

BY-LAWS Nashville Area Association for the Education of Young Children

Article I

Name

The name of this organization shall be the Nashville Area Association for the Education of Young Children, Inc.

Article II

Purpose

The purpose of the Nashville Area Association for the Education of Young Children, as an affiliate of the National Association for the Education of Young Children, shall be to provide opportunities for the members to enhance their professional experiences and increase their knowledge about the development, the care, and the education of the young child.

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Article III

Objectives

- Section 1** To provide professional development and support for Early Childhood Educators so they can exchange ideas, affirm each other's efforts, and learn new ways to best serve children.
- Section 2** To advocate for public policy and legislation that will impact children, families, and staff in early childhood programs.
- Section 3** To be recognized in the community as a professional leader concerning the needs and rights of young children with special emphasis on their education and care in early childhood programs.

Article IV

Membership

- Section 1** **MEMBERS**
Membership in this Association shall be open to all concerned with the education and development of young children.

Membership includes: NAAEYC, TAEYC, SECA, and NAEYC

Member Benefits...

- May serve as an officer or on a committee.
- Full voting and service privileges.
- Will receive in addition to NAAEYC mailings:
 - NAEYC publications (*Young Children*, conference mailings, etc.)
 - SECA publications (*Dimensions*, conference notices and materials, special mailings, etc.)
 - TAEYC publications (*Tennessee's Children*, conference notices and materials, special mailings, etc.)
- Insurance options available through NAEYC

- NAEYC Visa/MasterCard eligibility
- Reduced rates for NAEYC, SECA, TAEYC, NAAEYC conference and materials
- Technical assistance through NAAEYC information center
- Affiliation with ECE professionals around the world
- No fee for training sessions in conjunction with NAAEYC membership meetings
- Eligibility for membership in the Educators Credit Union
- May attend NAAEYC Business meetings and scheduled events.

Members in Good Standing

A member in good standing shall be a member whose annual dues are current. Members shall be eligible to vote on any matter or be elected to any office.

Article V

Officers

Elected officers shall be chosen from the active members who are in good standing. Officers shall be elected by a simple majority vote of returned ballots of those members in good standing. Officers shall serve terms outlined in their respective categories. Nominations shall be published in the August/September newsletter. Ballots shall be mailed to membership in September and returned by October 15. New Board members shall be announced at the October/November membership meeting.

Section 1 **Elected Officers**

The elected officers of the association shall be President, President-Elect, Secretary, and Treasurer-Elect. All elected officers shall have previously served on the NAAEYC Board of Directors. The President-Elect shall serve one year prior to taking over duties as President and two years as President. Subsequent to serving as President, she/he will serve one year as Past President.

The Secretary shall serve for a one year term.

The Treasurer shall serve a two year term, the first as Treasurer-Elect and the second as Treasurer.

Elections for President-Elect, Secretary, and Treasurer-Elect shall be held by mail-in ballot postmarked no later than October 15. All officers shall be introduced at the October/November membership meeting and will take Office January 1.

No officer shall be eligible for more than two successive terms in the same office.

Section 2 **Duties of Elected Officers**

President The President shall preside at all meetings of the Association, the Executive Committee, and the Governing Board, and shall be an ex-officio member of all committees, and shall perform the duties specified in the job description.

The President represents the Association on the Governing Board of the Tennessee Association for the Education of Young Children (TAEYC).

President-Elect The President-Elect shall preside in the absence of the President, shall serve as Program Coordinator, and may appoint a committee of members to assist in planning programs and arranging meeting places. The President-Elect shall also serve as a member of the nomination committee, and shall perform the duties specified in the job description. The

President-Elect shall appoint Association event chairpersons as per policies.

Secretary The Secretary shall record the minutes of the Executive Committee and Governing Board, and shall keep records intact for referral by the officers and for preservation by the Historian when they are more than one year old. The Secretary shall perform the duties specified in the job description.

Treasurer The Treasurer shall over see all the funds of the association, shall present a statement of all accounts at all meetings of the Executive Committee and Governing Board, shall submit books for the annual review at the end of the fiscal year, and shall perform the duties specified in the job description.

Treasurer-Elect The Treasurer-Elect shall spend the year assisting the Treasure and learning the job responsibilities of the Treasurer.

Section 3 Nomination of Candidates for Elected Offices

A Nominations Committee of not less than three but not to exceed five members shall be appointed by the Executive Committee, which shall include the President-Elect. The President shall serve as Ex-Officio. The Nominations Committee shall nominate the candidates for each office to be filled, the procedure to be incorporated in the Policies of the Association.

Section 4 Appointments to the Governing Board

The President shall appoint the Committee Chairs and Members-at Large to serve on the Governing Board.

Section 5 Vacancies

Vacancies in office shall be filled by the Executive Committee within thirty days. The person so selected shall fill the office until the end of the term of that office.

Article VI

Executive Committee

Section 1 Composition

The Executive Committee shall consist of the elected officers of the Association, the Office Administrator (ex-officio), and the Immediate Past President.

Section 2 Meetings

The Executive Committee shall meet at least three times a year.
Additional meetings shall be held upon the call of the President.

Section 3 Quorum

A quorum shall be a majority of the members of the Executive Committee.

Section 4 Power and Duties

The Executive Committee shall transact all day to day business of the Association. The Committee shall:

1. Prepare the annual Association budget including dues assessment for approval by the Governing Board at its October meeting and by the membership at its first meeting thereafter.
2. Any needed amendments may be made at the July Board Meeting.
3. Develop and present annually a long range plan including financial resource development and submit for approval by the Governing Board.
4. Approve the ECE Conference budget and fees at least four months prior to the conference date at an Executive Committee meeting and thereafter present it to the Governing Board at its next meeting.
5. Designate the types of travel expenses that will be considered official for reimbursement purposes.
6. Reserve the right to approve members of all committees.
7. Appoint 3-5 members to the Nominating Committee.
8. Assume responsibility for securing a bond for all persons with fiscal charge.
9. Hire and discharge employees for positions approved by the Governing Board.
10. Make a full report of activities when requested to do so by the Governing Board.
11. Fill all vacancies which occur as the result of resignation, death, or recall within thirty days.
12. Perform and all other acts as necessary to insure that the Association carries out its purposes.
13. Use its power to enter into Governing Board approved contracts on behalf of the Association.
14. Manage the financial affairs of the Association subject to the guidelines of the annual budget and the Bylaws of the Association.

Section 5

Telephonic Vote

When and if the situation arises that a meeting of the Executive Committee cannot feasibly be called due to a shortage of time or if only one issue needs to be decided, the President shall poll the members by telephone.

Article VII

Governing Board

Section 1

Composition

The Governing Board shall consist of the elected officers, the chairpersons of the committees, the Newsletter Editor, Members-at Large, and the Immediate Past President.

Section 2

Continuing Eligibility

To remain eligible for Governing Board, membership dues must be paid by the July board meeting.

Missing three (3) consecutive Governing Board meetings shall be interpreted as resignation of position. To insure continuity of Board function, the Governing Board may choose to re-instate non-elected governing board members or select a new member to fill the position.

Section 3 **Meetings**

The Board shall meet at least six times a year and upon the call of the President.

Section 4 **Quorum**

A quorum shall be a majority of the members of the Governing Board.

Section 5 **Power and Duties**

The Governing Board shall be the policy making body of the Association and shall:

1. Set dues subject to the approval of the membership.
2. Approve the budget as presented by the Executive Committee.
3. Approve the Treasurer's recommendations about establishing checking and savings accounts with appropriate financial institutions.
4. Approve the slate of nominees for officers as presented by the Nominations Committee.
5. Perform all other acts necessary to insure that the Association carries out its purposes consistent with the Bylaws.

Section 6 **Written Vote**

In the interim between meetings of the Governing Board, a written vote of the Governing Board shall be taken on the request of the President on any question submitted in writing to the entire Governing Board. Voting on any question so submitted shall close ten (10) days after the question has been submitted and the decision shall be determined by the majority of the votes received.

Article VIII

Committees

The President may establish any committees needed to make the work of the Association effective.

Article IX

Parliamentary Provisions

Robert's Rules of Order (revised edition), where applicable, shall constitute the standing rules of the Association.

Article X

Meetings

The Association shall hold general meetings throughout the year, the number of meetings to be decided by the Governing Board.

Article XI

Fiscal Affairs

Section 1 Fiscal Year

The Fiscal Year of the Association shall be from January 1 through December 31 of the same year.

Section 2 Dues

The annual dues shall be proposed by the Executive Committee and approved by the Governing Board and by the Association's membership. Dues shall be collected throughout the year.

Section 3 Budget

The annual budget for the Association shall be prepared by the Executive Committee and approved by the Governing Board of the Association membership no later than September 30.

Section 4 Review of Books

A professional bookkeeper or accountant, selected by the Executive Committee, will review the NAAEYC accounts during the month of January each year.

Article XII

Job Descriptions

There shall be attached to this Constitution, following the Policy Statement, the Job Descriptions and time-line for each officer and chairperson assigned to the NAAEYC Governing Board, and which are not included in this Constitution. They shall in no way conflict with this Constitution and may be changed by a majority vote of the Governing Board.

Article XIII

Policy Statement

There shall be attached to this Constitution a Policy Statement which gives certain policies and procedures of the Association not included in this Constitution. They shall in no way conflict with this Constitution and may be changed by a majority vote of the Governing Board.

Article XIV

Conflict of Interest

At no time shall any officer of the Association or any member of the Governing Board in his/her capacity act in a manner which would result in personal gain.

At no time shall any officer of the Association or any member of the Governing Board misrepresent the purpose, objectives, or policy statements of the Association.

At no time shall any officer or chairperson with primary checkbook signature responsibility for the Association be responsible for arranging a review/audit of these same books without approval of the Executive Committee.

Article XV

Recall

Any of the elected officers or members of the Governing Board shall be removed from office, with cause assigned, under the following procedures:

1. The issue of recall shall be raised when a member of the Executive Committee submits a written request to the Executive Committee for recall.
2. The Executive Committee shall examine the performance of the Governing Board member under review.
3. After examination of evidentiary materials, the Executive Committee shall determine recall action.
4. If the Executive Committee votes to recommend recall, the presiding officer shall contact the affected Governing Board member to inform him/her of the Executive Committee's decision, and request an immediate letter of resignation.
5. If intent of a letter of resignation is not received, the Governing Board member shall be removed from office by a majority vote of the Governing Board.

Article XVI

Amendments

These Bylaws may be amended by a two-thirds vote of the members present at a regular meeting of the Association, provided the amendment has been endorsed by a majority of the Governing Board and been presented to the membership orally or in writing at the membership meeting following the Governing Board's approval. Notification in writing at least two weeks prior to the vote of the membership is recommended.

Article XVII

Dissolution

In the event of Dissolution, the residual assets of the Association will be turned over to one or more organizations which themselves are exempt from Federal Income Tax as organizations as described in Section 501 (c) (3) of the Internal Revenue Code of 1954, or the corresponding provisions of any prior or future Internal Revenue Code, of the Federal State or Local government for exclusively public purpose.

The Executive Committee or the Governing Board shall designate one or more organizations in accordance with this article.

Revised CONSTITUTION as adopted by NAEYC membership September 23, 1989 and revised on January 26, 1991, and January 30, 1993. NAAEYC By-laws revised again and voted on March 2, 1996, April, 1997, August, 1999, and September, 2001. By-laws corrected July 2002. By-laws revised and voted on October, 2006. By-laws revised and voted October, 2007. Bylaws revised and voted on September 2014.