



RHODE ISLAND MIDDLE LEVEL EDUCATORS



RIMLE BY-LAWS

(as of June 17, 2005)

ARTICLE I: NAME

The Name of this Association shall be the Rhode Island Middle Level Educators

ARTICLE 2: MISSION

The Rhode Island Middle Level Educators is an association dedicated to providing statewide advocacy in support of quality education for young adolescents ages ten to fifteen and promoting professional growth opportunities to those who serve these youngsters.

ARTICLE 3 – MEMBERSHIP

RIMLE membership is:

Open to anyone interested in advocating for and promoting developmentally appropriate education for middle level students.

Not denied on the basis of age, sex, religion, national origin, color, sexual orientation, or handicap in accordance with applicable laws and regulations.

Types of Membership:

Individual – An individual member is one who has paid appropriate dues and fees. Each individual member is eligible to vote at the annual conference. Individual Members receive all publications, notices of conferences, general membership notices and all other communications sent to the general membership.

Student (pre-service) – Any student member is one who is enrolled in a college or university and has paid appropriate dues and fees. Each student member is eligible to vote at the annual conference. Student members receive all publications, notices of conferences, general meeting notices, and all other communication to the general membership.

Honorary- An honorary member is one who has rendered notable services to educators, demonstrated service to the Association, and exhibited a commitment to the mission of RIMLE. An honorary member shall be an individual whose membership will be of value

and continuing honor to the Association. Honorary members shall not have the power to vote or hold office and shall be exempt from payment of dues.

Institutional – An institutional member is an institution/organization that has paid appropriate dues and fees. The institution/ organization will designate four (4) voting members who are eligible to vote at the annual conference. The institution/organization will receive copies of all publications, notices of conferences, general meeting notices, and all other communication sent to the general membership.

Ex-officio – An ex-officio member is a non-voting member of the organization that serves in an advisory capacity and would include individuals such as RIDE leaders, Regents representatives, professional organization liaisons, and a representative from each of the state’s colleges, universities, and student chapter groups.

ARTICLE 4 –BOARD OF DIRECTORS

SECTION 1. COMPOSITION:

The Board of Directors shall consist of up to seventeen (17) voting members. This membership must include the five (5) executive officers, nine (9) elected board members, and may also include three (3) appointed members (i.e., a parent, a pre-service teacher). The past-President after serving one term as immediate past-President, may continue as an honorary member of the Board of Directors until he/she submits a resignation. Honorary and ex-officio members may be appointed to serve as Board members although they will have no power to vote or hold office.

SECTION 2. POWERS AND DUTIES:

It shall be the responsibility of the Board of Directors to manage the affairs of the association by establishing policies governing the organization’s activities. Each member of the Board of Directors shall serve as the chairperson or as a member of at least one of the Association’s committees.

SECTION 3. Terms of Office:

Each Board member shall serve one three (3) year term and may be elected to a second three (3) year term following the first term. One (1) year must have expired before such Board member is again eligible for election. It is the intent that three (3) members of the Board of Directors and officers, when appropriate, shall be elected at each Annual Meeting.

SECTION 4. VACANCIES:

In case of a vacancy on the Board of Directors, the remaining members will elect a successor to fill the unexpired term, if greater than three months. A Board member appointed to fill a vacancy may be elected to two additional terms only if the vacancy she/he fills is for no more than one year.

SECTION 5. ATTENDANCE:

Attendance at Board meetings is mandatory. Any member of the Board of Directors who is absent from three meetings during a year (defined as the period of time between annual conferences) will be informed they are no longer considered a Board member.

SECTION 6. COMMITTEES:

There shall be such committees as the RIMLE Board of Directors shall from time to time establish. There shall be the following standing committees whose chair is a member of the Board of Directors:

- a. Committee on Communications
- b. Committee on Governance (includes nominations and by-laws)
- c. Committee on Membership
- d. Committee on Professional Development
- e. Committee on Research and Policy

SECTION 7. COMPENSATION:

Board of Directors members shall serve without compensation.

ARTICLE 5 – OFFICERS

SECTION 1. OFFICERS

The officers of the Association shall be the President, President-elect, Secretary, Treasurer, and Immediate Past-President. These officers shall constitute the Executive Committee.

SECTION 2. ELECTION AND TERMS OF OFFICE

The officers shall be elected by the membership from among the Board of Directors at the Annual Meeting of the Association. All officers, including the Past-President shall serve for a term of two (2) consecutive years. In case of a vacancy in any Office, the

Board of Directors may elect a successor to fill the unexpired term. Upon the completion of the President’s term, the President–elect will assume the Presidency.

SECTION 3. DUTIES

- A. The President shall be the chief executive officer of the association and shall preside at all meetings of the Board. The President shall, subject to the approval of the Board of Directors, appoint persons to chair all standing and special committees, and legal and financial counsel. The President shall be a member ex-officio of all committees. The President shall be authorized to sign contracts on behalf of the Association.
- B. The President-elect shall exercise the power and shall perform all the duties of the President in the absence of the President or in the event of a vacancy in the office and shall perform other duties incident to the office and as requested by the President. The President-elect will chair or co-chair the Professional Development Committee.
- C. The Secretary shall keep the records of all meetings of the Board and shall perform the duties incident to the office as requested by the President.

- D. The Treasurer shall oversee all money, funds, debts, securities, promissory notes, and other valuable papers belonging to or held in trust by the Association. The Treasurer and/or a designee shall keep full and accurate accounts of receipts and disbursements made on account of the Association and shall perform such other duties incident to the office and as requested by the President and/or the Executive Director.

The Treasurer shall make financial reports to the Board of Directors of the income and expenditures and of the condition of the treasury and funds of the Association. In addition, an end of the year fiscal report shall be reviewed by an independent financial counsel as appointed by the President with the approval of the Board of Directors.

All contracts incurring financial obligation on behalf of the Association authorized by the Board of Directors shall be signed by the Executive Director and/or the President and the Treasurer.

- E. Immediate Past-president shall be a member of the Executive Committee and will Chair the Committee on Governance.

ARTICLE 6 – MEETINGS

SECTION 1. FREQUENCY

The Board of Directors shall meet at least four (4) times a year.

SECTION 2. QUORUM

A quorum of the Board of Directors shall consist of a simple majority of the voting members present, or responding through electronic means in an emergency situation. All business of the Association will be conducted by a majority vote when a quorum is present. In order to vote, a member must be present or responding; there shall be no voting by proxy.

SECTION 3. SPECIAL MEETINGS

Special meetings of the Board of Directors may be called by the President with the consent of four (4) other members of the Board of Directors or at the request in writing of any five (5) members of the Board of Directors.

SECTION 4. ACTION WITHOUT MEETING

Under circumstances which require immediate action such as that the Board of Directors may not be called together, the President may take action by calling all members of the Board of Directors.

SECTION 5. ANNUAL MEETING

The Annual Meeting of the Association shall be held in the fall of each year at a time and place to be determined by the Board of Directors. Business to be conducted at the Annual Meeting shall include the election of members of the Board of Directors, election of Officers, and consideration of annual reports of all standing and special committees. There shall be at

least two (2) other general meetings at such times and places to be determined by the Board of Directors.

SECTION 6. NOTICE

Notices of the annual Meeting and all regular meetings of the Board of Directors shall be given by the Executive Director in a printed notice stating the time, place, and purpose of the meeting. The meeting agendas shall be sent to each board member at the last known address and shall be mailed at least seven (7) days prior to each meeting.

SECTION 7. RULES

All meetings shall be conducted according to Robert's Rules of Order, latest edition.

ARTICLE 7 – ELECTIONS

The Association will conduct its election at the Annual Meeting to elect members of the Board of Directors and other open officer positions. This election will be open to Association members and be conducted as follows: (1). A nominations committee, headed by the Past-President and consisting of at least three members, will be named by the President of the Association. (2). This committee will submit a ballot to the Board by end of the first week in June of the year containing the nominees for each open office. This ballot will be advertised with the election taking place at the Annual Fall meeting.

ARTICLE 8 – EXECUTIVE DIRECTOR

The Executive Director for RIMLE will work directly with the President and Board of Directors and will be responsible for developing and carrying out programs and initiatives as determined by the Board. The Executive Director will be authorized to sign contracts on behalf of the Association.

ARTICLE 9 – DUES

SECTION 1. ACTIVE MEMBERSHIP (INDIVIDUAL STUDENT)

The annual dues for active members shall be fixed by a vote of the Board of Directors and shall cover the period from September 1 to August 31. A simple majority of the members of the Board of Directors may change the amount of dues for the following year. Announcement of the change will be sent to the membership thirty (30) days prior to the annual meeting.

ARTICLE 10 – AMENDMENTS

These By-Laws may be amended or repealed at any regular or special meeting of the Board of Directors by the affirmative vote of at least two thirds (2/3) of the members of the Board present, provided that written notice of such a meeting shall be given by mail with a copy of the amendment accompanying the notice. Such notice shall be deposited in the mail at least seven

(7) days prior to the date of the meeting. A first reading of the proposed amendment shall take place at the first meeting, a second reading and vote shall take place at a second meeting. These amended by-laws must be approved by at least two thirds (2/3) of the Association membership present at the next general membership meeting.