- D. Executive Committee (Chair: Association President)
- E. Membership Committee (Chair: appointed by the Association President)
- F. Planning and Finance Committee (Chair: the Treasurer of the Association)
- G. Nominating Committee (Chair: appointed by the Association President)
- H. Publications Committee (Chair: appointed by the Association President)

**Section 2. Annual Conference Committee.** The Annual Conference Committee shall consist of at least ten (10) members in good standing of the Association; members are appointed by the President. The Annual Conference Committee shall coordinate, in conjunction with the Executive Director, the program development for NAME's annual meetings. Activities include identifying (with the Board) the theme of the conference; designing the program; identifying, contacting, and confirming keynote speakers; reviewing proposals and selecting those for presentation as concurrent sessions; managing the preconference institutes, film festival, and exhibits; and providing outreach and publicity for the annual meetings. Ad-hoc committees of the Annual Conference Committee may be established, at the discretion of the chairpersons, to oversee certain of these purposes.

**Section 3. Awards Committee.** The Awards Committee shall consist of at least five (5) members in good standing of the Association; members are appointed by the President. The Committee is responsible for developing the criteria for the annual awards identified by the Board of Directors; seeking nominations for the awards; reviewing the applications; selecting the awardees; and coordinating the awards presentation at the annual conference.

**Section 4. Bylaws Committee.** The Bylaws Committee shall consist of at least three (3) members in good standing of the Association; members are appointed by the President.. The Committee is responsible for overseeing the development and management of the bylaws for the Association and its chapters; and reviewing regularly the policies and procedures approved by the Board of Directors. Activities include the regular and systematic review of the bylaws of new chapters, policies and procedures guiding the association's operations; updating the bylaws as necessary and preparing documents with proposed changes for review and approval by the membership. After the review of a chapter's bylaws and supporting information, the chair of the Committee will make a recommendation to the Board of Directors for the acceptance of a new chapter.

**Section 5. Executive Committee.** The Executive Committee shall consist of the Officers of the Association. The President shall be the Chairperson of the Executive Committee. The Executive Committee, under the policy guidance of the Board, shall act for the Board between meetings and such action shall be reviewed for the Board at its next regular meeting. The Executive Committee shall keep regular minutes of its proceedings and shall provide its report to the Board of Directors.

**Section 6. Membership Committee.** The Membership Committee shall consist of at least one member in good standing from each region of the Association, recommended by the Regional Director for that region; members are appointed by the President. The Membership Committee shall oversee activities to promote membership in the Association. The activities shall include efforts to recruit new members, retain current members, and publicize the Association for membership purposes.

**Section 7. Nominating Committee.** The Nominating Committee shall consist of six (6) members of the Association from different regions; members are appointed by the President. The Committee shall oversee and supervise nomination and election procedures. The Committee shall present nominations for offices and positions of the Association.

**Section 8. Planning and Finance Committee.** The Planning and Finance Committee shall consist of at least five (5) members in good standing of the Association; members are appointed by the President. The Committee oversees the management of the Association's financial affairs consistent with the organization's strategic plan. Activities include the development of the annual budget; review of the periodic financial reports; monitoring of investments; developing recommendations related to investment strategies of the association; and initiating fund raising activities. In addition, the committee makes recommendations to the Board regarding processes for directing the Association's strategic planning.

**Section 9. Publications Committee.** The Publications Committee shall consist of at least five (5) members in good standing of the Association; members are appointed by the President.. The Committee shall be responsible for coordinating the production of all print and electronic publications of the Association including the website, newsletters, magazines, and journals.

**Section 10. Other Committees.** The Board of Directors may create other administrative committees. The extent of authority of such committee(s) shall be provided by the Board of Directors in concurrence with these Bylaws.

**Section 11. Committee Membership.** All committee appointments are for a term of two years . The President shall make such appointments, after seeking nominations from the Board of Directors. The President shall make these appointments in keeping with the spirit of "inclusion and representation" of the Association. The Nominations Committee may assist the President and Board of Directors in identifying potential committee members. Chairpersons of committees may attend all meetings of the Board of Directors and shall have a voice but, unless otherwise eligible to vote as a member of the Board of Directors, may not vote when so attending.

**Section 12. Committee Reporting.** The Committee shall keep regular minutes of its proceedings and provide regular reports to the Board of Directors through the Executive Director.

## ARTICLE XI: ELECTIONS

**Section 1. Applications for Nomination.** The nomination of candidates for officers, at-large members, and regional directors of the Association shall be by application to the Nominating Committee. Each application may propose nominees for one or more offices. A biographical resume and statement prepared by or, with the nominee's consent, indicating qualifications for the office sought, the nominee's activities in NAME, and the nominee's support for multicultural education and diverse communities, shall be submitted to the Committee.

**Section 2. Eligibility for Nomination.** Regular, community activist, lifetime, retired, student, and international members in good standing are eligible for nomination to the Board of Directors as outlined in Articles VI and VIII. Representatives designated as part of an institutional membership are not eligible for nomination.

**Section 3. Nominations.** The Nominating Committee shall nominate at least one member in good standing for any vacant office.

**Section 4. Institutional Member's Right to Vote.** In the election of members of the Board of Directors, an institutional member shall be entitled to cast two (2) votes. The institutional member may cast its two votes or designate two individuals as voting representatives.

**Section 5. Time and Process of Elections.** The election of officers and members of the Board of Directors shall be conducted by the U.S. mail and under the direction and/or supervision of the Nominating Committee. The Chair of the Nominating Committee is responsible to ensure that the election ballots have been mailed to each member of the Association in a timely manner. The election of Board members is based on a simple majority of votes for one candidate of those ballots received that are valid. The ballots shall be tabulated and certified by a group independent of the Nominating Committee and Board of Directors. The result of the election should be reported to the Board of Directors and the membership, and the evidence of the vote of membership must remain accessible for six (6) months for verification by any member of the Board of Directors or any member of the Association, if so desired. The Chair of the Nominating Committee is also responsible to notify all those nominees who were elected to the office, and communicate with all those nominees who were not elected.

**Section 6. Election Schedule.** The Executive Committee shall review and announce annually the election schedule for the following year consistent with the timing specified in the Articles of Incorporation and these bylaws.

**Section 7. Contestation and Nullification of Election Results.** Any member of the Association can specify, within 45 calendar days of the reporting of election results to the Board of Directors, a tangible and concrete concern about election results. Any concern must be made in writing and must be sent to the organization's Executive Director who shall, as soon as possible, communicate such concern to the President and the Chair of the Nominations Committee. If any of these three parties believe the issue to be worthy of concern, copies of materials related to the concern will be forwarded to the organization's Parliamentarian. If the Parliamentarian is a party to the concern, the President shall designate a neutral member of the Association to conduct the

review. Within thirty (30) days the Parliamentarian shall present the concern, the results of his/her review, and ballots to the Executive Committee for resolution. The Executive Committee shall report the concern and proposed resolution to the Board of Directors during that meeting. In the event that the proposed resolution involves, in part or as a whole, the nullification of the elections, the Board of Directors must provide approval. Any Board member(s) whose election is being "contested" shall be excused from the Board of Directors meetings until the concern(s) are fully resolved. The Board of Directors may adapt emergency voting procedure(s) to assure that the validated concern does not influence the re-election.

One such specific concern, to which all members of the Association must remain ever vigilant, is the over and under-representation of specific groups. The Association must also ensure that board members represent the continuum of educational and other settings<sup>1</sup> in which its members work. In the event that persons elected to the NAME Board of Directors comprise an overly homogeneous group, based on race and gender<sup>2</sup> within the Executive Committee (3 of 5), the Members at Large (2 of 3), or the Regional Directors (5 of 10), the incumbent Board members or the founding members will take corrective action which may include the nullification of the election on the basis of the lack of diversity and initiate a new nomination and election process. Every effort should be made to avoid the need for an election nullification by actively recruiting a diverse pool of nominees for all elected positions on the Board.

## **ARTICLE XII: REGIONS AND REGIONAL DIRECTORS**

**Section 1. International Organization.** The Association shall be an international organization deriving a significant part of its strength from its members being organized within the various regions of the United States, the District of Columbia, Puerto Rico, Virgin Islands, America Samoa, Guam, Northern Mariana Islands, Trust Territory of the Pacific, the Republic of Palau, and the world.

**Section 2. Regions.** Ten (10) regions within the United States and at least one (1) region representing members outside the United States are established for purposes of encouraging members residing within their respective geographic areas to organize, and apply for recognition from the Association as a Chapter.

**Section 3. Regional Directors.** The 10 regional directors within the United States shall be elected members of the Board of Directors. The representative(s) for the regions outside the United States shall be selected from among the current Board members and appointed by the President with the approval of the Executive Committee..

**Section 4. States in a Region.** The regions shall be known as and shall embrace the following states:

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<sup>1</sup> Settings refer to broad categories of work places such as higher education, P-12 schools, governmental agencies, businesses, and associations.

<sup>2</sup> This homogeneity is of particular concern when the Board is composed primarily of traditionally over-represented social membership group constituents; i.e., European Americans and/or males.

- Region No. 1 - Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island, Vermont;
- Region No. 2 - New Jersey, New York, Puerto Rico, Virgin Islands;
- Region No. 3 - Delaware, District of Columbia, Maryland, Pennsylvania, Virginia, West Virginia;
- Region No. 4 - Alabama, Florida, Georgia, Kentucky, Mississippi, North Carolina, South Carolina, Tennessee;
- Region No. 5 - Illinois, Indiana, Michigan, Minnesota, Ohio, Wisconsin;
- Region No. 6 - Arkansas, Louisiana, New Mexico, Oklahoma, Texas;
- Region No. 7 - Iowa, Kansas, Missouri, Nebraska;
- Region No. 8 - Colorado, Montana, North Dakota, South Dakota, Utah, Wyoming;
- Region No. 9 - Arizona, California, Nevada; and
- Region No. 10 - Alaska, Hawaii, Idaho, Oregon, Washington, America Samoa, Guam, Northern Mariana Islands, Trust Territory of the Pacific and the Republic of Palau.

**Section 5.** Each regional director shall:

- A. Conduct outreach throughout the region and support efforts to create new chapters;
- B. Assist chapters in organizing and carrying out their responsibilities;
- C. Report on regional activities at meetings of the Board of Directors;
- D. Contribute articles on regional activities for the Association's newsletter;
- E. Establish a regional advisory committee that includes representatives from chapters in the region;
- F. Submit an annual report on the region's financial and program activities to the national office;
- G. Collect and review annually the financial and program reports from the chapters in the regions.
- H. Convene a regional meeting during the Association's annual conference;
- I. Conduct any and all activities appropriate to advance the principles and objectives of the Association consistent with these bylaws.

**Section 6. Rebates.** Regional Directors shall receive a portion of the annual membership dues of their respective regular and institutional members for the purpose of supporting regional activities.

### **ARTICLE XIII: CHAPTERS**

**Section 1. Chapters.** The Association shall approve chapters for the purpose of encouraging members to organize to support the mission and goals of NAME.

**Section 2. Location of Chapters.** Chapters may be formed on a country or state-wide basis; in a geographic area such as a city, metropolitan area or community; in educational communities such as schools, school districts, community colleges, universities, and technical schools.. Chapter membership should be as inclusive and diverse as possible and should include representatives from students, community activists, P-12 education, higher education, parents, businesses, and others supportive of the work of NAME.

**Section 3. Approval of Chapters.** Chapters shall be recognized by the Board of Directors upon approval by the membership of a petition submitted and signed by ten (10) members of the Association who choose to participate in the chapter; proposed Chapter bylaws; a rationale for establishing the chapter; and a proposed activity plan and budget.

**Section 4. Rebates.** Chapters shall receive a portion of the annual membership dues for members who have designated affiliation with the chapter. The membership categories for which rebates are granted shall be designated by Board of Directors These funds shall be used by the chapter solely for NAME activities and expenses that promote the mission and goals of the Association.

**Section 5. Annual Review of Chapters.** The Chapter President shall submit an annual report on the chapter's financial and program activities to the Regional Director. The Board of Directors shall review the annual financial and program reports to determine the active status of chapters.

**Section 6. Termination of Chapters.** For good cause and after notice and an opportunity to be heard, the Board of Directors may suspend or terminate a chapter by a two-thirds vote.

#### **ARTICLE XIV: FOUNDING MEMBERS**

In recognition of the past efforts, as well as in anticipation of future efforts, of the members who first established the Association in 1990, these individuals shall be known as "Founding Members" and shall be entitled to appoint five of their members to the Board of Directors. Prior to the Association's Annual Membership Meeting, the Chair of the Founders shall present, in writing, to the Association's President and Executive Director the names and contact information of the Founders' designated representatives for the ensuing year.

#### **ARTICLE XV: ADVISORY COUNCIL**

There shall be an Advisory Council to the Board of Directors. A member in good standing of the Association, appointed by the President, shall serve as the Chair of the Advisory Council. The Advisory Council shall be unlimited as to numbers, and shall be composed of Past Presidents and other members such as the Association's former officers, leading scholars and practitioners in the field of diversity and multicultural education, advocates of equity and social justice, community and national leaders, and such others persons as the President, with the approval of the Association's Board, shall designate. The purpose of the Advisory Council is to advise the Association on the status and progress of multicultural education, assist and identify critical issues for research and practice, and recommend projects, programs, and collaborations to advance the field.

#### **ARTICLE XVI: FINANCES**

**Section 1.** The Association's Treasurer shall submit a new budget for the ensuing year to the Board of Directors for its review, approval and adoption.

**Section 2.** The Association shall keep correct and complete books and records of all accounts and financial transactions; and shall keep minutes of the proceedings of the Board of Directors and of any committees authorized by the Board of Directors; and shall keep at its national office a record of the names and addresses of all members.

**Section 3.** An annual audit of the Association's finances shall be conducted by an independent, professional auditor and a comprehensive report should be prepared and submitted by the Treasurer to the Board of Directors at the end of each fiscal year.

**Section 4.** The fiscal year of the Association shall begin on the first (1st) day of July and end on the thirtieth (30th) day of June in each year.

## **ARTICLE XVII: EXECUTIVE DIRECTOR**

**Section 1.** The Executive Committee, with the approval of the Board, shall appoint and define the duties of an Executive Director, whom shall serve at the pleasure of the Board, at a salary and for a term to be determined by the Board. The Executive Director shall manage the day to day operations of the Association, supervise the various activities of the Association, serve as a liaison between the Board and other entities, and perform other duties as outlined by the Board of Directors.

**Section 2.** The Executive Director shall attend all meetings of the Executive Committee and the Board of Directors and shall have a voice but, unless otherwise entitled to vote as a member of the Board of Directors, may not vote when so attending.

## **ARTICLE XVIII: INDEMNIFICATION**

Upon approval of a majority of disinterested members of the Board of Directors, Directors and Officers and former Directors and Officers of the Association may be indemnified for the expenses of defending actions arising against them by virtue of their being or having been such Director(s) or Officer(s), provided they are found not liable or, if found liable, acted in good faith or without reasonable cause to believe his or her conduct was unlawful.

## **ARTICLE XIX: AMENDMENTS TO THE BYLAWS**

These bylaws may be amended at any Annual or Special Meeting of the Association by a two-thirds (2/3) vote of the members of the Association then present and eligible to vote, provided that notice of the proposed amendment or amendments shall have been mailed to the membership at least fourteen (14) days in advance of the meeting. These bylaws may also be amended by mailing the proposed changes, and such amendment(s) to the bylaws, to the membership for their vote by signed and returned ballots. The Chair of the Bylaws Committee shall have the responsibility of directing and/or supervising preparation and mailing of the

proposed amendment(s) to the membership, receive and tabulate the votes, and report the result to the Board of Directors. The returned votes of the membership must remain accessible for one (1) year for verification by any members of the Board of Directors, any member of the Association, and/or any official organization.

#### **HISTORY OF THE NAME BYLAWS AND AMENDMENTS**

- *The preliminary bylaws of NAME were adopted by unanimous resolution of the initial board of directors on February 9, 1994; and, ratified and approved by unanimous resolution of the "interim" board of directors of the association on February 9, 1994.*
- *The first set of amendments to these bylaws was approved by the NAME membership in November 1994.*
- *The second set of amendments to these bylaws was approved by the NAME membership in September 1999. In October 1999, both sets of amendments were consolidated in a document, with appropriate footnotes, in concurrence with the wishes of the national Board of Directors, and voted on at the June 1999 board meeting.*
- *The third set of amendments to these bylaws was approved by the NAME membership and consolidated and duly footnoted, per the 1999 request, in October 2001.*
- *The Board of Directors undertook a full revision of the bylaws in 2003. This revision was presented to the Board for adoption in June 2003 and to the full membership for ratification in August 2003. Membership approved the revisions, putting the new bylaws into effect, in October 2003.*
- *A new set of amendments to these bylaws was approved by the NAME membership, thusly put into effect as of November 2005.*

Respectfully prepared and submitted by: Paul Gorski, Parliamentarian (November 2005)