

# Association for Career and Technical Education

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As Amended by the  
Assembly of Delegates  
December 15, 2007

## **Article I—Name**

The name of this corporation shall be Association for Career and Technical Education.

## **Article II—Mission and Purposes**

### *A. Mission*

The mission of the Association for Career and Technical Education is to provide educational leadership in developing a competitive workforce.

### *B. Purposes*

1. Leadership and Program Improvement. To foster excellence in career and technical education.
2. Policy Development. To advocate national public policy to benefit career and technical education.
3. Knowledge Connectivity. To act as a clearinghouse for education and information relating to all aspects of career and technical education, while providing an access for professional development.
4. Awareness. To create public awareness of career and technical education.

### *C. Powers*

The association shall have and possess all the rights, powers, and privileges given to corporations by common law, including to sue and be sued, to borrow money and secure the payment of the same by notes, bonds and mortgages upon personal and real property, and to rent, lease, purchase, hold, sell and convey such personal and real property as may be necessary and proper for the purpose of erecting buildings, and for other proper objects of such corporation to receive dues and donations for carrying out the objects aforesaid.

## **Article III—Membership**

### *A. Eligibility*

Any individual interested in the mission and purposes of the association shall be eligible for membership.

### *B. Classification of Members*

The Association shall consist of four (4) classes of membership:

1. Individual
2. Educational Institutions
3. National Affiliate Organizations
4. Associate

### *C. Individual Membership*

1. Professional Membership  
Individuals actively employed in or concerned with career and technical education.
  - a. Professional members in unified state associations are required to hold state and ACTE membership simultaneously.
2. Retired Membership  
Individuals who are retired from active employment in career and technical education and have been an ACTE member for at least five (5) years.
3. Life Membership  
Individuals who, as of January 1, 2006, are life members of the association will be recognized as either professional or retired members with all rights and privileges accorded to that member classification, but with no obligations to pay dues.

4. Student Membership

Individuals who are enrolled as full-time students preparing to become career and technical educators and who are not employed full time in the education system as a teacher, counselor or administrator.

5. International Membership

Individuals concerned with career and technical education who reside outside of the United States, its territories and protectorates and who are in a country that is not part of an ACTE region.

*D. Educational Institution Membership*

1. Any school district, technical and career center, curriculum center, community college or university.
2. If an employee or other representative of an educational institution is recognized as an individual member of ACTE by virtue of an Educational Institution Membership, he or she must pay to the state association dues for that state in which that individual resides where such affiliated state association requires concurrent membership in ACTE.

*E. National Affiliate Organization Membership*

1. Any national not-for-profit organization that has a professional interest in activities that foster the improvement and expansion of career and technical education.
2. The Organization's purpose and actions shall not be in conflict with ACTE policies.
3. If a member or other representative of a national affiliate organization is recognized as an individual member of ACTE by virtue of a National Affiliate Organization Membership, he or she must pay to the state association dues for that state in which that individual resides where such affiliated state association requires concurrent membership in ACTE.

*F. Associate Membership*

1. Associate membership shall be available to corporations, owners, and persons representing business, industry, and the military.

*G. Voting and Holding Office*

1. Except as provided in Article V(A)(3)(f), individuals from the following membership classifications shall be considered eligible for voting and serving as committee members or members of the Assembly of Delegates:
  - a. Individual Professional and Retired Members
  - b. Educational Institution Members
  - c. National Affiliate Organizations
2. Individual Professional Members may serve as officers of the association.
3. The Board of Directors shall determine policies and procedures for the determination of voting eligibility.

*H. Membership Year*

Membership shall begin with receipt of dues at the ACTE office and extend for one year (12 months).

*I. Dues Setting Authority*

Effective FY10, dues for all classification of members will be set by the Board of Directors.

**Article IV—Organizational Structure**

*A. Affiliated State Associations*

Affiliated state associations are organizations which are organized for the purpose of providing leadership and services to promote, improve, and maintain the quality of career and technical education in that state. Affiliated state associations are those applying for and approved by the Board of Directors for this status. In addition, one association organized for individuals employed by federal and national offices shall be recognized as a state association and shall conform to the requirements of and have the rights and privileges accorded to state associations in these Bylaws. Affiliated state associations shall meet the following criteria:

1. Effective January 1, 1999, each state shall have one affiliated association. Any state, the District of Columbia, commonwealth, territory, insular area, or nation shall be considered eligible for affiliation with ACTE as state associations.
2. The organizational structure of each affiliated state association shall embrace all those interested in career and technical education who are from that state.
3. The bylaws and policies of an affiliated state association shall not be in conflict with the ACTE Bylaws and operating policies.
4. Each affiliated state association shall provide its members an opportunity to affiliate with any division category in the ACTE structure.

#### *B. Divisions*

1. Each division shall elect a vice president from the membership of the division. The term of office shall be three years. Vice presidents from divisions with 1000 members or more shall serve on the ACTE Board of Directors. The ACTE Board of Directors shall establish a system for sequencing the term of office of divisional vice presidents.
2. Each division shall have a policy committee to plan and implement a strategic plan for the division and assist in the implementation of the ACTE strategic plan.
3. The operating policies of the divisions shall conform to policies approved by the ACTE Board of Directors and the ACTE Bylaws.
4. The divisions shall organize to provide services to members at all instructional levels.
5. Divisions must maintain 200 members by June 30 each year. Divisions whose membership drops below this level shall be permitted two years beyond the fiscal year in which the membership dropped below the minimum required level to regain the minimum membership requirement before losing divisional status. Any division failing to meet these requirements may become a section of the New and Related Services Division.
6. Each division is encouraged to have a committee to serve in an advisory capacity to the vice president representing the division on the Board of Directors.
7. When a section in the division of New and Related Services meets the following criteria, the New and Related Services Division may submit to the executive director a request for the section to become a division.

- a. The interest of the section is clearly defined as being directly involved in or closely related to career and technical education.
- b. The section represents an interest that is national in scope.
- c. The section cannot be identified in an existing division and/or is not currently served by an existing division.
- d. The section is organized in the interest of expanding and improving career and technical education.
- e. The section can identify at least 200 ACTE members eligible to vote who have declared affiliation with the section.

*C. Regions*

1. The regions of the Association shall be representative of the affiliated state associations.
2. The boundaries of a region shall be determined by the Board of Directors. The officers of affiliated state associations shall be consulted by the Board in determining the regional boundaries.
3. The minimum number of regions shall be five. The maximum number of regions shall be ten. Each region shall be represented by a minimum of five state associations.
4. Each region shall elect a vice president from the ACTE membership of the state associations comprising that region. The term of office shall be three years. The vice president shall have the responsibility for seeing that the ACTE policies and strategic plan are carried out in the region. The ACTE Board of Directors shall establish a system for sequencing the term of office of region vice president.
5. Each region shall have a Policy Committee.

*D. Associated Organizations*

The associated organizations shall be those national organizations which cannot otherwise identify themselves in the structure of ACTE.

1. An associated national organization shall meet the following criteria:
  - a. It shall be an organization that has a professional interest in activities that foster the improvement and expansion of career and technical education.
  - b. Its constitution and organizational policy shall not be in conflict with the provisions of the ACTE Articles of Incorporation, Bylaws and operating policies.
  - c. Its application to the executive director as an associated national organization shall include a statement of its purposes, policies regarding ACTE membership, and an agreement to provide the ACTE office annually with the names of its current officers, and its strategic plan.
  - d. When it is invited to have representation or makes application for representation on an ACTE committee the representative must function under the policies and procedures governing that committee.
2. Associated organizations may be requested by the Board of Directors to select a representative to

serve as liaison to the Board of Directors. The liaison representative shall serve for one year and shall be a non-voting member of the Board of Directors

## **Article V—The Governing Board**

### *A. Assembly of Delegates*

#### 1. Duties

At the annual meeting of the Assembly of Delegates, the Delegates shall consider such business provided for in these Bylaws, and such items as referred to it by the Board of Directors. In establishing its agenda, the Assembly of Delegates may add items of business pertinent to the affairs of the association. Delegates may forward adopted resolutions to the Board of Directors for its action.

#### 2. Meetings

Meetings of the Assembly of Delegates shall be during the annual convention of the association at a time and place designated by the Board of Directors. The meetings shall be open but voting shall be restricted to officially designated delegates. All members in good standing shall have the privilege of the floor at all sessions of the Assembly of Delegates.

#### 3. Membership

Only association members in good standing may serve as members of the Assembly of Delegates.

a. The president of each affiliated state association or such other member designated by that affiliated state association shall be a member of the Assembly of Delegates.

b. In addition to the president or the designated representative, each state association shall be entitled to be represented by one member of the Assembly of Delegates for each 200 ACTE members in that state or fraction thereof, as of the end of the past membership year.

c. The vice president of each division of the association or such other member of the division selected by that division at the annual convention of the association shall be a voting member of the Assembly of Delegates.

d. The vice president of each ACTE region or such other member of the region selected by that region's policy committee shall be a voting member of the Assembly of Delegates.

e. The president, president-elect and the past president shall be voting members of the Assembly of Delegates.

f. The Board of Directors shall provide each Educational Institution Member and each National Affiliate Organizational Member with no more than two (2) members of the Assembly of Delegates. These members shall not have the right to vote.

#### 4. Procedure for Reporting Delegates.

Each affiliated state association shall be notified at least sixty days prior to the annual Assembly of Delegates meeting regarding the number of delegates to which it is entitled. The president or a designated representative of the affiliated state

association shall procure delegate cards at a time and place specified by the executive director prior to the annual meeting of the Assembly of Delegates.

5. The presence of a majority of the members holding delegate cards shall constitute a quorum.

*B. Board of Directors*

1. The Board of Directors shall be the governing body of the Association and shall have the authority and responsibility for the supervision, control and direction of the Association.
2. The Board of Directors shall hire the executive director and designate the term of employment and compensation. The executive director shall have responsibility for organizing and maintaining a headquarters and staff to accomplish the goals, objectives and strategic plan of the association.
3. The Board of Directors shall have the authority to set dues.
4. The Executive Committee shall appoint a Finance Chair who shall be responsible for reviewing all financial activities of the Association to ensure compliance with approved Board policies and regulatory requirements. The Chair shall serve ex-officio on the Executive Committee.
5. If because of disability, resignation or other cause any Director position becomes vacant, the Board shall be empowered to fill the said position for the unexpired term. A Director may be removed as permitted under applicable law.
6. The Board of Directors may appoint individuals to serve as nonvoting advisors to the Board.

*C. Executive Committee*

The Executive Committee of the Board of Directors may act in place and stead of the Board of Directors between Board meetings on matters, except those specifically reserved to the Board by these Bylaws or by law. Actions of the Executive Committee shall be reported to and ratified by the Board at the next Board meeting.

**Article VI—Officers**

- A. The officers of the association shall be a president, president-elect, the past president, the vice president representing the region vice presidents and the vice president representing the division vice presidents.

*B. Duties of Officers*

1. The president shall perform all of the duties assigned to that office. The term of office shall be one year. The president, or in his absence, the president-elect, shall preside at all meetings of the association, Board of Directors and Executive Committee.
2. The vice president representing the region vice presidents and the vice president representing the division vice presidents shall serve on the ACTE Executive Committee.
3. The president-elect shall serve for a period of one year prior to assuming the duties of the president. The president-elect shall perform such duties as directed by the Board of Directors or the Executive Committee.
4. The past president shall serve in an advisory capacity to

the president. The term of office shall be for one year.

*C. Resignation and Removal*

1. If because of disability, resignation or other cause any office becomes vacant, the Board shall be empowered to fill the said office until the prescribed procedures shall be followed to elect a member for the un-expired term.
2. The Board of Directors, by a three-fourths vote of all its members, may remove any officer from office for cause.

## **ARTICLE VII—Election of Board of Directors**

*A. Eligibility and Term of Office*

The Board of Directors of the ACTE shall be elected from the Individual Professional, Life, Educational Institution and National Affiliate organization members of the association. They will be selected on the basis of demonstrated leadership in career and technical education. The president-elect shall serve a one-year term beginning July 1 following election and automatically ascend to president. Division Vice Presidents from divisions with 1000 members or more and Region Vice presidents will serve one three- (3) year term beginning on July 1 following their election. Regions and Divisions may choose to elect a vice president-elect for a one-year term who would then automatically ascend to vice-president. Vice president-elects will serve on their respective Region or Division policy committee, but do not serve on the ACTE Board of Directors.

*B. Process of Nomination*

1. The procedure for selecting the nominees for each division and region vice president shall be determined by the policy committee for the respective bodies. At the final business meeting of the division or region at the annual ACTE convention, at least two nominees for the office shall be presented to the members. Additional nominations may be made from the floor by members of the respective divisions or regions provided each nominee has been interviewed by the division or region nominating committee and each nominee is approved by a majority of the members in attendance. If there are not two candidates for office, the office shall be declared vacant by the Board of Directors.
2. The ACTE Nominating Committee shall present to the Assembly of Delegates at least two candidates for the office of president-elect. Additional nominations may be made from the floor providing each nominee has been interviewed by the Nominating Committee and is approved by a majority of the delegates voting. If there are not two candidates for office, the office shall be declared vacant by the Board of Directors.

*C. Method of Election*

1. Directors and officers of ACTE shall be elected by mail or electronic ballot as determined by the Board of Directors.

2. Vice presidents of the divisions and regions shall be elected from the eligible memberships of their respective divisions and regions by mail or electronic ballot as determined by the Board of Directors.
3. Candidates and their supporters are prohibited from distributing any printed campaign materials and organized campaign efforts such as telephone banks are strictly prohibited. Candidates may individually contact members via any form of communication so long as each contact is unique and different. The Board of Directors shall establish detailed policy regarding campaigns for office and shall publish such policy to all candidates along with the announcement of the slate. Failure to comply with these requirements may result in disqualification. The Executive Committee of the ACTE Board of Directors shall be charged with the responsibility of deciding whether to disqualify a candidate when a violation is reported. Each eligible member of the ACTE, as of January 15 shall be sent a ballot for voting. It shall be returned to a specified location no later than March 1 of that year. The Executive Committee shall appoint an independent agent who shall open and count all ballots no later than March 15. The agent shall certify to the Executive Committee the names of the persons duly elected. In case of a tie vote of two or more nominees, the ACTE Executive Committee shall cast the deciding vote for the office. A plurality vote shall constitute an election.
4. If at any time during the election process a candidate for office withdraws or is disqualified, the Board of Directors will determine if the office is to be declared vacant.

### ***Article VIII—Committees***

1. The Board of Directors shall establish procedures for the creation and operation of standing committees and task force committees as it deems appropriate. The president shall recommend to the Board of Directors on a regular basis the creation, dissolution and consolidation of these bodies. All committee members shall be members of ACTE. Standing committees shall be composed of one representative from each established division with 1000 members or more and each region plus a chairperson.
2. A Bylaws Committee shall be appointed and shall be composed of one representative from each established division with 1000 members or more and each region plus a chairperson. The Bylaws Committee shall review, and make recommendations concerning Bylaws, as outlined in Article X.
3. An Audit Review Committee shall be appointed and shall be composed of a representative from each region plus a chair person. Appointed representatives shall have financial expertise or experience. The Finance Chair shall serve ex-officio

on this committee. The Audit Review Committee shall review the audit of the accounts of the association made by a CPA for the fiscal year and report its findings to the Board of Directors and the Assembly of Delegates.

4. A Nominating Committee shall be appointed and shall be composed of one representative from each established division with 1000 members or more and each region plus a chairperson. No member of the committee shall be a candidate for election. The Nominating Committee shall operate in conformance with the nomination and election procedures prescribed in these Bylaws.

### ***Article IX—Annual Meeting***

- A. The Annual Meeting of the association shall be held at such time and place as the Board of Directors may decide.
- B. The presence of a majority of the eligible delegates shall constitute a quorum.
- C. The president or designee of the Association shall issue a notice by mail and/or electronic means of the Annual Meeting at least forty-five (45) days prior to the date set.

### ***Article X—Amendments***

The ACTE Bylaws and Articles of Incorporation may be amended as follows:

- A. Proposed amendments accompanied by a written rationale for the change shall have been approved by at least one of the following: One division or the division policy committee, one region or the regional policy committee, one affiliated state association, the Bylaws Committee, the Board of Directors.
- B. All proposed amendments and their respective written rationales which have been submitted must be in the hands of the executive director four months prior to the date set for the annual meeting.
- C. Proposed amendments with a written rationale shall be reviewed by the Bylaws Committee who may recommend acceptance or rejection.
- D. All proposed amendments shall be noticed to the members at least 60 days prior to the annual meeting.
- E. Amendments to the ACTE Bylaws shall be approved by a majority vote of all members of the Assembly of Delegates present and voting and, unless otherwise provided by the amendment, they shall become effective immediately after the close of the Assembly of Delegates. Amendments may also be approved by mail or electronic means by a majority of delegates who attended the last Assembly of Delegates.
- F. The Articles of Incorporation may be amended only by a two-thirds vote of all members of the Assembly of Delegates present and voting and such Articles of Incorporation shall be amended only as provided by the laws of the State of Indiana.

### ***Article XI—Parliamentary Authority***

The current edition of Robert's Rules of Order, Newly Revised, will govern any provision not covered by the

Bylaws of the association.

## **Article XII – Miscellaneous Provisions**

1. *Fiscal Period.* The fiscal period of the ACTE shall be from July 1 to June 30, or such other period as approved by the Board of Directors.
2. *Notices.* Whenever, under the provisions of these Bylaws, notice is required to be given to any officer, director or member it shall not be construed to mean personal notice, but such notice shall be given by any means calculated to give actual notice addressed to each member, officer or director at such address as appears on the books of the Association. Notices may be issued in written, facsimile or electronic format. Any member, director or officer may waive any notice required to be given under these Bylaws.
3. *Dissolution.* The dissolution of the Association shall follow the requirements of the Indiana Nonprofit Corporation Act. Upon dissolution it shall be the obligation of the Board of Directors to ensure that all just debts and claims against the Association are paid. Any funds remaining after payment of all debts and obligations shall be distributed to one or more regularly organized and qualified charitable, educational, scientific or philanthropic organizations exempt from taxation under Section 501(c)(3) of the Internal Revenue Code. Such organizations are to be selected by the Board of Directors.
4. *Indemnification.* To the fullest extent permitted by law, but limited to the Association's insurance coverage, the Association shall indemnify and hold harmless any and all past, present or future Directors and Officers, as identified and defined in these bylaws and, in its discretion and inaccordance with law, may indemnify and hold harmless any agent or employee of this Association from all liabilities, expenses and counsel fees reasonably incurred in connection with all claims, demands, causes of action and other legal proceedings to which they may be subjected by reason of any alleged or actual action or inaction in the performance of the duties of such Director, Officer, employee or agent on behalf of the Association.
5. *Insurance.* The Association shall have the right to purchase and maintain insurance to the full extent permitted by law on behalf of all its agents, including officers, directors and employees, against any liability asserted against or incurred by the agent in such capacity arising out of the agent's status as such.

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\* Incorporated under the laws of the State of Indiana, Dec. 5, 1929.