

## UTeach STEM Educators Association (USEA) Bylaws

### ARTICLE I – NAME

The name of this association shall be UTeach STEM Educators Association (USEA), hereafter referred to as the “Association.”

### ARTICLE II – PURPOSE AND OBJECTIVES

The Association exists to develop STEM literacy for all students through innovation and excellence in university-based teacher education.

Consonant with this purpose, the major objectives of the Association are as follow:

1. Create a community of UTeach programs, faculty, staff and alumni through networks, opportunities, and resources that support them to thrive in their universities, schools, and communities.
2. Continuous improvement of the UTeach curriculum and model through the application of current research-based, cutting-edge best practices.
3. Advocate for effective university-based secondary STEM teacher preparation and the importance of secondary STEM education.
4. Establish a national research agenda for secondary STEM instruction and assessment.
5. Provide ongoing research-based professional development to UTeach faculty, staff, alumni, and in-service STEM teachers to ensure the highest quality secondary STEM teachers for our nation’s students.

### ARTICLE III – ANTIDISCRIMINATION

Membership in the Association or participation in any activity of the Association shall not be denied or abridged to any individual on account of race, color, religion, gender, age, national origin, disability, or sexual orientation.

### ARTICLE IV – MEMBERSHIP

#### Section 1. Categories of Membership

- a. Program membership: Institutions of higher education that have established UTeach programs
- b. Alumni membership: Individuals who have completed UTeach programs
- c. Affiliate membership: Institutions or organizations or individuals that are interested in the mission of the association, including but not limited to:
  - o Institutions of higher education that do not have UTeach programs
  - o K-12 schools and school districts, education organizations, and other not-for-profit entities
  - o For-profit and non-profit corporations, commercial companies, centers, etc.
  - o K-12 teacher/administrator, institution of higher education educator, retired educator/emeritus, STEM education supporter

## **Section 2. Rights of Members**

- a. Program members have the right to vote in elections through a designated representative at each UTeach program; to serve on Association committees; to hold elective office on the Executive Board; to hold appointive office as an Association committee chair; and to receive specific services as determined by the Executive Board.
- b. Alumni members have the right to vote in elections for alumni offices; to serve on Association committees; to hold elective office for designated offices on the Executive Board; to hold appointive office as an Association committee chair; and to receive specific services as determined by the Executive Board.
- c. Affiliate members have the right to serve on Association committees and to receive specific services as determined by the Executive Board.

## **Section 3. Dues**

- a. Dues for all membership categories shall be established by the Executive Board.
- b. Membership is effective upon payment of annual dues. The year for dues begins on September 1. If a member fails to pay dues by November 1, the rights of membership are suspended until dues are paid. The Executive Board may authorize prorated dues. Dues are not refundable.

## **Section 4. Notice to Members**

Whenever these Bylaws require notice be given to members of the Association, such notice shall be given by sending email to the member's email address of record, sending electronically transmitted facsimile copy to the member's fax number of record, or mailing printed or written notice to the member's postal address of record. Printed or written notice may be included in an Association publication sent to all members.

# **ARTICLE V – MEETINGS**

## **Section 1. Annual Business Meeting**

An annual business meeting of the Association shall be held at such time and place as the Executive Board shall designate.

## **Section 2. Special Meetings**

Special meetings may be held at such times and places as the Executive Board may elect or the Association direct.

## **Section 3. Quorum for Business Meeting**

At any annual business meeting, the presence, in person, of a simple majority of the voting members of the Association shall constitute a quorum.

## **Section 4. Proper Notice for Meeting**

The secretary-treasurer shall send notice of meetings to each member at least 30 days before a meeting.

# **ARTICLE VI – NOMINATIONS AND ELECTIONS**

## **Section 1. Leadership Development Committee**

- a. Composition. There shall be a Leadership Development Committee consisting of five members and the chair, who shall be a member of the Executive Board. No member of the committee shall be a candidate at the succeeding Executive Board election.
- b. Appointment. The Executive Board shall select six members to the committee, including one member of the Executive Board to serve as chair.
- c. Term of office. Members of the committee shall serve non-renewable three-year terms.

- d. Role and Responsibilities of Leadership Development Committee. The committee shall be responsible for all aspects of leadership development, including proposing a slate for vice president/president-elect and Executive Board members and select all standing and ad hoc committees of the Association.

## **Section 2. Nominations Procedures**

- a. Notice. By January 15, the Leadership Development Committee shall present to the president the names of all candidates and their written acceptances. The secretary-treasurer shall send the membership notice of the slate of nominees no later than 30 days after the committee has presented the names and acceptances to the president. Such notice shall state the deadline for submission of nominating petitions as provided in the following paragraph.
- b. Nomination by Petition. An individual member may be nominated for any office by submitting to the secretary-treasurer no later than 30 days after the secretary-treasurer sends the membership notice of the slate of nominees as provided in the previous paragraph a nominating petition signed by representatives of three of the program members and the nominee's written acceptance.

## **Section 3. Ballot**

If a vote is necessary, voting shall be by secret ballot. The secretary-treasurer shall prepare the official ballot comprised of the slate of nominees presented by the Leadership Development Committee and those nominated by petition.

## **Section 4. Elections**

- a. Responsibility. If a vote is necessary, the president shall appoint tellers who shall be charged with counting and tabulating all votes cast.
- b. Method of Voting. Prior to May 1, a copy of the ballot shall be distributed to each program member representative and an alumni office ballot shall be distributed to each alumni member by mail or electronically. Ballots shall be returned by mail or electronically before May 31 for tabulation.
- c. Determination of Election. If more than one person is running for the same position, the candidate receiving the majority of legally cast votes shall be declared elected to the office, except that in the event there are more than two candidates on the ballot for a single office, the candidate receiving the largest plurality of legally cast votes shall be declared elected to office. In the case of a tie vote, the winner shall be determined by lot conducted by the tellers.
- d. Notification of Results. All candidates shall be notified of the results of the election by the secretary-treasurer at the earliest possible time. The election results shall be reported electronically to each member of the Association once all candidates have accepted their positions; shall be included in the first issue of an association publication that is sent to all voting members following the report of the secretary-treasurer; and shall be reported by the secretary-treasurer at the next business meeting of the Association.

# **ARTICLE VII – OFFICERS OF THE ASSOCIATION**

## **Section 1. Officers**

The officers shall consist of a president, a vice president/president-elect, and a secretary-treasurer. The vice president/president-elect shall be elected annually by the Association. The secretary-treasurer shall be elected biennially by the Executive Board from among the Executive Board members. The vice president/president-elect shall automatically become president after one year and shall so serve during the second year following the election. The president, vice president/president-elect, and secretary-treasurer shall serve without compensation but shall be reimbursed for any approved expenditures incurred in the discharge of their duties.

## **Section 2. Duties of Officers**

The president shall serve as the chair of the Executive Board; with the assistance of the professional association coordinator, shall prepare the agenda and all reports pertinent to the business of the Association prior to any scheduled Executive Board meetings; shall serve as a representative of and spokesperson for the Association; and shall provide direction to the secretary-treasurer in budget preparation.

The vice president/president-elect shall serve as a working member of the Executive Board; shall act in place of the president in the event of the president's absence, inability, or refusal to act; and shall exercise and discharge such other duties as may be required by the board.

The secretary-treasurer shall serve as a working member of the Executive Board; shall prepare minutes for each Executive Board meeting and distribute the minutes to the membership; with the assistance of the UTeach Institute, shall submit an annual budget to the Executive Board and make regular and annual reports on the Association's finances; shall see that all notices are duly given in accordance with these bylaws or as required by law; and, with the assistance of the UTeach Institute, shall oversee all Association vote counting and notify the membership of the results.

## ARTICLE VIII – EXECUTIVE BOARD

### **Section 1. Authority**

The governing body of the Association shall be the Executive Board. The Board shall have authority over the business and affairs of the Association and is responsible for establishing policy and for the supervision, control, and direction of the Association.

### **Section 2. Powers**

The Executive Board is responsible for: 1) pursuing the goals and objectives of the Association; 2) establishing and implementing Association policy and determining membership criteria, qualifications, rights and privileges, and the grounds and procedures for termination of membership in the Association; 3) establishment of the Association's dues structure and rates; 4) adopting rules and regulations for the conduct of the business of the Association as shall be deemed advisable; and 5) exercising discretion in the disbursement of Association funds and appointing of such agents as it deems necessary.

### **Section 3. Composition of the Executive Board**

The Executive Board shall consist of nine members and shall include the president, vice president/president-elect, secretary-treasurer, the last retiring president, three members-at-large, one non-voting ex-officio member from the UTeach Institute, and one non-voting ex-officio member from the National Math and Science Initiative. At least one member-at-large shall be a master teacher at a UTeach program, and at least one member-at-large shall be an alumni member. For the purpose of USEA, Master Teachers serve in the role of Master Teacher as defined by the UTeach program model, regardless of formal job title.

### **Section 4. Duties of Executive Board Members**

Duties of Executive Board officers are outlined in Article VII. Section 2.

Members-at-large shall serve as working members of the Executive Board; shall establish association policies; shall approve and amend the budget; shall elect the secretary-treasurer; shall fill any vacancies on the Executive Board in accordance with Article VII, Section 10; and shall exercise all other powers usually assumed by an Executive Board not specifically assigned to officers.

The last retiring president shall serve as a working member of the Executive Board; shall provide continuity for the programs initiated during that individual's administration; and shall have such duties as determined by the president and/or the Executive Board.

### **Section 5. Term of Office**

Members-at-large shall serve staggered three (3) year terms. The member-at-large designated by the board as the alumni representative shall serve one (1) additional year as a non-voting board member in mentorship role to the incoming alumni representative. A member-at-large may not serve more than two

(2) consecutive three-year terms. Newly elected members and officers shall take office at the close of the Annual Business Meeting, or if there is no annual meeting, July 1 following their election.

### **Section 6. Meetings**

Any one or more members of the Executive Board may participate in a meeting of the board by means of a telephone or video conference allowing that all persons participating in the meeting can hear each other at the same time, and participation in a meeting pursuant to this Bylaw shall constitute being present at such meeting.

### **Section 7. Quorum**

A quorum of the Executive Board shall consist of a majority of its voting members. The act of a majority of the Executive Board present at a meeting at which a quorum is present shall be the act of the Executive Board.

### **Section 8. Voting**

When a quorum is present, a majority of Executive Board members is necessary to take action except where some other number is required by law or by these Bylaws. Proxy voting is not permitted. The Board may vote by written, voice or electronic ballot. On any vote, any member of the Executive Board may request a secret ballot.

### **Section 9. Special Meetings**

The president may call special meetings of the Executive Board upon ten (10) days written notice of such meetings. The president, at the request in writing of three (3) members of the Executive Board, shall call special meetings of the Executive Board and not less than ten (10) days notice shall be required for such special meeting.

### **Section 10. Vacancies**

The Executive Board shall have the power to fill any vacancy in elective offices except that of president, the person so elected by the Executive Board to serve the unexpired term. In the case of the death or resignation of the president of the Association the vice president/president-elect shall become president and shall serve until the end of the vice president/president-elect's own elected term.

### **Section 11. Removal of Executive Board Members**

A member of the Executive Board may be removed by two-thirds vote of the Board where such removal is deemed in the best interests of the Association, with the Executive Board member proposed to be removed not voting. Such member shall be provided with not less than thirty (30) days advance written notice of the proposed removal, including the grounds for the same, an opportunity to respond to the proposed removal in writing or in person before the Board. The Board shall issue its written decision within ten (10) business days of its having met or conferred to consider and decide the matter and final written notice of the Board's decision within ten (10) days.

## **ARTICLE IX – COMMITTEES, OTHER ORGANIZATIONS, AND REPRESENTATIVES**

### **Section 1. Creation of Committees**

There shall be such committees and other organizations as the Executive Board shall create.

### **Section 2. Purpose and Term of Committees**

When the Executive Board creates a committee, the board shall designate its purpose, term, and structure.

### **Section 3. Appointment of Committee Members**

Committee members and chairs/co-chairs or vice chairs/co-vice chairs shall be appointed by the Leadership Development Committee. The Leadership Development Committee is appointed as specified in Article VI, Section I.

In case of a vacancy, the president may make committee appointments during the president's term of office. The president may also appoint ad-hoc committees or task forces to carry out special projects during the president's term.

#### **Section 4. Reports**

All committees shall prepare reports for the Executive Board meeting as requested by the president.

#### **Section 5. Association Representatives to Other Organizations**

Association representatives to other organizations and to meetings of other organizations shall be appointed by the president and shall report in the manner as set forth in Section 4.

#### **Section 6. Limitation of Powers**

No committee or representative shall incur expenses on behalf of the Association except as authorized, nor shall any committee or representative commit the Association by any declaration of policy.

#### **Section 7. Executive Board's Right to Create Any Organizations**

The Executive Board may establish any other organization for any purpose consistent with the objectives of the Association, which organization shall function in accordance with directions established by the Executive Board.

### **ARTICLE X – AMENDMENT OF THE BYLAWS**

#### **Section 1. Amendments**

Amendments to the Bylaws may be proposed by the Executive Board, or by a petition submitted to the secretary-treasurer and signed by at least five percent (5%) of Association members.

#### **Section 2. Procedure for Adopting Substantive Changes**

The secretary-treasurer shall take all proposed amendments submitted in writing and shall send notice of the proposed amendments to the members at least 60 days prior to the Annual Business Meeting at which they will be proposed for discussion. This notice shall include the text of the current bylaws as marked to show the proposed changes and a discussion of the reasons for the changes.

Voting on proposed amendments shall be at the Annual Business Meeting of the Association unless the Executive Board votes to submit amendments to the membership by a distributed ballot, or if five percent (5%) or more of the Association members have signed a petition requesting a distributed ballot. Such petitions must be submitted to the secretary-treasurer before the beginning of the business meeting at which the vote on amendments is to be called.

If voting is by a distributed ballot rather than at the Annual Business Meeting, the Executive Board shall specify the time for closing the balloting, but in no case shall it be less than 30 days after the distribution of the ballot.

Amendments voted on at the Annual Business Meeting shall be adopted upon approval by two-thirds of the voting members present.

Amendments submitted for approval by a distributed ballot shall be adopted upon approval by a simple majority of the voting members.

#### **Section 3. Non-substantive editorial changes**

Editorial changes to the Bylaws may be made by a unanimous vote of the Executive Board. If the Bylaws are altered, amended, or supplemented in this manner, the changes shall not become effective until sixty (60) days after the membership has been advised of the changes.

#### **Section 4. Periodic Review of Bylaws**

The Executive Board shall perform a review of the Bylaws no less frequently than every five years to ensure the Association is functioning within the Bylaws; or if the Bylaws should be amended to fit

changes within the Association. Each five-year cycle will be computed from the moment of the reception by the Executive Board of the final report of the designated working group.

The results of such reviews shall be posted on the Association website for public review and comment and shall be considered by the Executive Board no later than the second scheduled meeting of the Executive Board after such results have been posted for 30 days. The consideration by the Executive Board includes the ability to amend the Bylaws according to the procedures set forth in Section 2.

## ARTICLE XI – RULES OF ORDER

In all matters not covered by its Bylaws, the Association shall be governed by the current edition of the *AIP Standard Code of Parliamentary Procedure*.

## ARTICLE XII – DISSOLUTION

The Association may be dissolved upon two-thirds vote of the membership entitled to vote. Upon the dissolution of the Association, the Executive Board, after paying or making provision for the payment of all liabilities of the Association, shall dispose of all assets of the Association to such organization(s) as the Board shall in its reasonable discretion select, which qualify as a Section 501(c)(3) exempt organization(s), or to the federal government, or to a state or local government, exclusively for public purpose. No part of such net assets shall in any way inure to the benefit of any individual member or person.