

SECTION XV
Constitution and Bylaws

CONSTITUTION AND BYLAWS OF THE
ARKANSAS ASSOCIATION OF INSTRUCTIONAL MEDIA

This charter shall consist of two parts, namely the Constitution and the Bylaws. The provisions of the Constitution govern and control if there should be, at any time, any inconsistency between the Constitution and the Bylaws.

CONSTITUTION

Section 1. Name.

The name shall be the Arkansas Association of instructional Media (AAIM). The Association shall be a self-governing organization. The organization shall be an affiliate of the Association for Educational Communications and Technology (AECT) and the American Association of School Librarians (AASL).

Section 2. Purposes and Goals.

The general purposes and goals of the Association shall be the improvement of education and the public welfare through the use of educational media.

- (a) The organization is organized exclusively for charitable, religious, education, and/or scientific purposes under section 501 (c) (3) of the Internal Revenue Code.
- (b) No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding sections of any future federal tax code.

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- (c) Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Section 3. Membership.

Any person or organization interested in the purposes and goals of the Association may become a member upon payment of dues as specified in the Bylaws for classes of membership as the Board of Directors may establish from time to time.

Section 4. Governance and Officers.

- (a) The determination of policy and the direction of Association affairs are the responsibility of a Board of Directors, elected and functioning as provided herein.
- (b) The officers of the Association shall be a President, a President-elect, a Secretary, and a Treasurer. Any active member shall be eligible to be nominated for Appointed Board. Elected positions shall have committee chair experience. The President-elect shall hold office for a term of one year; the Treasurer and the Secretary shall hold office for a term of two years. The officers shall hold office until their successors are elected and qualified.
- (c) An Executive Director may be appointed by the Board of Directors and serve at its pleasure. The Board may terminate the services of the Executive Director upon giving 30 days notice. The Executive Director shall be appointed for a term of one year and may be re-appointed.

Section 5. Elections.

- (a) The President-elect, the Secretary, and the Treasurer shall be elected by the membership as provided in the Bylaws.
- (b) The President shall be the person elected as President-elect by the membership the previous year. In the event the President shall not serve out his full term, the President-elect shall succeed to the unexpired remainder thereof and continue through his own term. In the event the President-elect shall be unable to serve out his term, the Board may appoint a person to fill the unexpired term. A President and a President-elect shall be nominated and elected at the time of the next election. In the event both the President and the President-elect shall be unable to

serve, the Board of Directors shall elect one of its members to serve as presiding officer of the Association until the next election, when a President and a President-elect shall be selected. In the event the Secretary or the Treasurer shall be unable to serve out his term, the

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Board of Directors shall appoint a person to carry out the duties of the designated office for the remainder of the term.

- (c) The members of the Board of Directors who are not officers of the Association shall be selected as provided in the Bylaws.

Section 6. Meeting.

There shall be an announced annual meeting of the Association at such time and place as may be determined by the Board of Directors. For all persons attending any meeting or conference, there may be a registration fee affixed by the Board. Other meetings and joint meetings with related societies shall be subject to the approval of the Board of Directors.

Section 7. Association Policy Statements.

The Board of Directors shall determine official Association policy. Written resolutions shall be considered by the Board of Directors and may be adopted as official policy of the Association.

Section 8. Publication of Constitution and Bylaws.

The Constitution and Bylaws shall be reviewed periodically by the Board of Directors. Copies of the Constitution and Bylaws will be made available to the membership. The Association's publication will state where the Constitution can be viewed.

Section 9. Amendments to Constitution.

The Constitution may be amended in the following ways:

Proposals for amending the Constitution may be submitted by two methods: originate with the Board of Directors, or by presenting to the Board a petition signed by ten percent of the active membership as of the date of the submission of the petition. When a proposed amendment has been approved by a majority of the Board members voting, it shall be submitted to a vote by the membership by ballot.

In either method, the proposed amendment shall be submitted in writing to the Board of Directors at least 90 days prior to the voting by the membership. The proposed amendment shall be submitted in writing to the membership at least 15 days prior to voting.

An amendment shall become effective when it has been approved by a two-thirds majority of the members who voted.

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BYLAWS

Section 1. Objectives.

The general purposes and goals of the Arkansas Association of Instructional Media shall be the improvement of education and the public welfare through the use of educational media. The objectives shall be:

- (a) To promote the application of educational media as a means of improving education and public welfare.
- (b) To promote the study of ways for improving education through the use of educational media.
- (c) To foster cooperation and coordination among institutions, agencies, foundations, and organizations having concern for and with educational media.
- (d) To provide leadership and development for the varied interests, institutions, and efforts of educational media.
- (e) To improve the qualifications of personnel and conditions for their effective performance in all areas of educational media.
- (f) To increase and diffuse knowledge of all educational media through meetings, professional contacts, reports, papers, discussions, and publications.
- (g) To promote research, demonstrations, experimentation, and improvement in the use of educational media.
- (h) To identify and analyze critical issues, trends, and development in educational media, and seek to provide constructive solutions through the collection, organization, and dissemination of valid and useful information.
- (i) To develop the use of educational media as a science and as an art.

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Section 2. Duties of Officers and Executive Director.

The President, President-elect, Secretary, Treasurer, and Executive Director shall perform the duties of their respective offices and such other duties as may be approved by the Board of Directors. The President-elect shall serve the second year as President and the third year as Immediate Past-President.

- (a) The President of the Association shall be the executive head of the organization, shall preside at all business meetings, and shall carry out the directions of the Board of Directors.
- (b) In the absence of the President, the President-elect shall assume the duties of the President. Further delegations of authority shall be determined by the Board of Directors.
- (c) The Secretary shall be responsible for producing and maintaining records of all business meetings of the Association and for other duties as prescribed by the Board of Directors.
- (d) The Treasurer shall be responsible for providing an accounting and safeguarding of all funds of the Association and shall be bonded. The Board of Directors may prescribe other duties.
- (e) The Executive Director, working under the supervision of the Board of Directors, through the office of the President, shall carry out the policies formulated by the Board and perform such other duties as determined by the Board.

Section 3. Nominations and Elections.

- (a) No later than November 1, the Immediate Past President shall appoint a Nominating Committee of not less than three members representing the Association. The Chairman of the Committee shall be the Immediate Past-President. The Nominating Committee shall prepare an official ballot listing nominees for each of the following positions: President-

elect, Secretary (every second year), Treasurer (every second year), and the Board of Directors vacancies, with provision for write-in candidates; any proposed changes to the Constitution or Bylaws; and a closing date for ballots to be returned to the Chairman of the Election Committee. Not later than 60 days prior to the opening of the Spring Conference, the President shall send the official ballot to each member in good standing.

- (b) The Nominating Committee shall determine the eligibility of nominees and ascertain their willingness to stand for office.

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- (c) The Nominating Committee shall prepare an information sheet containing short biographical information about the candidates for office and proposed changes in the Constitution and Bylaws, if any, to be communicated by the President to each member in good standing with the official ballot.
- (d) The election shall be considered closed after the date printed on the ballot. The Election Committee shall be responsible for tabulating the votes. Tie votes shall be resolved by a vote of the Board of Directors. The names of the persons elected shall be announced by the President to the membership at the Annual Conference.

Section 4. Board of Directors.

- (a) The Board of Directors shall consist of the elected officers of the Association, the Immediate Past-President, the Executive Director (if applicable), the Editor of the official publication, historian and nine elected members. The nine elected members shall consist of four members elected annually by the Board at the last regular meeting prior to the Spring Conference, and four members who shall be elected at large by the membership by preferential ballot for staggered terms of four years, and one commercial member elected by the commercial representatives annually. All members of the Board of Directors must maintain active membership in the Association.
- (b) A vacancy in the elected membership of the Board of Directors shall be filled by that body. The person so appointed shall serve until the following annual election.
- (c) A majority shall constitute a quorum of the Board of Directors.
- (d) Regular meetings of the Board of Directors shall be held at least four times annually at a time and place to be specified by a vote of the Board of Directors. The Board shall have authority to take such actions as are necessary for the conduct of the Association's

affairs in accordance with the Constitution and Bylaws.

- (e) The President may call special meetings of the Board as deemed necessary.
- (f) The Board of Directors may designate members of its group as an Executive Committee which shall have and exercise the authority of the Board of Directors in the intervals between the meeting of that body. The President of the Association shall serve as chairman of the Executive Committee. The Executive

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- (g) Committee shall be composed of the President, President-elect, Secretary, Treasurer, Immediate Past-President, Executive Director (if applicable), and two members of the Board of Directors chosen by the Board.

Section 5. Calendar.

- (a) The fiscal year of the Association shall begin with the calendar year.
- (b) The elected officers of the Association shall assume their responsibilities at the close of the Annual Conference.

Section 6. Publications.

The Association will publish an official publication to be distributed to the Association membership and other interested persons. The Board of Directors shall establish a Publications Board as requested.

Section 7. Committees.

- (a) Governance committees of the Association shall consist of Nominations, Membership, Election, and Audit. Other committees as needed may be established by the Board or by the President. The President shall appoint membership of a committee if not provided for elsewhere in the Bylaws, subject to Board approval.
- (b) Prior to the Annual Conference, the President-elect shall present to the board recommendations for committee chairman and committee members. Said committees would serve during his tenure of office as president.

Section 8. Membership.

- (a) The types of memberships shall be:
1. Active (voting). Active membership shall consist of those sons (professional and commercial) who support the objectives of the Arkansas Association of Instructional Media.
 2. Associate (non-voting). Associate members shall consist of students (secondary and post-secondary) who support the objectives of the Arkansas Association of Instructional Media.

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3. Honorary (with full membership privileges). Honorary membership shall consist of those persons elected by the Board of Directors for their meritorious service contributing to the execution of objectives of the Arkansas Association of Instructional Media with full membership privileges.

- (b) The Board of Directors shall publish information on types of memberships, attendant privileges, dues, and publications.

Section 9. Dues and subscriptions.

The membership dues of the Association shall be determined by the Board of Directors and shall include access to those publications and services as may be determined by the Board.

Section 10. Amendments to Bylaws.

Proposal for amendment to Bylaws shall follow procedures set forth in Section 9 of the Constitution.

Section 11. Parliamentary Authority.

The latest revised edition of *Robert's Rules of Order* shall govern the Association in all cases to which it can be applied.

REVISED 3/90

Section 1: Name/Revised 8/97

Constitution: Section 2. Purposes and Goals: Revised: 4/21/01

Bylaws: Section 4. Board of Directors: Revised: 4/8/00

Bylaws: Section 5. Calendar: Revised: 1/11/03

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