

Proposed Amendments

The AEA Implementation Team, established by the AEA Special Representative Assembly (RA), met Jan. 10, 2009 at the AEA building in Little Rock. The team submitted the following proposed amendments to the AEA Constitution and Bylaws, to comply with the Redesign Report approved by the Special RA on Nov. 15, 2008. These amendments were approved by the AEA Constitution, Bylaws and Rules Committee on Jan. 24, 2009 and by the AEA Board of Directors on Feb. 14, 2009. Delegates will be able to vote on the proposed amendments by secret ballot during the next RA, scheduled for April 18.

Each amendment should be voted **FOR** or **AGAINST**. All the small amendments accomplish the purpose in the recommendation. This will make the process easier.

Amendment I – Eliminate Executive Committee

Page 2

Constitution, Article VI: (lines 10-16) Delete Article and renumber.

Constitution, Article VII, Section 2: (line 26) Delete “Executive Committee”.

Page 5

Bylaws, Article I, Section 11, Due Process: (line 46) Delete “the Executive Committee”. Replace with “the Board of Directors”.

Pages 5-6

Strike the last sentence and insert the following: The decision by the Board of Directors shall be the final decision of the AEA. (lines 48-2).

Page 6

Bylaws, Article II, Section 2: Delete words “and executive committee members” (line 22) and delete phrase “executive committee member,” (line 26).

Bylaws, Article II, Section 3, Duties of the President: (lines 36-37) Delete phrase “the executive committee,”.

Page 7

Bylaws, Article II, Section 3, Duties of the Vice President: (line 19) Delete “the Executive Committee” Replace with “the AEA Board of Directors”.

Bylaws, Article II, Section 3, Duties of the Vice President: (lines 20-21) Delete “Executive Committee;” Replace with “Legal Services Committee”.

Bylaws, Article II, Section 3, Duties of the Secretary-Treasurer: (line 26) Delete “Executive Committee”. Replace with “Legal Services Committee”.

Bylaws, Article II, Section 3, Duties of the Secretary-Treasurer: (lines 30-31) Delete “Executive Committee”. Replace with “Legal Services Committee”.

Bylaws. Article II. Section 3. Duties of the Secretary-Treasurer: (line 32) Delete “Executive Committee”. Replace with “Legal Services Committee”.

Pages 7-8

Bylaws, Article II, Section 4: (lines 36-12) Delete entire Section and renumber.

Page 8

Bylaws, Article II, Section 5: (line 13) Delete “and Executive Committee members”

Bylaws, Article II, Section 6: (line 17) Delete phrase “the Executive Committee,”

Page 9

Bylaws, Article II, Section 7: (lines 21-22) Delete phrase “Executive Committee members,”

Bylaws, Article II, Section 11, Impeachment Procedure: (lines 45-46) and Delete “AEA Executive Committee” in a. Replace with ”AEA Board of Directors.”

Page 10

Delete “AEA Executive Committee” in c. (lines 3-4). Replace with “AEA Board of Directors”.

(lines 6-7) Strike 10D (The AEA Board of Directors will meet within 30 days to consider the charges).

(line 5) Change the 10 days in 10 c to 30 days and then add “of the sending of the notice” (so it’s clear that the 30 clock starts ticking when the notice is sent) -Re-letter E, F and G to be D, E and F (since we took out paragraph d).

Delete “Executive Committee” in B. (line 1) Replace with “Executive Director and an officer not charged”.

Pages 12-13

Bylaws, Article V, New Section 9 (lines 44-6):

Legal Services Committee. The Legal Services Committee of the AEA Board of Directors shall be comprised of the officers of the Association, the NEA Director, and 5 members elected from and by the AEA Board. The Board shall elect these five (5) members at the August Board meeting to staggered terms of two years each (3 in the odd year/2 in the even year). Members from ethnic minorities shall comprise at least 20% of the Special Committee with additional positions added to guarantee ethnic minority representation if necessary. A member elected by the board shall serve only while a member of the board and vacancies will be filled at the next regular meeting of the board. The Legal Services Committee will serve as the ULAP Appeal Panel. It will also carry out any duties assigned to it by the

Bylaws, the AEA Board of Directors, and the Representative Assembly.

Amendment II – Eliminate District Councils

Page 10

Bylaws, Article III, Section 1: Delete lines (lines 37-43) – 3 sentences beginning with “There” and ending with “Directors.”

Amendment III - Change Size of Board

Page 8

Bylaws, Article II, Section 6b: (line 24) Delete “600”. Replace with “800”.

Pages 8-9

Bylaws, Article II, Section 6d: (lines 34-2) Delete entire paragraph. Replace with:

“Ethnic minority members shall be represented on the Board at least in proportion to their membership in the association. Membership numbers will be reviewed and percentages calculated on January 25th of each year. If the percentage of such members elected to the Board fails to achieve such proportional representation, the Representative Assembly shall elect at-large the number of Board

members required to assure such representation. The term of office for such at-large positions shall be one year commencing on August 1.

If the calculation determines that a reduction in the at-large positions is necessary, the AEA Board shall declare the position to be void and the reduction in at-large positions shall take place on July 31. However, in honor of the ATA/AEA merger agreement no less than three minority members of the AEA Board shall be African-American.”

Page 9

Bylaws, Article II Section 6e: (line 3) Delete “900”. Replace with “1200”.

Bylaws, Article II, Section 6f: (line 5) Delete “900” replace with “1200”.

Bylaws, Article II, Section 6g: (lines 8-12) Delete “theredistrict.” Replace with “the number of members in each classification reaches 800 or major fraction thereof. Additional Directors will be added for every additional 800 members or major fraction thereof in the appropriate classification.”

Bylaws, Article II, Section 6i: Add “and d” (line 17).

Amendment IV – Re-Align Committees

Pages 11-12

Bylaws, Article V, Section 1: (lines 45-8) Delete section 1. Replace with new section 1. New Language:

Section 1 – Committees. The following committees are hereby established.
Standing Committees- Educational Policies and Practices; Professional Rights and Responsibilities; Human and Civil Rights (ATA Endowment); Government Relations; Membership, Benefits and Local Associations; Elections; Public Relations; Constitution, Bylaws, Rules, and Resolutions.
Advisory Committees- ESP Advisory; Retired Advisory; Student Advisory.
Board Committees- Budget and Program; Audit; Legal Services.

Page 12

Bylaws, Article V, Section 9 (lines 40-43) Delete entire section.

Amendment V – ATA Historical Spirit Amendment

Page 13

Bylaws, Article V, New Section 10: (lines 7-9) The Human and Civil Rights Committee shall ensure the administration of the ATA Endowment Fund and ensure the memory of the ATA is honored.

Clarification Amendments

Amendment VI - Clarifies NEA Executive Committee Member becomes part of AEA Board

Page 8

Bylaws, Article II, Section 6a. (line 21) Add “NEA” before Executive Committee.

Amendment VII - Clarifies Student Dues set by AEA Board

Page 5

Bylaws, Article I, Section 9D: (lines 39-41) Delete sentence. Replace with “Annual Dues of student members will be determined by the AEA Board of Directors acting on a recommendation from the Student AEA Representative Assembly.”

Amendment VIII - Editorial Amendment

Page 4

Bylaws, Article I, Section 3: (line 36) Delete “or”. Replace with “and”.

Amendment IX – Adds NEA Director Alternate to the list of who cannot serve in AEA Statewide Office after employment resignation or retirement

Page 6

Bylaws, Article II, Section 2: (line 26) Add after NEA Director “or alternate”. Rationale: Clean up, making sure to include all in directive from Bylaws.

Amendment X - “Cannot hold two AEA statewide offices at the same time” (Moving from election guidelines to Bylaws)

Page 6

Bylaws - Article II - Section 1 (line 14-16) Add sentence. “A person may hold only one AEA state elective office at a time with the exception of NEA Delegate.” Rationale: Transfers a restriction from the election Guidelines to the Bylaws.

**Work Copy of the AEA Constitution & Bylaws for
AEA Representative Assembly**

~~January 10, 2009~~

~~January 12, 2009~~

January 26, 2009 (See changes in Blue)

Approved by AEA Board on February 14, 2009

As revised March 2007

Print Date August 2008

ARTICLE I

Name

The name of the corporation is the Arkansas Education Association, commonly referred to as the "AEA."

ARTICLE II

Duration

The period of its duration is perpetual.

ARTICLE III

Purpose

This corporation shall be a nonprofit corporation. It shall not engage in any regular business of a kind ordinarily carried on for profit. No part of the income of the corporation shall inure in a manner to the benefit of any member or individual, other than as reasonable compensation for services performed or materials furnished. It shall have as its general purpose the promotion of education in the State of Arkansas and the advancement of the educator professionally, economically and socially.

ARTICLE IV

Members

The qualifications, classifications, rights and obligations of members of said corporation shall be prescribed by the bylaws.

ARTICLE V

Officers

Section 1—Officers. The officers of the corporation shall consist of a president, vice president, secretary-treasurer, and executive director.

Section 2 — Qualifications, Terms and Duties. The officers shall have such qualifications, terms of office, and duties as may be established by the bylaws.

1 h. classroom teachers, educational support professionals and administrators shall be represented
2 in the assembly in a proportion equal to their membership in AEA.

3 **Section 2 — Organization and Procedures.** The Representative Assembly shall have power to
4 provide for its organizational structure and procedure except that the president of the association or, in his
5 absence, the vice president shall preside at sessions of the Representative Assembly.

6 **Section 3 — Meetings.** The Representative Assembly shall meet at such time or times as the
7 assembly in session or the Board of Directors may determine, provided there shall be at least one meeting
8 annually. The RA shall be called into session at the request of twenty-five (25) percent of the certified
9 delegates by petition, provided that those delegates represent at least half of all AEA districts. The
10 president shall call the RA into session within 30 days of the receipt of the petitions.

11 **Section 4 — Duties.** The Representative Assembly shall:
12 a. establish association policies and objectives;
13 b. adopt the annual budget;
14 c. exercise final authority in all matters of the association;
15 d. amend the Constitution and Bylaws in accordance with Article XI of the constitution;
16 e. adopt rules and agenda governing its meetings;
17 f. enact such other measures as may be necessary to achieve the goals and objectives of the
18 association which are not in conflict with this Constitution and Bylaws.

19
20 **ARTICLE ~~X~~ VIII**

21 **Principal Office**

22
23 The location and street address of the principal office of the Association is 1500 West 4th Street,
24 Little Rock, Arkansas 72201.

25
26 **ARTICLE ~~X~~ IX**

27
28 **Incorporators (1969)**

29 The name and address of each incorporator is:
30 Pansy Puckette, 1726 Dudney Road, Magnolia 71753
31 Walter Littlejohn, Ark. AM&N College, Pine Bluff 71601
32 Forrest Rozzell, 1500 West 4th Street, Little Rock 72201
33 T.E. Patterson, 1306 Wright Avenue, Little Rock 72206

34
35 **ARTICLE ~~XI~~ X**

36
37 **Amendments**

38 **Section 1—Proposal of Amendments.** The amendments to the Constitution or Bylaws may be
39 proposed to the Representative Assembly by one or more of the following methods:

40 a. by a majority vote of the Board of Directors;
41 b. by a petition signed by at least 50 AEA members and submitted to the Board of Directors for
42 presentation to the Representative Assembly.

43 **Section 2 — Amendments to the Constitution.**

44 a. Proposed amendments to the Constitution shall be presented in writing to the president's office
45 at least 60 days prior to the Representative Assembly;
46 b. Text of proposed amendments shall be distributed to the membership in an official publication
47 of the AEA at least 30 days prior to the Representative Assembly.
48 c. This Constitution may then be amended at any regularly scheduled meeting of the
49 Representative Assembly by a 2/3 vote of the delegates present and voting.

1 **Section 6 — Student.** Any student enrolled in a teacher education program in a college or
2 university and receiving basic preparation for initial teaching experience may become a student member
3 by joining a chapter of the Student AEA. Any person who is eligible for active membership or has been
4 eligible for active membership through professional educational employment shall not be eligible for
5 student membership. A student member shall be eligible to vote at the Representative Assembly and
6 serve on the Board of Directors if elected.

7 **Section 7 — Substitute.** An educational employee employed on a day-to-day basis who is not
8 eligible for membership in the active category shall have the option of joining the association as a
9 substitute member, unless said employee is drawing educational retirement benefits and is eligible for
10 AEA-Retired membership.

11 **Section 8 — Membership Year.** The membership year shall extend from September 1 to August
12 31. Any member who is in default in payment of dues for a period of two months shall be deemed
13 delinquent and shall be dropped from membership.

14 **Section 9 — Dues.**

15 A. Active (Professional and Educational Support Professional) Annual Professional dues rounded
16 to the nearest dollar shall be .75 percent of the mean of the previous three (3) years of the classroom
17 teacher average salary as defined by the Arkansas Department of Education, of which four 4.0% shall be
18 set aside for a separate capital outlay fund, and two percent (2%) shall be set aside for an emergency
19 reserve fund which can only be expended on majority approval of the RA. ESP dues shall be \$155.00
20 until they reach 40% of professional dues and shall then be 40% of professional dues. If the three-year
21 classroom teacher salary average causes the 2005-2006 AEA dues to fall below the 2004-2005 amount,
22 then the 2004-2005 AEA dues amount will be the default amount for 2005-2006.

23 Any person (i) who joins as a professional teacher member or an educational support professional
24 member for the first time after the commencement of the membership year, (ii) who is eligible for active
25 membership (teacher or education support professional) after the commencement of the membership year,
26 or (iii) who returns to professional educational employment or to an educational support position from a
27 limited leave of absence after the commencement of the membership year shall be enrolled in full
28 standing for the remainder of the membership year by paying the amount of annual dues which is
29 commensurate with the remaining portion of the membership year.

30 Any person eligible for ESP membership who is regularly employed less than 20 hours per week
31 will become an active member by paying one-half (1/2) the ESP membership fee.

32 B. Associate

33 Annual dues of associate members will be determined by the AEA Board of Directors.

34 C. Retired

35 Annual dues for retired members shall be \$15 for all members enrolling after August 31, 1991.

36 Any person eligible for retired membership may become a retired life member upon payment of \$200.

37 Such person shall maintain life membership in AEA as long as he or she retains membership in NEA.

38 D. Student

39 ~~Annual dues of student members are determined by a vote of delegates at the Student AEA~~

40 ~~Representative Assembly~~ Annual Dues of student members will be determined by the AEA
41 Board of Directors acting on a recommendation from the Student AEA Representative Assembly.

42 E. Substitute

43 Annual dues of substitute members will be determined by the AEA board of directors.

44 **Section 10 — Code of Ethics.** Adherence to the Code of Ethics adopted by the association shall
45 be a condition of membership.

46 **Section 11 — Due Process.** ~~The Executive Committee~~ The Board of Directors shall have the
47 power to censure, suspend, or expel any officer, member or affiliate for just cause, with the provision of
48 due process rights. ~~Any such decision of the Executive Committee Board~~

1 ~~**of Directors may be appealed to the Board of Directors. The decision by the**~~
 2 ~~**Board of Directors shall be the final decision of the AEA.**~~

3
 4 **Section 12 — Separation.** All rights, title, and interest, both legal and equitable of a member in
 5 and to the property of the association shall cease and desist in the event of any of the following: (a)
 6 suspension, expulsion, or dropping from membership; (b) death or resignation; (c) holding an office,
 7 publicly participating in the leadership of, or participation (which may cause damage to the AEA) in a
 8 rival organization.

9 10 ARTICLE II

11 Governance

12
 13 **Section 1—Election Procedures.** The AEA shall conduct its elections ensuring that the
 14 principles of open nominations, one person-one vote, and a secret ballot are followed. **A person may**
 15 **hold only one AEA state elective office at a time with the exception of NEA**
 16 **Delegate.**

17 **Section 2—Officers and Terms.** The elective officers of the association shall be the president,
 18 the vice president, and the secretary-treasurer. The elective officers shall be elected by a vote of the
 19 general membership. The terms of the president, vice president and secretary-treasurer of the state
 20 association shall be for two years. All candidates for the office of president, vice president, and secretary-
 21 treasurer shall have been active members of the association for at least two (2) years immediately
 22 preceding the election. All executive officers ~~and executive committee members~~ shall be elected
 23 from the active membership of the association.
 24 Completing any unexpired terms shall not constitute a term for the purpose of this
 25 section. Secretary-treasurer will be elected on alternate years from the president and vice president. Any
 26 officer, ~~executive committee member~~, board of director member, or NEA Director **or alternate**
 27 who resigns his/her position of professional employment and is eligible for retirement benefits as a
 28 member of the Arkansas Teacher Retirement System must also resign his/her AEA/NEA elected position
 29 to be effective at the same time as his/her retirement from the position which qualified him/her as an
 30 active member of the AEA.

31 **Section 3 — Duties of Executive Officers**

32 **Duties of the President.** The president represents the AEA as spokesperson on matters of policy
 33 or shall assign, at his or her discretion, responsibility for such representation. The president advocates the
 34 organizational positions before the public, the legislature, and governmental agencies and offices;
 35 promotes the organization and public education; serves as NEA's The Fund for Children and Public
 36 Education representative; reviews AEA policies and makes recommendations to be considered by ~~the~~
 37 ~~executive committee~~, the board, and the representative assembly; proposes policies, programs, and
 38 resource allocations which set organizational direction and priorities; and instills confidence and
 39 commitment through inspiration.

40 The president shall prepare the agenda for the governing bodies of the AEA and the program for
 41 the annual meetings in consultation with the executive director; appoint all committee chairpersons and
 42 members with the advice and consent of the board; fill committee vacancies with the advice and consent
 43 of the board; fill vacancies that occur on the board with the advice and consent of the board; appoint ad
 44 hoc committees and task forces as needed with the advice and consent of the board; serve as a member of
 45 all committees authorized by the governing bodies; preside at all meetings of the Representative
 46 Assembly, the Board, and ACCPE; preside at meetings of the NEA convention state delegation unless
 47 otherwise provided for in the standing rules of the Arkansas NEA Caucus; serve as a state delegate to

1 the NEA Representative Assembly during his or her tenure of office; serve as a part of the
2 management team (manager of governance section of the budget); fulfill such other duties as his or her
3 office requires and as provided for in the Constitution and Bylaws of the association.

4 The president shall be the chief executive officer of the AEA; sign all contracts and other
5 instruments approved by the board; and approve the executive director's advances and vouchers. All
6 advances shall be for association related business in the performance of duties. In case of abuse the person
7 approving will share in the responsibility.

8 The president shall co-sign with the secretary-treasurer or executive director authorization for
9 disbursement of AEA funds. Such authorization is to be used when the executive director or the
10 secretary-treasurer is incapacitated or a vacancy exists in either position.

11 The president shall serve as a fiduciary agent of the board; work with and support the executive
12 director in the conduct of the corporate operations; facilitate the selection, hiring, and terms and
13 conditions of employment of the executive director, ensure the evaluation of the executive director;
14 provide for the generation of information necessary for a governance review and evaluation of
15 organization effectiveness.

16 **Duties of the Vice President.** The vice president shall act for the president when the president is
17 unable to perform the duties of his or her office or when the president shall be absent for an extended
18 period of time. When the president's ability to perform the duties of his or her office is in question, the
19 ~~Executive Committee~~ AEA Board of Directors will meet to make a determination.

20 The vice president shall serve as a member of the ~~Executive Committee~~ Legal Services
21 Committee; serve as vice-chairperson of the ACCPE; serve as a voting member of the Budget/Program
22 Committee with full rights and privileges; serve as a nonvoting member of all standing committees; serve
23 as a state delegate to the NEA Representative Assembly during his or her tenure of office; and perform
24 such other duties as are stipulated by the Constitution and Bylaws of the association.

25 **Duties of the Secretary-Treasurer.** The secretary-treasurer shall serve as a member of the
26 ~~Executive Committee~~ Legal Services Committee; serve as chair of the Budget/Program Committee;
27 see that all expenditures of funds are consistent with the budget approved by the board; require
28 verification by the executive director of all statements justifying all expenditures of funds; co-sign with
29 the executive director or president, in the event the executive director is incapacitated, authorization for
30 disbursement of AEA funds; take the official minutes of the ~~Executive Committee~~ Legal Services
31 Committee, the Board, ACCPE Council, and ACCPE Executive Committee; mail the minutes of the
32 ~~Executive Committee~~ Legal Services Committee and the board to the Board members within fifteen
33 (15) days of the meeting; serve as a state delegate to the NEA Representative Assembly during his or her
34 tenure of office; and perform such other duties as are stipulated by the Constitution and Bylaws of the
35 association.

36 ~~Section 4—Executive Committee and Terms. There shall be an Executive Committee~~
37 ~~composed of the president, the vice president, the secretary-treasurer, the NEA director, NEA~~
38 ~~officers and executive committee members from Arkansas who shall have ex-officio~~
39 ~~nonvoting status, and five other members elected by the Representative Assembly from the~~
40 ~~AEA membership. Those elected shall become members of the AEA Board of Directors.~~

41 ~~The Executive Committee shall perform such duties as are assigned to it by the Board~~
42 ~~and/or the Representative Assembly.~~

43 ~~The term of office for members of the Executive Committee shall be two years~~
44 ~~beginning August 1, 1985. Executive Committee members shall serve alternating terms.~~
45 ~~Executive Committee members shall~~

1 ~~be elected at the Representative Assembly. Two committee members shall be elected each~~
2 ~~even-numbered~~
3 ~~year. Three committee members shall be elected each odd-numbered year.~~

4 ~~Ethnic minority members of the Executive Committee shall comprise representation at~~
5 ~~least proportionate to the ethnic minority membership of the state. A special election shall be~~
6 ~~held to ensure proportionate ethnic minority representation when necessary.~~

7 ~~Executive Committee members elect shall serve as ex officio nonvoting members of~~
8 ~~the AEA Executive Committee and Board of Directors from the date of their election to the~~
9 ~~beginning of their term of office.~~

10 ~~The vacancy(ies) on the Executive Committee shall be filled by members of the~~
11 ~~Executive Committee until the first RA following the vacancy, subject to the approval of the~~
12 ~~Board of Directors.~~

13 ~~Section 5 4—Service of Governance.~~ AEA officers ~~and Executive Committee members~~
14 shall serve no more than two (2) terms in succession or a total of five (5) years.

15 ~~Section 6 5—Board of Directors and Terms.~~

16 a. ~~The Board of Directors shall consist of the president, vice president, the secretary-treasurer,~~
17 ~~the Executive Committee,~~ the NEA director who shall be a classroom teacher or educational support
18 professional, and a minimum of one board member who shall be a classroom teacher or educational
19 support professional who does not have the authority to hire, evaluate, transfer, discipline, dismiss, or
20 otherwise direct employees or to effectively recommend any of the aforesaid actions from each of the
21 association's districts. NEA officers and NEA Executive Committee/board members from Arkansas who
22 are not already elected to the Board, may have ex officio nonvoting status.

23 b. Additional board members from the association's districts shall be based on one board
24 member for every ~~600-800~~ active members or major fraction thereof. Student and retired members shall
25 not be computed in determining the representation entitlements for AEA districts.

26 c. Active members employed in educational support positions shall be represented on the board
27 at least in proportion to their membership in the association. Membership numbers will be reviewed and
28 percentages calculated on January 25th. If the percentage of such members elected to the board fails to
29 achieve such proportional representation, the Representative Assembly shall elect at-large the number
30 required to assure such representation. The term of office for such at-large positions shall be one year
31 commencing August 1. If the calculations determine that a reduction in the at-large positions is necessary,
32 the AEA Board shall declare the position to be void and the reduction in at-large positions shall take place
33 on July 31st.

34 ~~The Board shall have three (3) ethnic minority directors elected at-large. The combined~~
35 ~~at-large positions and minority district directors shall comprise representation at least~~
36 ~~proportionate to the ethnic minority membership of the state on the Board of Directors.~~
37 ~~Where necessary, the RA shall elect additional ethnic minority directors at-large to ensure~~
38 ~~ethnic minority representation~~ Ethnic minority members shall be represented on the Board at
39 least in proportion to their membership in the association. Membership numbers will be reviewed
40 and percentages calculated on January 25th of each year. If the percentage of such members
41 elected to the Board fails to achieve such proportional representation, the Representative Assembly
42 shall elect at-large the number of Board members required to assure such representation. The term
43 of office for such at-large positions shall be one year commencing on August 1. If the calculation
44 determines that a reduction in the at-large positions is necessary, the AEA Board shall declare the
45 position to be void and the reduction in at-large positions shall take place on July 31. However, in

1 **honor of the ATA/AEA merger agreement no less than three minority members of the AEA Board**
2 **shall be African-American.**

3 e. Retired members shall have one director for every ~~900-1200~~ retired members or major
4 fraction thereof. These directors will be elected at-large among the retired members statewide.

5 f. Student members shall have one director for every ~~900 1200~~ student members or major
6 fraction thereof. These directors will be elected at-large at the Student AEA Representative Assembly.

7 g. Administrator members and higher education members shall each be entitled to an ex-officio
8 seat on the Board of Directors. Such seat shall carry voting privileges whenever ~~there are sufficient~~
9 **members within each classification equal to membership of the smallest AEA district the**
10 **number of members in each classification reaches 800 or major fraction thereof. Additional**
11 **Directors will be added for every additional 800 members or major fraction thereof in the**
12 **appropriate classification.**

13 h. The method of transition and number of districts under this amendment shall be determined
14 by the AEA Board of Directors and shall be reviewed and brought into compliance with the one-person-
15 one-vote standard every five years.

16 i. The term of office of the elected members of the board, with the exception of at-large
17 positions added as a result of section c ~~and d~~ shall be three years. A board member elected from an AEA
18 district (or at-large) shall serve no more than two (2) terms in succession. At-large Directors shall serve
19 no more than 6 years in succession.

20 **Section ~~7 6~~—Alternates and Terms.** Alternates to the AEA Board of Directors shall be elected
21 by the eligible voting AEA members for each director position except AEA officers, ~~Executive~~
22 **Committee members**, and the NEA director. Alternates shall be elected for the same term at the same
23 time and in the same manner as the director.

24 **Section ~~8 7~~—Service Year.** The service year as related to officers and board members of the
25 association shall extend from August 1 through July 31.

26 If on January 25 of two (2) consecutive years the active association membership of a district or the
27 total membership of a membership category deserving of a board position is less than that required to
28 establish and maintain the positions of its directors, the number of its additional directors shall be reduced
29 according to the membership on January 25 of the second (2nd) consecutive year.

30 **Section ~~9 8~~—Vacancies.** Any vacancy on the board of directors caused by resignation, death or
31 removal from the district shall be filled by appointment by the president subject to approval of the board.
32 Such appointed members to serve until the next annual election when such unexpired term shall be filled
33 by election. Such appointed persons shall be eligible for election to one full term.

34 Vacancies in the retired and student directorships shall be filled by the recommendation of the
35 respective advisory committees subject to the approval of the AEA Board.

36 **Section ~~10 9~~—Newly Created Positions.** New board positions created under section 6 of this
37 article shall be reported to the Board of Directors and filled by appointment of the president at the next
38 board meeting subject to the advice and consent of the Board of Directors. Such appointed members shall
39 serve until the next regularly scheduled election.

40 **Section ~~11 10~~—Impeachment Procedure.** Officers of the Association may be impeached for
41 violation of the code of ethics of the education profession, for misfeasance, for malfeasance, or for
42 nonfeasance in office. AEA officers shall be subject to impeachment in accordance with the provisions of
43 this bylaw:

44 a. The presentation of a petition signed by at least five percent of the general membership shall be
45 presented to the executive director who shall call a meeting of the ~~AEA Executive Committee~~ ~~AEA~~
46 **Board of Directors.**

1 b. The ~~Executive Committee~~ Executive Director and an officer not charged will present the
2 charges to the Board of Directors.

3 c. The officers in question shall be notified of the charges and of the meeting date by the ~~AEA~~
4 ~~Executive Committee~~ AEA Board of Directors and a due process hearing shall be held within
5 ten ~~(10)~~ **(30)** days of the sending of the notice.

6 ~~d. The AEA Board of Directors will meet within 30 days to consider the~~
7 ~~charges.~~

8 ~~e.d.~~ The AEA Board of Directors will decide by majority vote whether to present the
9 impeachment charge to a specially called meeting of the Representative Assembly unless a regularly
10 scheduled meeting of the Representative Assembly will occur within 30 days.

11 ~~f.e.~~ The AEA Board of Directors shall suspend with pay the affected officer until the
12 Representative Assembly meets.

13 ~~g.f.~~ Upon a two-thirds vote of the Representative Assembly, the office in question shall be
14 declared vacant.

15 ~~h.g.~~ If the accused officer is the presiding officer, the next highest ranking officer shall preside at
16 the meeting and shall call all meetings of the Board.

17 **Section 12-11—Recall.** An elected official of the AEA shall be subjected to recall upon receipt of
18 a petition signed by 20 percent of the general membership of the AEA stating the specific grounds for the
19 recall. The petition shall be presented to the AEA elections committee who shall call for an election
20 within 45 consecutive days. Removal from office shall be immediate.

21 **Section 13-12—Executive Director.** The executive director shall be appointed by the Board of
22 Directors for a term of employment not to exceed two years. He or she shall furnish a bond, the amount
23 and surety of which shall be determined by the Board of Directors. He or she shall have such
24 qualifications and receive such remuneration as the Board of Directors may prescribe.
25

26 ARTICLE III

27 Affiliation

28 **Section 1—Affiliation.** A local association meeting the requirements established by the
29 Representative Assembly may become an affiliate organization by filing an application to affiliate with
30 the Board of Directors and submitting for review its Constitution or Articles of Incorporation and such
31 other statements of ethics and policies as the Board of Directors may require.
32

33 If the Board finds that the Constitution or Articles of Incorporation and other statements of
34 policies and ethics do not conflict with the Constitution, Bylaws and policies of the AEA, it shall
35 recognize the local association as an affiliate by issuing to it a certificate or charter of affiliation and
36 thereby entitle its members to representation in the Representative Assembly provided by the Articles of
37 Incorporation and Bylaws of the association. ~~There may be an AEA District Council formed by the~~
38 ~~local affiliates within each AEA district upon a majority vote of the local associations within~~
39 ~~the AEA district. The council may elect officers, maintain a treasury, provide programs and~~
40 ~~act as a coordinating agency for communication between and among its various local~~
41 ~~associations and to assist in providing Association services to members located therein. The~~
42 ~~AEA District Council shall operate under a recommended constitution, bylaws and guidelines~~
43 ~~established by the AEA Board of Directors.~~

44 **Section 2—Ethnic Minority Representation.** Affiliates of the association shall take all
45 necessary steps to assure that their elective and appointive bodies shall have ethnic minority

1 representation at least proportionate to the ethnic minority membership of the local affiliate. The affiliates
2 shall conduct all elections with open nominations and secret ballot.

3
4 **ARTICLE IV**

5
6 **Representative Assembly**

7 **Section 1—Composition.** The AEA Representative Assembly shall be apportioned on the basis of
8 one person-one vote. Each local affiliate shall be entitled to representation through direct or clustered
9 apportionment on a ratio of one (1) delegate for every fifteen (15) active and/or educational support
10 members or major fraction thereof.

11 Classroom teachers, educational support professionals, and administrators shall be represented in
12 the assembly in a proportion equal to their membership in AEA. The method of selecting delegates shall
13 be by open nomination and secret ballot. The Board of Directors shall be responsible for enforcing this
14 section.

15 **Section 2—Qualifications.**

16 Each delegate must be a member of AEA and a classroom teacher or ESP that does not have the
17 authority to hire, evaluate, transfer, discipline, dismiss, or otherwise direct employees or to
18 effectively recommend any of the aforesaid actions.

19 **Section 3 — Powers and Duties.** In addition to the powers and duties prescribed in the Article of
20 Incorporation, the Representative Assembly shall:

21 a. establish procedures for the nomination and election of officers, NEA director for
22 Arkansas and members of the Board, provided that such procedures shall provide for open nominations, a
23 secret ballot, and the principle of one member-one vote to the extent that it is possible with ethnic
24 minority and classroom teacher guarantees;

25 b. establish requirements for the affiliation of local associations. Requirements in effect at the
26 time of the adoption of these Bylaws shall continue in effect until changed by action of the Assembly.

27 c. approve all proposed amendments to the Charter or Bylaws;

28 d. approve each initiated act or proposed amendment to the state constitution that arises
29 within the Association before petitions for the same are submitted to the public;

30 e. elect a person to fill any vacancy in an office in the event of the death or incapacity or
31 resignation of an officer, provided that the vice president shall fill the office of president and the alternate
32 NEA director shall fill the office of NEA director;

33 f. elect the NEA director and alternate NEA director and ethnic minority board of directors
34 members when required to insure representation at least proportionate to the ethnic minority membership
35 of the state.

36 **Section 4—Ethnic Minority Representation.** Allocations of ethnic minority representation shall
37 be at least equal to the proportion of identified ethnic minority population within the local association.
38 Each affiliate shall insure that, whenever possible, the local delegation to the Representative Assembly
39 shall reflect these ethnic minority populations. If an affiliate fails to comply with this provision, the
40 Representative Assembly may refuse to seat the respective affiliate delegation.

41
42 **ARTICLE V**

43
44 **Committees**

45 **Section 1—Committees.** ~~The following committees are hereby established: Educational~~
46 ~~Practices and Policies; Professional Rights and Responsibilities; Human Relations;~~
47 ~~Government Relations; Membership, Local Association; Resolutions; Public Relations;~~
48 ~~Minority Affairs, Constitution, Bylaws, and Rules; Budget Program; Elections; Member~~

1 **Benefits; ATA Endowment; Retired Advisory; Student Advisory; and Educational Support**
 2 **Professional Advisory** The following committees are hereby established.
 3 **Standing Committees- Educational Policies and Practices; Professional Rights and**
 4 **Responsibilities; Human and Civil Rights (ATA Endowment); Government Relations;**
 5 **Membership, Benefits and Local Associations; Elections; Public Relations; Constitution, Bylaws,**
 6 **Rules, and Resolutions.**
 7 **Advisory Committees- ESP Advisory; Retired Advisory; Student Advisory.**
 8 **Board Committees- Budget and Program; Audit; Legal Services.**

9
 10 **Section 2—Size.** The number of members constituting each committee shall be established by the
 11 Board of Directors.

12 **Section 3—Term.** The term of office for each committee member shall be three years with
 13 appointments made on a staggered basis so that the terms of approximately one-third
 14 expire annually. Members may be reappointed.

15 **Section 4—Appointments.** Committee appointments shall be made by the president, subject to
 16 approval of the board. The president is empowered to replace inactive members and fill vacancies which
 17 occur, subject to approval of the Board.

18 **Section 5—Other Committees.** With the approval of the Board of Directors, the president may
 19 appoint such other committees as are necessary.

20 **Section 6—Ethnic Minority Representation.** There shall be a minimum of ethnic minority
 21 representation at least proportionate to the ethnic minority membership of the state population
 22 on each committee.

23 **Section 7—Budget/Program Committee.** The budget/program committee shall be comprised of
 24 seven(7) members whose function shall be to prepare with the vice president, the secretary-treasurer,
 25 and the executive director, the annual budget. The vice-president and the secretary-treasurer shall be
 26 members during their terms of office. The Board of Directors shall elect at its first meeting following
 27 August 1, five(5) of its members for staggered three(3) year terms. Members from ethnic minorities shall
 28 comprise at least twenty(20) percent of the committee. The board shall elect additional members as
 29 appropriate to assure such ethnic minority representation. A member elected by the Board of Directors
 30 shall serve only while a member of the board. The secretary-treasurer shall serve as chairperson. In event
 31 of a vacancy, the AEA Board shall elect a replacement.

32 **Section 8—Audit Committee.** The audit committee shall be comprised of five (5) members
 33 whose function shall be to ensure the thoroughness, fairness and accuracy of financial information and the
 34 annual audit. The NEA Director for Arkansas shall be the chair during her/his term of office. The Board
 35 of Directors shall elect at its first meeting following August 1, four (4) of its members for staggered two
 36 (2) year terms. Members from ethnic minorities shall comprise at least twenty percent (20%) of the
 37 committee. The board shall elect additional members as appropriate to ensure such ethnic minority
 38 representation. A member elected by the Board of Directors shall serve only while a member of the board.
 39 In event of a vacancy, the AEA Board shall elect a replacement at its next regular meeting.

40 **~~Section 9—ATA Endowment. The Arkansas Teachers Association Endowment~~**
 41 **~~Committee shall be comprised of seven (7) members, a majority of whom shall be black. The~~**
 42 **~~committee's function shall be to ensure that the memory of the ATA is honored and to~~**
 43 **~~administer the funds of the ATA endowment.~~**

44 **Section 9 - Legal Services Committee. The Legal Services Committee of the AEA**
 45 **Board of Directors shall be comprised of the officers of the Association, the NEA Director, and 5**
 46 **members elected from and by the AEA Board. The Board shall elect these five (5) members at the**
 47 **August Board meeting to staggered terms of two years each (3 in the odd year/2 in the even year).**
 48 **Members from ethnic minorities shall comprise at least 20% of the Special Committee with**

1 additional positions added to guarantee ethnic minority representation if necessary. A member
2 elected by the board shall serve only while a member of the board and vacancies will be filled at the
3 next regular meeting of the board.

4 The Legal Services Committee will serve as the ULAP Appeal Panel. It will also
5 carry out any duties assigned to it by the Bylaws, the AEA Board of Directors, and the
6 Representative Assembly.

7 Section 10 - ATA Historical Spirit Amendment. The Human and Civil Rights
8 Committee shall ensure the administration of the ATA Endowment Fund and ensure the memory
9 of the ATA is honored.

10
11
12 **ARTICLE VI**

13 **Parliamentary Authority**

14 Robert's Rules of Order, Newly Revised, shall be the parliamentary authority for the Association.
15 The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the
16 association in all cases to which they are applicable and in which they are not inconsistent with the
17 Bylaws and any special rules of order the association may adopt.
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