

**Bylaws OF THE ARKANSAS CHAPTER OF THE
NATIONAL ASSOCIATION FOR MULTICULTURAL EDUCATION**

ARTICLE I: NAME

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

- Within this document, the Arkansas chapter of NAME will be referred to as the "Organization."

ARTICLE II: PURPOSES and GOALS OF THE CHAPTER

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

In addition, the mission of Organization is to promote and support Education that is Multicultural as a means of achieving the full academic potential of every learner by 1) sharing knowledge and resources; 2) fostering an appreciation for diversity; and 3) advocating for educational equity.

The Organization shall have, in furtherance of the aforesaid purposes, all of the powers conferred upon corporations organized pursuant to the provisions of Arkansas Nonprofit Corporation Law and the laws governing NAME.

The Goals of the Organization include:

- To promote multicultural education as a means to achieve social justice.
- To promote the understanding of unique culture and ethnic heritage.
- To promote the development of culturally responsible and responsive curricula.
- To facilitate acquisition of the attitudes, skills, and knowledge to function in various cultures.
- To eliminate racism and discrimination in society.
- To achieve social, political, economic, and educational equity.

ARTICLE III: MEMBERSHIP

Section 1. Members of the Organization must be a member in good standing of NAME and reside in Arkansas.

Section 2. The dues year shall be a Member's membership year. A member shall retain membership and be recognized as a member in good standing if national dues are paid by the first day of a Member's membership year. Membership in NAME automatically makes an Arkansas resident a member in the Organization upon application and payment of the applicable membership fees (see Article XI, Section 2). Membership in NAME shall be unlimited as to individuals and institutions that support its principles and objectives.

- Section 3.** There shall be the following categories of membership:
- A. Regular: Individuals who are employed by school districts, private or parochial schools, colleges, universities, government agencies, organizations, or other entities.
 - B. Student: Students who are enrolled as students in K-12, undergraduate or graduate schools (a copy of the student's ID should be submitted with the membership application.)
 - C. Retired: Individuals who are no longer working in employed positions.
 - D. Community: Individuals who actively work in the community to support multicultural education, but are not employed in a professional role for that purpose.
 - E. Institutional: Schools, school districts, colleges and universities, government agencies, organizations or other institutions are eligible for membership. An institutional member receives two sets of the same materials as individual members, and in addition may designate two individuals as its voting representatives.

Section 4. Each of the above membership categories may also qualify as (1) Life and/or (2) Contributing membership, with such privileges and rights as may be determined by the NAME Board of Directors

Section 5. Annual or other dues and assessments for membership, including creation of various levels of dues for each category of membership, as well as the privileges and responsibilities accorded categories of membership, shall be determined from time to time by the Board of Directors. A person who is delinquent in national membership dues is not qualified to exercise any right or privilege of membership in the Organization.

ARTICLE IV: ANNUAL MEMBERSHIP MEETING

Section 1. The Organization will hold a conference and membership meeting once annually at a time designated by the Board of Directors.

Section 2. Special meetings of the membership will be called by the President in response to a written request of at least a majority of Organization members or at least two-thirds of the Board of Directors. In the case of a special meeting, the petitioning members will state the business item(s) to be considered with particularity. The Secretary will mail proper notice to the last known address of each member of the Organization for receipt at least thirty (30) days before the special meeting is to be held. The notice will specify the time and place of the meeting and the item(s) of business to be considered. No other business shall be heard other than that originally specified by the petitioning members.

ARTICLE V: OFFICERS

Section 1. Officers.

The Officers of the Organization shall be a President, a President-Elect, a Secretary, a Treasurer, a Parliamentarian, and such officers as deemed advisable from time to time by the Board of Directors.

Section 2. Eligibility.

An Officer must be a member in good standing of the Organization for at least one year. For the initial year of the Organization, this rule will be waived and anyone who is a member of NAME and resides within Arkansas will be eligible for the offices. Each officer must be a member in good standing of the Organization and NAME and must maintain membership in both for the duration of the term of office.

Section 3. Election and Terms.

Officers shall be elected as set forth in these Bylaws. With the exception of the initial President and President-Elect who will serve for one (President) and two years (President-Elect), the term of an Officer shall be two to three years. The President-Elect shall become President the following year. If the Office of the President-Elect becomes vacant, the Board of Directors shall elect one of its members for the unexpired term. If any other office becomes vacant, the Board of Directors shall elect an eligible member to fill the office for the unexpired term. Service in an office for the unexpired term shall not make the officer ineligible for nomination or election to that office or any other office. Terms will be staggered to ensure there is not a full turnover of Officers in any given year. The Secretary shall serve two years while the Treasurer and Parliamentarian serve three years. The term of an Officer can also expire by her or his resignation or removal in accordance with these bylaws. Officers are not eligible to succeed themselves after two consecutive terms in the same office.

Section 4. Vacancies.

If the office of President becomes vacant, the President-Elect will assume the duties of President for the unexpired term. If the office of President-Elect becomes vacant, the Board of Directors will elect one of its members for the unexpired term. If any other office becomes vacant, the Board of Directors shall elect an eligible member to fill the office for the unexpired term. Service in an office for the unexpired term does not make the officer ineligible for nomination or election to that office or any other office for two full consecutive terms.

Section 5. All of the Officers of the Organization will serve without compensation, but may be reimbursed for necessary and appropriate expenses upon approval by the Board of Directors.

Section 6. The President, the President-Elect, the Secretary, the Treasurer and such other Officers as may be authorized by the Board of Directors may enter into and execute on behalf of the Organization's contracts, leases, debt obligations and all other forms of agreements or instruments, whether under seal or otherwise permitted by law, the Articles of Incorporation and these Bylaws, except where such documents are required by law to be otherwise signed and executed, or where the signing and execution thereof shall be exclusively delegated to some other officer or agent of the Organization.

ARTICLE VI: DUTIES OF OFFICERS

The duties and powers of the Officers of the Arkansas Chapter of the Association shall be as provided pursuant to these bylaws.

Section 1. Duties of the President.

The President is the chief operating officer of the Organization and presides at meetings of the Board of Directors and the Executive Committee. The President supervises the affairs of the Organization in accordance with all policies and directives approved by the Board of Directors. Unless otherwise provided in these bylaws or by the Board of Directors, the President will appoint the chairperson of each committee of the Organization and may appoint special assistants or consultants as she or he deems necessary and appropriate. Special assistants and consultants will serve without compensation.

Section 2. Duties of the President-Elect.

The President-Elect shall chair the Annual Conference and Membership meeting. S/he will coordinate and supervise special programs and perform such other duties as the President and the Board of Directors may assign. Additionally, the President-Elect shall serve in the capacity of the President to perform her/his duties and/or attend required meetings when the President is unable.

Section 3. Duties of the Secretary.

The Secretary records minutes of all meetings of the Organization, the Board of Directors, and the Executive Committee of the Board of Directors; keeps the roster of membership of the Organization; receives and keeps as property of the Organization all documents, addresses, and reports to and of the Organization; gives all notices as required by these bylaws or by law; and generally performs all duties customary to the Office of Secretary.

Section 4. Duties of the Treasurer.

The Treasurer receives and supervises the safekeeping and expenditure of the funds and investments of the Organization; prepares and distributes budget reports at appropriate meetings of the Board of Directors or Members; supervises the procedures of receipt, collection, recording, and safekeeping of funds as well as all disbursement procedures in the books of the Organization; and deposits all monies and other valuable effects in the name of the Organization in such depositories selected by the Board of Directors. The Treasurer shall be responsible for preparing and maintaining the Organization's financial books, its records and all required financial and tax information and make available for examination and audit by independent accountants, if needed.

Section 5. Duties of the Parliamentarian.

The Parliamentarian monitors adherence to the Organization's policies, procedures, and bylaws; chairs the Bylaws Committee; and performs duties assigned by the President and Board of Directors.

Section 6. In addition to the duties and powers provided in these bylaws, the Officers shall exercise such powers and perform such duties as determined appropriate and necessary by the Board of Directors.

ARTICLE VII: BOARD OF DIRECTORS

Section 1. General Powers and Duties.

The powers of the Organization will be exercised by the Board of Directors. The Board of Directors will control, formulate policy for, and administer the affairs of the Organization during the periods between annual conferences and special meetings of the Members. The Board will have the power to determine the registered representative and registered office of the Organization. The Board of Directors have, and may exercise, any and all powers provided in the Articles of Incorporation and Nonprofit Corporation Law that are necessary to carry out the purposes of the Organization.

Section 2. Composition of the Board of Directors.

- A.** The Board of Directors consists of the members listed below. The number of members may be increased or decreased by an amendment to these Bylaws, but shall be no fewer than eleven (11)--six officers, three standing committee chairs, and two at-large representatives. Each member on the Board has one vote at meetings of the Board of Directors at which they are present.

- B.** The Board of Directors is composed of:
 - 1.** The President, President Elect, Immediate Past President, Secretary, Treasurer, and Parliamentarian;
 - 2.** Chairs of Standing Committees (see Article IX) including Nominating, Publications and Membership Committees;
 - 3.** Five (5) representatives elected at-large; and
 - 4.** Additional members as deemed necessary and appropriate by the Board of Directors.

Section 3. Eligibility and Term

- A.** The eligibility and term of the officers are delineated in Article VI.

- B.** At-large members of the Board of Directors shall be elected to serve for a term of two (2) years. These members will be selected from different geographic regions of the state to ensure all parts of the state are represented and take part in the governance of the Organization. Two of these at-large members shall be elected on a rotating basis each year. Mid-term at-large vacancies on the Board of Directors shall remain unfilled until the next regular election procedure. Service as an at-large member for the unexpired term shall not make the member ineligible for nomination or election to that position for a full term.

Section 4. Vacancies

- A. Any vacancy in the Board of Directors among the officers of the Organization by reason of death, resignation or disqualification shall be filled in accordance with Article VI.
- B. Any vacancy in the Board of Directors by reason of death, resignation or disqualification shall be filled by the Board by an eligible regular member upon the recommendation of the Nominating Committee.

Section 5. Resignation

A member of the Board of Directors may resign at any time by providing written notice to the President.

Section 6. Removal

After prior written notice and an opportunity to be heard before the Board of Directors, a member of the Board can be removed by a three-quarters (3/4) vote of the other members of the Board at a special meeting called for that purpose. Failure to attend three (3) consecutive meetings without notifying the Board may constitute automatic removal. In addition, action against NAME or the Organization or their respective missions or other behaviors deemed detrimental to NAME or the Organization by the Board may be grounds for removal.

ARTICLE VIII: MEETINGS OF THE BOARD OF DIRECTORS

Section 1. Regular meetings of the Board of Directors will be held two (2) times each year. The time and place of other regular meetings of the Board of Directors shall be designated by the President and announced to the members in the Organization either within its publication or in a mailing at least thirty (30) days in advance of the meeting date. The meetings may be held outside of the state, but should be within the Region.

Section 2. Written notice of all regular meetings shall be sent to the Board of Directors at least ten (10) days prior to the meeting date.

Section 3. Special meetings may be called at the request of one-third (1/3) of the members of the Board or at the request of the President upon notice of five (5) working days. The notice must state with particularity the item(s) of business to be considered at the special meeting. No other business will be conducted at the special meeting other than that specified in the notice.

Section 4. Notice of a meeting of the Board of Directors will specify the date, time, and place of the meeting and include a tentative agenda. Notice must be delivered personally to each member of the Board or via postal or electronic mail.

Section 5. The presence of fifty percent plus one (50% + 1) of the members of the Board will constitute a quorum for the transaction of business.

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

- Section 7.** Any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting if the text of the resolution or matter agreed upon is sent to all members of the Board and a simple majority consent to such action in writing or by electronic mail. Such consent shall have the same force and effect as a vote of the Board of Directors at a meeting and will be described as such in any document executed by the Organization.
- Section 8.** Any member of the Board of Directors may participate in a meeting of the Board or a Committee of the Board by means of conference telephone or of communications by which all participants in the meeting will have a voice or other viable form of communication and such participation will constitute presence in person at the meeting.
- Section 9.** Minutes of the proceedings of the Board of Directors will be open to inspection by any member of the Organization.
- Section 10.** Members of the Organization may attend all meetings of the Board of Directors and will have a voice, but not a vote, when so attending.

ARTICLE IX: COMMITTEES OF THE BOARD

- Section 1.** The standing committees of the Organization shall be as follows:
- A. Nominating Committee
 - B. Publications Committee
 - C. Conference Committee
 - D. Membership Committee
- Section 2.** The Nominating Committee consists of three (3) members of the Organization, representing three of the five geographic regions of the state, a common division used by other state organizations such as the Arkansas Foreign Language Teachers Association. The Chair will be appointed by the President with approval of the Board and s/he will select the other members. The Committee oversees and supervises nomination and election procedures for the President, President-Elect, Secretary, Treasurer, Parliamentarian, and At-Large members of the Board. At the request of the Board of Directors or President or as directed pursuant to these bylaws, the Committee will present nominations for other offices and positions of the Organization.
- Section 3.** The Publications Committee consists of three (3) to five (5) members of the Organization. The Chair will be appointed by the President with approval of the Board and s/he will select the other members. The Committee is responsible for producing the newsletter, special publications and other forms of communication.
- Section 4.** The Conference Committee consists of three (3) to five (5) members of the Organization. The President-Elect will serve as Chair of the Conference Committee and s/he will select the other members. The Committee oversees and coordinates all matters regarding the Annual Membership Meeting and Conference of the Organization.
- Section 5.** The Membership Committee consists of three (3) to five (5) members of the Organization. The Chair will be appointed by the President with approval of the Board. The Chair will select the other members. The Committee is responsible for

monitoring, developing and coordinating strategies to increase membership in NAME and the Organization.

- Section 6.** The Board of Directors may by resolution create administrative and/or ad hoc committees such as Fundraising, Bylaws, External Relations, or Communications. Chairpersons of administrative committees will make regular reports of committee activities to the Board when required. Chairpersons of administrative committees may attend all meetings of the Board and will have a voice, but unless otherwise eligible as a member of the Board, will not vote when so attending.

ARTICLE X: ELECTIONS

- Section 1.** The nomination of candidates for officers and at-large members of the Board of Directors of the Organization will be by application to the Nominating Committee. Each application may propose nominees for one or more offices. A biographical résumé and/or statement will be required.
- Section 2.** General requirements for elected officers include:
- A. Nominees for office shall be members of the Organization at the time of nomination and, if elected, shall maintain membership in the Organization during their term of office.
 - B. No person shall hold more than one office, elected or appointed, simultaneously.
 - C. Newly elected officers shall begin their term of office at the meeting of the Board of Directors following the Annual Business Meeting. They shall replace the outgoing officers of the Board, who shall meet with the Board for the last time at the Board of Directors meeting prior to the Annual Business Meeting.
- Section 3.** The Nominating Committee will nominate at least one (1) member in good standing for each office or at-large position up for an election. The Committee will make its nomination report to the members of the Organization through mailed ballots prior to the Annual Meeting and Conference. Members may write in candidates on the ballot.
- Section 4.** Individual members of the Organization may cast (1) one vote for each office or at-large position up for election by returning the ballot to the Chair of the Nominating Committee or another member of the Committee as designated by the Chair. Institutional members may cast two (2) votes.
- Section 5.** The results of the election of officers and members of the Board of Directors will be announced to membership no later than June 30th of each year.

ARTICLE XI: CHAPTERHOOD

- Section 1.** The Organization is a member of Region Six (6) of NAME and as such is represented on the national Board of Directors by the Region Six (6) Director. Region Six (6) also includes the states of Texas, Louisiana, Oklahoma, and New Mexico.
- Section 2.** The Organization shall be allowed to set their own dues provided that they are not more than 1/5 of the annual national membership dues for regular members.

Section 3. The Organization will:

- A. report on its activities to the Regional Director and at meetings of the NAME Board of Directors;
- B. report on its financial activities to the Regional Director and at meetings of the NAME Board of Directors; and
- C. conduct any and all activities appropriate to advance the principles and objectives of NAME consistent with these bylaws.

Section 4. The President will assist the Regional Director in carrying out her or his responsibilities, coordinate submission of state chapter reports to the Regional Director and the NAME Board of Directors, and perform such other duties as may be assigned.

ARTICLE XII: OPERATIONAL PROVISIONS

Section 1. All checks, drafts, or other orders for the payment of money issues in the name of the Organization shall be signed by the President or Treasurer. Expenditures greater than one hundred (100) dollars necessitate the approval of the Board of Directors. All such orders shall be reported to the Treasurer within forty-eight (48) hours.

Section 2. All funds of the Organization not otherwise employed shall be deposited in a timely manner to the credit of the Organization in such banks, trust companies, and other depositories as selected by the Board of Directors.

Section 3. An independent audit of the Organization shall be conducted annually. An annual budget will be submitted by the Treasurer to the Board of Directors at the first meeting of the Board following the Annual Membership Meeting. The Board of Directors will approve and adopt a budget for the Organization each year.

Section 4. The Organization will keep accurate and detailed records of account activities and minutes of the proceedings of the Board of Directors and of any committee having the authority of the Board of Directors.

Section 5. The fiscal year of the Organization begins with the first day of July and ends on the thirtieth day of June each year.

Section 6. The Organization must provide an annual tax report and file appropriate forms.

ARTICLE XIII: INDEMNIFICATION

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

ARTICLE XIV: AMENDMENTS TO THE BYLAWS

These bylaws may be amended at any meeting of the Organization by a two-thirds (2/3) vote of the members, provided that notice of the proposed amendment or amendments are mailed to the membership at least fourteen (14) days before the meeting.