

# **Minnesota Association for Career and Technical Education**

## **Bylaws**

### **ARTICLE I**

#### **NAME AND AFFILIATION**

- 1.1 The name of this Association shall be the Minnesota Association for Career and Technical Education (MnACTE). This Association shall be affiliated with the Association for Career and Technical Education (ACTE).
- 1.2 MnACTE is a non-profit 501(c)(3) operating for the sole purpose of advancing education that prepares youth and adults for careers.

### **ARTICLE II**

#### **OBJECTIVES AND PURPOSES**

- 2.1 The purposes of this Corporation shall be those set forth in the Articles of Incorporation as amended from time to time, and the Board of Directors shall be charged with the duty of fully and completely carrying out these purposes as written in the Articles of Incorporation. The Board of Directors may act by itself or through committees to carry out the functions of the Corporation.

### **ARTICLE III**

#### **POLICY**

- 3.1 This Association shall be non-sectarian, non-partisan, non-profit, and non-union.

### **ARTICLE IV**

#### **MEMBERSHIP**

- 4.1 Any individual interested in supporting the objects and purposes of the MnACTE shall be eligible for membership.
- 4.2 General: There shall be five (5) classes of members as described in the policy manual – Affiliated, Loyalty, Student, Corporate, and Institutional.

### **ARTICLE V**

#### **ORGANIZATIONAL STRUCTURE/GOVERNANCE**

- 5.1 The Divisions of MnACTE shall include those recognized by the ACTE and/or the MnACTE Board of Directors and are listed in the Policy Manual. Each Division shall be permitted one (1) member on the Board of Directors regardless of the number of members up to one hundred. A Division shall have one (1) additional member on the Board of Directors for each additional one hundred (100) MnACTE members in their Division, or any fraction thereof, as defined in ARTICLE VIII 8.5.
- 5.2 The associated organization of the MnACTE shall include various state organizations and associations as listed in the Policy Manual. Representatives of such organizations may serve as non-voting liaison partners on the MnACTE Board of Directors when requested to do so by the Board.

- 5.3 The fiscal year of the MnACTE shall be from July 1 to June 30 of the following year. ~~In the event of dissolution of the MnACTE, any remaining funds shall be distributed on a pro-rata basis of the MnACTE Division membership to the related student organizations of the Division.~~

## **ARTICLE VI MEETINGS**

- 6.1 Annual: The annual meeting of MnACTE shall be designated as the Annual MnACTE Meeting. Said annual meeting shall consider such business as may properly come before it through Bylaw provisions, referral of membership, Board of Directors, or Executive Committee.
- 6.1.1 Representation: The President, the elected officers, the immediate Past-President and the current MnACTE members in attendance at the Annual MnACTE Meeting shall comprise the membership of said annual meeting.
- 6.1.2 Time and Place of Meeting: The annual meeting of this Association shall convene and adjourn at a time and place established by its President and approved by the Board of Directors. Notice of the Annual MnACTE Meeting must be published through MnACTE communications at least 30 days in advance of the meeting.
- 6.1.3 Quorum: The quorum required for the transacting of business and voting shall be established at 1% of the qualified voting membership.
- 6.2 Board of Directors: A minimum of four (4) meetings per fiscal year shall be held for the Association's Board of Directors. It shall be within the discretionary scope of the President, subject to the approval of the Board of Directors, as to time and place of such meetings. In addition to being called by the President, Board of Directors' meetings may be called by a fifty-one percent (51%) majority vote of its members.
- 6.2.1 Quorum: The quorum required for the transacting of business and voting shall be established at 51% of the members of the voting Board of Directors.
- 6.3 Executive Committee: Meetings of the Association's Executive Committee shall be held at such times as deemed necessary by President. The times and places will be established by the President, subject to the approval of the committee members. In addition to being called by the President, Executive Committee meetings may be called by a two-thirds (2/3) vote of its members.
- 6.3.1 Quorum: The quorum required for the transacting of business and voting shall be established at two-thirds (2/3) of the members of the Executive Committee.
- 6.4 Special meetings: Special Meetings of the entire Board of Directors, or Executive Committee, may be called by the President, Executive Committee, or two-thirds (2/3) majority of the Board of Directors.

6.4.1 Quorum: The quorum required for the transacting of business and voting at any special meeting shall be established in accordance with the provisions of the requirement of each specific committee, board, or assembly.

**ARTICLE VII  
DUES AND ASSESSMENTS**

- 7.1 Dues: The annual dues of this association shall be established by its Board members at least ninety (90) days prior to the beginning of the fiscal year. Dues shall be effective July 1 of the next fiscal year; however, dues established for new membership categories shall be effective on establishment.
- 7.2 Dues Collection: The dues collection process shall be determined by the MnACTE Board of Directors in consultation with each individual Division.

**ARTICLE VIII  
OFFICERS, EXECUTIVE COMMITTEE AND BOARD**

- 8.1 Elected Officers: The elected officers of the MnACTE shall be: President-Elect, Secretary, Treasurer and the ACTE Region III Policy Committee Representative.
- 8.2 Committee Chairs: The committee chairs of the MnACTE shall be: Auditing; Awards; Bylaws; Communications and Publications; Industry Partnerships; Membership; Nominating; Policy and Advocacy; Professional Development; and other Ad Hoc chairs as appointed by the President subject to the approval of the Executive Committee as hereinafter defined.
- 8.3 Executive Director: The Association may have an Executive Director to assist the Association in various capacities as outlined in ARTICLE XI, Section 11.4. In the event there is no Executive Director, the President may appoint a designee subject to the approval of the Executive Committee to serve in the Executive Director capacity.
- 8.4 Executive Committee: The Executive Committee of the MnACTE shall consist of: the President, the elected officers, the immediate Past-President, the chairs of the standing committees as non-voting members, and the Executive Director as an ex-officio, non-voting member.
- 8.5 Board of Directors: The Board of Directors of the MnACTE shall consist of: the President; the elected officers; the immediate Past-President; a representative of each Division, and additional earned members from each Division. Board representation for a Division will be increased by a ratio of one (1) additional member for each additional one hundred (100) members and any fraction of additional 100 members as identified by the MnACTE Division membership rosters on file with the MnACTE treasurer and tabulated June 30 of the past membership year for said division. Additional non-voting members would include the chairs of the standing committees, liaison partners, and the Executive Director as an ex-officio member.

- 8.5.1 The Board of Directors, exercising its discretion, may vote to seat non-voting, liaison members from associated organizations, governmental agencies and committee chairs, as it deems necessary or desirable in accordance with ARTICLE V, Section 5.2.
- 8.5.2 Any voting member of the Board of Directors must be a current member of MnACTE and an associated Division.

## **ARTICLE IX**

### **NOMINATION AND ELECTION/APPOINTMENT OF OFFICERS AND CHAIRS**

- 9.1 Nominating Committee: Within thirty (30) days of the commencement of his/her term of office, the MnACTE President shall appoint members to the Nominating Committee. Said committee shall be comprised of those members expressing an interest to be part of the Nominating Committee, but no more than two (2) of the said members may be from the same Division. The President shall serve as a non-voting member, and the immediate Past-President of MnACTE shall serve as chair. It shall be the duty of this committee to receive nominations and cause a ballot to be prepared prior to April 1, listing the names of all nominees.
- 9.1.1 At a Board of Directors' meeting prior to April 1, the nominating committee shall report the slate of candidates.
- 9.1.2 Any qualified member, including the members of the Nominating Committee, shall be eligible for nomination to an elected office; except for the office of President-Elect, which is nominated by Division rotation.
- 9.2 Method of Election: Election of officers shall be by ballot dissemination or any other means approved by the Board of Directors. A simple majority (50% plus 1) of the votes cast shall constitute an election if there are one or two candidates and a plurality if there are more than two candidates. If only one candidate for each office is on the slate for election then Board of Directors shall vote for approval at the last Board of Directors meeting of the fiscal year. Only affiliated and loyalty members shall have the right to vote.
- 9.3 Length of Terms: The President and President-Elect may hold such office for one (1) term. Other elected and appointed officers may hold as many terms as they accept after proper election/appointment thereto.
- 9.4 Commencement of Terms: The newly elected officers and chairs shall begin their terms of office July 1 and conclude such term on June 30 of the following year. Said length of service shall coincide with the Association's fiscal year herein before defined.
- 9.5 Vacancies: In the event of a vacancy in the office of President, the immediate Past-President shall fill such office until such time that the Executive Committee shall appoint a successor. In the event of a vacancy in any office or chair other than the President, the President shall appoint a member to fill the unexpired term. All appointments shall be subject to ratification by the Executive Committee.

- 9.6 Appointments: On or before July 15, the President shall appoint the chairs of the following committees: Auditing; Awards; Communications and Publications; Industry Partnerships; Membership; Policy and Advocacy; Professional Development and other Ad Hoc Chairs. Members to the Nominating Committee may be appointed as outlined in ARTICLE IX, Section 9.1.

## **ARTICLE X MANAGEMENT**

- 10.1 Executive Committee: The Executive Committee shall exercise such powers as may be exercised and performed by a non-profit, non-partisan and non-union organization.
- 10.2 No officer or committee chair shall receive any salary or compensation, except as set forth in the MnACTE Policy Manual, but may be allowed expense reimbursement incurred in attending meetings if authorized or approved by a majority vote of the active members of said committee, if under \$100 and within the budget established for such committee or office. If expenses are \$100 or in excess thereof, Board of Directors' approval shall be necessary prior to anticipated expense.
- 10.3 The Executive Committee may authorize payment of travel or other expenses of officers and chairs, which are deemed necessary for the proper performances of their duties. The Executive Committee shall further have the authority to authorize and approve payment of obligations of this Association, approve appointments made by the President, and dispose of emergency matters which arise between meetings of the Board of Directors. Said authorization or approval of the Executive Committee may be solicited through a vote taken at a meeting, via telephone, mail, email, or other electronic means. There are no powers delegated to this committee to dictate any policy of the Association.
- 10.4 The Executive Committee of this Association shall have the right to vote on any matters pending before the committee. In the event of a tie vote, the President shall cast the deciding ballot.
- 10.5 If any officer or member of this Association is absent from meetings of this Executive Committee without good cause as determined by the President on two (2) consecutive occasions, the position may be deemed to be vacant, and may be filled as provided in ARTICLE IX, Section 9.5 of these Bylaws. NOTICE OF SUCH DECISION PENDING SHALL BE GIVEN TO THE MEMBER AFFECTED WITHIN FIVE (5) DAYS OF ITS FINALITY.

## **ARTICLE XI DUTIES OF OFFICERS/EXECUTIVE DIRECTOR**

- 11.1 President: The President shall preside at all meetings of this Association and of its Executive Committee. (S)he shall serve as an ex-officio member of all other committees. (S)he shall perform all other duties as herein set forth and such other duties as ordinarily pertain to this office as outlined in the MnACTE Policy Manual.
- 11.2 President-Elect: The President-Elect shall perform such duties as ordinarily pertain to this

office as outlined in the MnACTE Policy Manual.

- 11.3 Secretary: The Secretary shall keep minutes of all meetings of the Association, the Board of Directors, and the Executive Committee; conduct the correspondence of the Association when asked to do so, and perform such other duties as generally pertain to the office as outlined in the MnACTE Policy Manual.
- 11.4 Executive Director/Designee: The Executive Director of this Association may be compensated as determined and authorized by the Board of Directors. The Executive Director shall attend all Executive Committee and Board of Directors meetings as a non-voting member and shall conduct such other activities as the President and Board may deem necessary and as outlined in the MnACTE Policy Manual.
- 11.5 Treasurer: The Treasurer shall keep an accounting system, deposit revenues, reimburse expenses, prepare an annual budget, develop a long-range financial plan for the Association, obtain a position bond, prepare a budget report for each regular board meeting of the Executive Committee and/or Board of Director's meetings, prepare an annual financial report, maintain the tax status for our non-profit organization, and perform such other duties as generally pertains to the office as outlined in the MnACTE Policy Manual. The treasurer shall serve as ex-officio member of the Audit Committee.
- 11.6 ACTE Region III Policy Committee Representative: The Representative shall represent Minnesota at all Region III Policy Meetings and report to the Board. The Representative shall advise the Board of Directors and members of the Executive Committee on all business transacted. Region III Representative shall serve as Co-Chair on the Professional Development Committee when ACTE Region III Conference is held in Minnesota. The Region III Policy Committee Representative shall serve a three (3) year term as outlined in the MnACTE Policy Manual.
- 11.7 Past-President: The past President shall serve as chair of the Nominating and Bylaws Committees.

## **ARTICLE XII DUTIES OF THE COMMITTEES**

- 12.0 General: An annual written report of each committee's activities shall be submitted to the MnACTE President and Secretary at the Planning Meeting each year. Said reports shall be kept on permanent file in the Association's office.
- 12.1 Auditing: The committee is made up of the Treasurer as an ex-officio member and at least two members of the Board of Directors. This committee shall be responsible for a yearly self-audit of MnACTE as outlined in the MnACTE Policy Manual. The chair of this committee shall be appointed by the President with approval of the Executive Committee.
- 12.2 Awards: This committee shall be responsible for the nomination and selection of qualified candidates for the various MnACTE awards to be presented throughout the year as outlined in the MnACTE Policy Manual. The chair of this committee shall be appointed by the

President with approval of the Executive Committee.

- 12.3 Bylaws: It shall be the responsibility of this committee to review, recommend revisions, and draft amendments to the Association's Bylaws and Policy Manual, seeking suggestions from the Executive Committee, the Board of Directors, or the membership. Upon recommendation of this committee, amendments to the MnACTE Bylaws and the MnACTE Policy Manual will be drawn and presented to the membership in writing at least fifteen (15) days prior to the Annual MnACTE Meeting, with the approval of the Board of Directors. The delegates present may then vote to accept or reject said amendments(s) by simple majority (by 50% plus 1) vote as outlined in the MnACTE Policy Manual. The chair of the committee is the Past-President.
- 12.4 Communications and Publications: It shall be the responsibility of this committee to develop guidelines for all material published or sponsored by MnACTE as outlined in the MnACTE Policy Manual. The chair of this committee shall be appointed by the President with approval of the Executive Committee.
- 12.5 Industry Partnerships: This committee shall promote the development of partnerships with business, industry, agriculture and labor to define world class quality in all areas of education as outlined in the MnACTE Policy Manual. The chair of this committee shall be appointed by the President with approval of the Executive Committee.
- 12.6 Membership: This committee shall work to attain the highest possible membership and membership service as outlined in the MnACTE Policy Manual. The chair of this committee shall be appointed by the President with approval of the Executive Committee.
- 12.7 Nominating: Defined in ARTICLE IX, Section 9.1 and as outlined in the MnACTE Policy Manual, this committee shall recommend individual members for elected positions in MnACTE. The chair of this committee shall be the Past-President.
- 12.8 Policy and Advocacy: This committee shall establish and maintain good relationship with state and national policymakers and keep legislators informed of needs and accomplishments of career and technical education as outlined in the MnACTE Policy Manual. The chair of this committee shall be appointed by the President with approval of the Executive Committee.
- 12.9 Professional Development: This committee shall plan the ACTE Region III Conference in the year that Minnesota hosts. The co-chair of this committee is the ACTE Region III Policy Committee Representative and designee appointed by the President with approval of the Executive Committee.

### **ARTICLE XIII**

#### **LIQUIDATION AND DISSOLUTION CLAUSE**

13.1 Upon the dissolution of this organization assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) or the Internal Revenue code. All assets will be distributed to affiliate organization's who have paid dues and are incorporated as a 501(c)(3) non-profit. Assets will be divided equally according to the

number of members who have paid dues in each affiliate who meets the requirements of 501(c)(3) non-profit organization.

**The Bylaws were amended and approved by the Board of Directors, effective January 25, 2017.**

_____	_____	_____
<b>MnACTE President (signature)</b>	<b>MnACTE President (print)</b>	<b>Date</b>
_____	_____	_____
<b>MnACTE Bylaw Chair (signature)</b>	<b>MnACTE Bylaw Chair (print)</b>	<b>Date</b>
_____	_____	_____
<b>MnACTE Board Member (signature)</b>	<b>MnACTE Board Member (print)</b>	<b>Date</b>