

Bylaws of the Maine Curriculum Leaders Association

Article I - Name

The name of the organization shall be the Maine Curriculum Leaders' Association, hereafter referred to as MaineCLA.

Article 2 - Purpose and Goals

Section 1. Purpose. The purpose of the MaineCLA is to champion curriculum, instruction, and assessment practices and policies that enhance learning.

Section 2. Goals. The MCLA Board of Directors and its members work together to: a.) promote and provide professional learning, b.) influence policy and decision-making, c.) advance the use of effective practices, d.) develop and foster partnerships with organizations consistent with our mission, and e.) support opportunities for networking and sharing.

Article 3 - Membership

Section 1. Any person who is interested in curriculum, instruction or assessment may become a member upon payment of annual dues as provided in the bylaws. All members shall be entitled to hold office and be eligible for all rights and privileges as stated in these bylaws.

Section 2. This association supports a policy of equal opportunity and will not discriminate in membership eligibility on the basis of race, color, religion, native origin, or sexual orientation. This organization will neither accept invitation from, nor participate in, any activity or organization that does not support an equal opportunity or non-discrimination policy.

Section 3. The membership year shall be July 1 to June 30.

Section 4. An individual may become a member of MaineCLA by payment of annual dues.

Section 5. The Board of Directors shall determine the amount of dues to be paid by members. Consideration shall be given to the funds of MaineCLA, the amount of its expenses for any future period, and the establishment and maintenance of any reserve that may be deemed advisable.

Article 4 - Meetings

Section 1. MaineCLA shall hold at least one business meeting annually for the purpose of offering members an opportunity to govern the affairs of MaineCLA at a place selected by the Board of Directors. Members of the MaineCLA shall receive at least thirty days notification of such a meeting.

Section 2. The President or a quorum of the Board of Directors shall call at least three other meetings of the Board of Directors annually as needed to plan and conduct the work of MaineCLA.

Section 3. Robert's Rules of Order Revised shall be the authority governing all matters of parliamentary procedures not otherwise specified in these bylaws.

Section 4. The order of business shall be:

1. Call to Order
2. Roll Call of Board of Directors
3. Presentation of Minutes of the last regular meeting and all special meetings held since then
4. Treasurer's Report
5. Report of Standing Committees
6. Report of Special Committees
7. Unfinished Business
8. New Business
9. Adjournment

Article 5 - Membership and Responsibilities of Board of Directors

Section 1. Board of Director Membership. The Board of Directors shall be composed of representatives of nine regional divisions: Aroostook, Cumberland, Hancock, Washington, Kennebec Valley, MidCoast, Penquis, Western Maine and York and two At-Large representatives. These regional representatives are elected from the MaineCLA membership of that region. The Board of Directors will assist regions in the nomination and election process. The At-Large members are selected by secret ballot of the Board of Directors following a posting of an At-Large members slot on the MCLA website for at least 30 days.

Section 2. Board of Directors Duties. The Board of Directors shall manage the affairs of MaineCLA such as formulating policy for MaineCLA, selecting officers, setting the time and place for the annual meeting, establishing necessary committees to carry out the work of MaineCLA, developing an annual budget, filling vacancies in office until the next election and implementing other activities of MaineCLA not specifically assigned to other members. The Board of Directors will identify a bank or fiscal agent for handling all funds of MaineCLA. The President and Treasurer have the authority to pay bills. Any contracts, promissory notes and other obligations of the MaineCLA shall be signed by both the President and Treasurer unless the Board of Directors specified differently.

Section 3. Meetings. The Board of Directors shall meet at the call of the President at least four times annually, with at least one meeting designated as a general membership/business meeting which offers members an opportunity to govern the affairs of MaineCLA.

Section 4. Board of Director Terms. The term of a Board of Director will be three years. Board of Directors may serve two consecutive three-year terms. Partial terms on either end of the two consecutive three-year terms could extend a Board of Director's term beyond six years. Terms of Board members will be staggered to ensure organizational continuity.

Section 5. Board of Director Vacancies. Any Board of Director vacancies will be filled through the recommendation of the regional division.

Article 6 - Officers

Section 1. Officers of the MaineCLA will be elected by the Board of Directors by simple majority of the Board of Directors at their first meeting of the year. The officers of MaineCLA shall be a President (who shall have been the President-elect), a President-Elect, Secretary, and Treasurer.

Section 2. The term of officers will begin July 1 and end on June 30 for the duration of the term.

Section 3. The President and President-Elect will serve a one-year term. The Board of Directors may re-elect the President and President-Elect to a second one-year term. The Secretary will be elected for a two-year term. The Treasurer will be elected for a three-year term. The President, President-Elect, and Secretary are selected from the Board of Directors.

Section 4. The successive officers of MaineCLA are the President-Elect to President.

Section 5. The President shall preside at all meetings of the Board of Directors and of MaineCLA, and also shall perform all other duties pertaining to the office as specified in the MaineCLA bylaws.

Section 6. The President-Elect shall preside at all meetings of the Board of Directors and of MaineCLA in the absence of the President, as well as other duties assigned by the President.

Section 7. The Secretary shall record and maintain the minutes of all meetings of the Board of Directors and the MaineCLA and shall be responsible for all correspondence of MaineCLA as assigned by the President.

Section 8. The Treasurer will be responsible for overseeing the finances of the MaineCLA and for maintaining accurate records of receipts and expenditures and shall prepare and collect annual dues and funds of MaineCLA, deposit all monies collected, pay all bills and demands of MaineCLA, when authorized by the Board of Directors, prepare and file all necessary federal and state financial requirements, make available all books and records for professional audit and inspection of the Board of Directors, co-sign with the President all checks over \$1,000, prepare an annual budget with the President, and submit an annual report to the Board of Directors and MaineCLA. The Treasurer is a voting members of the Board of Directors, must be a members of MaineCLA, is compensated as per rules established by the Board of Directors, and will serve a three year renewable term.

Section 9. Officer Vacancies. All officer vacancies will be filled through a simple majority election of the Board of Directors.

Article 7 - Removal from Office

A Board of Director or Officer may be removed by vote of three-fourths (3/4) of the Board of Directors.

Article 8 - Committees

Committees of MaineCLA shall be appointed by the Board and charged in writing with their responsibilities. The Board of Directors shall provide assistance as needed in the development of committee activities.

Section 1. Executive Committee of the Board. The Board of Directors may, but is not required, to designate an executive committee. If an executive committee is designated, the executive committee of the Board of Directors shall consist of the current President, the immediate past-President, and the President-elect. The current President or his/her designee will chair the Executive Committee.

Section 2. The Executive Committee shall act only in the intervals between meetings of the Board of Directors and shall have the authority to fill vacancies on the Board, amend or reject any recommendation brought forward by a standing or ad hoc committee, and speak on behalf of the membership.

Article 9 - Publications and Website

MaineCLA may publish such newsletters, journals and other publications and maintain a website as the Board of Directors may direct.

Article 10 - Expenditures

The funds of MaineCLA shall be dispersed in accordance with annual budgets as approved by the Board of Directors. The transfer of unused balances from one line in the budget to another budget line shall be at the discretion of the Board of Directors. The Board of Directors shall audit the accounts prepared by the Treasurer each year.

Article 11 - Reviewing and Amending

Section 1. The bylaws will be reviewed annually by the Board of Directors.

Section 2. The bylaws may be amended or repealed at any business meeting for the transaction of official business by a vote of two-thirds (2/3) of the members present. The amendment shall be submitted in writing to the membership at least thirty (30) days prior to the meeting.

Article 12 - Quorum

The members present at the annual meeting shall constitute a quorum for the transaction of business. Five or more members of the Board of Directors shall constitute a quorum of that body.

Article 13 - Miscellaneous

The members of the Board of Directors, including its officers, shall serve without compensation, except that the Board of Directors may authorize the payment by MaineCLA for reasonable expenses incurred by the members of the Board of Directors in the performance of their duties.

Article 14 - Liquidation of Assets

No part of the net income, revenue, and grants of MaineCLA shall inure to the benefit of any members, officer, or private individual (except that reasonable compensation may be paid for services rendered in connection with one or more purposes), and no member, officer, or private individual shall be entitled to share in the distribution of any part of the assets of MaineCLA on its dissolution or liquidation. In the event of such dissolution or liquidation, the assets of MaineCLA, after any payments or debts or obligations, shall be transferred to an organization with federal tax exemption for charitable and educational uses and purposes similar to the MaineCLA. This exempt organization shall be designated by the final Board of Directors of MaineCLA.

[Adopted: 10/14/08; revised: 10/24/11]