

**Bylaws
of the
North Carolina Association
for
Career and Technical Education**

Revised by the Assembly of Delegates
July 25, 2018

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ARTICLE I - Name

The name of this corporation shall be the North Carolina Association for Career and Technical Education, hereinafter referred to as "NCACTE" or "The Association." The Association shall be an affiliated state association of the Association for Career and Technical Education, Inc. hereinafter referred to as "ACTE."

ARTICLE II – Mission and Purposes

Section 1: Mission

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

Section 2: Purposes

- A. Leadership and Program Improvement. To foster excellence in career and technical education in the state of NC and align with the mission and purpose of the Association for Career and Technical Education as established in their bylaws.
- B. Policy Development. To advocate state public policy to benefit career and technical education and to support national advocacy efforts of ACTE.
- C. Knowledge Connectivity. To act as a clearinghouse for education and information relating to all aspects of career and technical education and unifying agency for personnel in all types of career and technical education, including professional development.
- D. Awareness: To create and maintain public awareness that initiates, expands, improves, and promotes career and technical education.

Section 3: Powers

The association shall have and possess all the rights, powers, and privileges given to non-profit corporations in NC 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 - Affiliation with ACTE

As an affiliated state association of the Association for Career and Technical Education, (ACTE), and in accordance with the ACTE Bylaws, NCACTE shall be organized for the purpose of providing leadership and services to promote, improve, and maintain the quality of career and technical education. Each member shall be provided an opportunity to affiliate with any divisional category in the ACTE structure. NCACTE shall pay affiliated membership dues directly to ACTE for its members. The bylaws of NCACTE shall not be in conflict with the ACTE Bylaws.

ARTICLE IV - Membership

Section 1 - Eligibility

Any individual interested in the purposes of the Association shall be eligible for membership.

Section 2 - Classes

The following classes of membership shall be available upon the payment of dues

A. Active membership

Individuals who are actively employed in or concerned with career and technical education. Active members shall be entitled to all member privileges and services.

B. Retired membership

Individuals who have retired from active duty employment in career and technical education and have been an NCACTE member for at least one year. Retired members cannot be employed either full or part time. Retired members shall be entitled to all member privileges and services except the privileges of serving as officers. Retired members must notify NCACTE should they regain employment and renew at the Active membership rate.

C. 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 teachers, counselors, or administrators. Student members shall be entitled to all member privileges and services except the privileges of serving as officers.

D. Corporate Membership

Business and Industry partners with an interest in advancing Career and Technical Education. Corporate members are afforded membership in the New and Related Services Division and may have one representative. NCACTE dues are not deductible as a charitable contribution for U.S. federal income tax purposes, but may be deductible as a business expense.

Section 3 - Unified Membership

NCACTE is a unified affiliate association of ACTE. All members shall hold membership in ACTE, NCACTE and at least one division of NCACTE.

Section 4 - Multi-divisional Membership

Multi-divisional membership in ACTE/NCACTE may be obtained upon the annual payment of dues for each additional divisional membership.

Section 5 - Honorary Membership

Upon the signed recommendations of three members, and by a three-fourths vote of the Board of Directors, honorary membership can be conferred upon any individual who is not eligible for affiliated membership and who has rendered notable service to career and technical education in the state. Honorary members shall have none of the obligations of membership but shall be entitled to all member privileges and services. Honorary members are non-voting members and may not serve on committees or as an officer of the Association.

Section 6 - Membership Year

The membership year for all members shall be one calendar year from the date of joining the organization. A person has been considered to join at the time of process of the application with satisfactory payment.

Section 7 - Dues

Dues for each class of membership in the Association shall be determined by the Executive Committee and approved by the Board of Directors. Changes shall become effective at the beginning of the fiscal year following adoption, unless otherwise specified in the motion for adoption.

ARTICLE V - Divisions

Section 1 - Authority

Divisions of NCACTE shall be affiliated divisions of the state association and will function as independent entities responsible for their respective financial affairs and all other activities in which the respective division shall be involved. The relationship between NCACTE and its divisions will be the same as the relationship between NCACTE and ACTE.

Section 2 - Current Divisions

The divisions of the organization shall be aligned to the current Career and Technical Education instructional and related services structure for North Carolina. Additional divisions may be added by the Board of Directors as needed as long as the new division meets the requirements of organization section of this article.

Section 3 - Organization

Each division shall:

- A. Be composed of at least forty active and/or life members of the Association.

- B. Represent an interest that is clearly defined as being directly involved in or closely related to career and technical education, that is statewide in scope, and that is not served by another existing division.
- C. Be an integral part of no other organization, unless approval has been received from the Board of Directors.
- D. Be organized to provide services to all instructional level members.
- E. Adopt rules which shall conform to the bylaws and policies of NCACTE.
- F. Have an Executive Committee comprised of at least a president, president-elect, and secretary who are elected by the division members. Additional division officers may be elected and serve on the division Executive Committee as needed.
 - a. The division President and President-Elect serve as Vice Presidents Representing the Divisions on the NCACTE Board of Directors.
 - b. The division President and President Elect shall serve on committees as determined by the NCACTE Policy and Procedure Manual.
- G. Have a Board of Directors.
- H. Have division committees, with members appointed by the division president, which shall correspond to the NCACTE standing committees.
- I. Have the same fiscal and membership years as those of NCACTE.
- J. Have a copy of division bylaws filed with the NCACTE Executive Director. Any division bylaw amendments and revisions shall be filed with the NCACTE Executive Director within 30 days of approval by the respective division.

Section 4 - Establishment of New Divisions

- A. The New and Related Services Division shall be composed of members of NCACTE whose interests are not being served by any other division.
- B. A section of the New and Related Services Division shall become eligible for division status when it meets the criteria and other provisions stipulated in the Organization Section of this article. The New and Related Services Division may then submit to the Board of Directors, by the spring board meeting, a proposed amendment to the NCACTE Bylaws for that section to become a division.
- C. A new division shall become effective immediately at the close of the annual convention at which it is approved by the Assembly of Delegates, and shall be placed in line to provide nominees for the office of NCACTE President-Elect as provided in ARTICLE VIII, Section 2-A.

Section 5 - Loss of Division Status

- A. Any division whose membership drops below the required number by the end of a fiscal year shall be permitted two years to regain this membership before division status is rescinded by the Executive Committee.
- B. The New & Related Services Division will be exempt from Article VI, Section 5-a.
- C. Any group which has lost its division status has three options for its remaining members.
 - 1. Continue as a section of the New and Related Services Division.

2. Merge with another division. The NCACTE Board of Directors may approve a merger of divisions if there is sufficient evidence that the affected divisions approve and that it is in the best interest of the affected divisions. All funds and assets held by the merged divisions shall be immediately merged.
3. Dissolution of the Division. The NCACTE Board of Directors may approve the dissolution of a Division. All funds and assets held by the division shall be immediately signed over to the NCACTE Finance Officer. Members from the defunct division will be encouraged to join another relevant division.

ARTICLE VI - Fiscal Operation

Section 1 - Fiscal Year

The fiscal year of the Association shall be July 1 through June 30.

Section 2 - Budget

- A. The annual budget for the Association shall be developed by the Executive Committee and adopted by the Board of Directors.
- B. Budget allowances, based on travel and per diem rates established annually by the Board of Directors, shall be provided for the President, President-Elect, Past-President, and Region II Policy Committee State Representative to attend the annual ACTE meetings which consist of ACTE Vision, ACTE Region II conference, and National Policy Seminar. Allowances are based on available funds and may vary. The executive committee may, at its discretion, designate which officer should attend each event.

Section 3 - Bonding

The President, the Executive Director, and the Finance Officer shall furnish fidelity bonds for amounts determined annually by the Board of Directors, the cost of the bonds to be paid by the Association. The division treasurers shall furnish fidelity bonds for amounts determined annually by the Board of Directors, the cost of the bonds to be paid by the respective divisions.

Section 4 - Disbursements

Only monies which have been budgeted or otherwise approved by the Board of Directors shall be disbursed. Disbursement of monies shall be made by the Finance Officer upon receipt of bills and properly executed vouchers approved by the President.

Section 5 - Audit

The Board of Directors shall select an accountant to audit the financial records for the fiscal year. Following adoption of the audit report by the Board, the audited financial report shall be published in the Association newsletter.

ARTICLE VII - Officers and Duties

Section 1 – Officers

The officers of the Association shall be a president, a president-elect, the immediate past president, vice presidents representing the divisions, a secretary, a parliamentarian, and a historian. The Executive Director and Finance Officer serve as non-voting ex-officio members on the Board of Directors.

Section 2 – Eligibility

The following eligibility criteria shall govern the (s)election of NCACTE officers:

A. President-Elect

1. Shall be a member of an eligible division. Eligible divisions are determined by the Leadership Succession Rotation in the NCACTE Policy Manual. The Leadership Succession Rotation shall be maintained by the Board of Directors. Each division may submit (2) two candidates maximum.
2. Shall be an affiliated or life member of the ACTE , NCACTE, and of their respective division.
3. Shall have been a member of the division represented for three consecutive years immediately preceding nomination.
4. Shall have served within the past five years as a member of the NCACTE Board of Directors, or as the chair of a standing committee of the NCACTE or the division, or as a division officer.
5. Shall present a letter of support from their LEA or state agency (unless retired) stating that they will be in a position to devote the required time to the duties of the offices of President-Elect, President, and the Immediate Past President when those duties are assumed.
6. Shall have received official endorsement of the division represented or of the governing board of that division.

B. Vice Presidents representing the divisions:

1. Shall be affiliated or life members of the Association and the divisions represented.
2. Additional eligibility criteria may be determined by the respective divisions.

C. Secretary

1. Shall be members of the Association
2. Possess the skills and qualifications necessary to perform their respective duties.

D. Parliamentarian

1. Shall be members of the Association
2. Shall possess a knowledge of the rules contained in the Roberts Rules of Order Newly Revised (latest edition)
3. Shall be experienced in the operation and protocol of organizations.
4. Possess the skills and qualifications necessary to perform their respective duties.

E. Historian

1. Shall be members of the Association

2. Shall have a knowledge of and appreciation for the Association's history.
3. Possess the skills and qualifications necessary to perform their respective duties.

Section 3—Nomination of President-Elect

Nominations for NCACTE offices shall be conducted as follows:

- A. President-Elect
 1. Nominees shall be approved by the Nominations Committee and presented to the NCACTE Board of Directors at the Spring NCACTE Board meeting. The NCACTE Board of Directors, by majority vote, shall approve candidates to be included on the ballot.
 2. In the event that a minimum of 2 candidates are not submitted by the cluster divisions currently on rotation the Executive Committee will have the authority to:
 - i. Return to each division that has presented insufficient nominations for President Elect and re-request to fulfill their candidate obligation.
 - ii. In the event that the divisions in the current rotation for President-Elect candidates do not produce a total of 2 candidates, the Executive Committee will have the authority to go outside the divisions currently on rotation for President Elect candidates to solicit enough qualified candidates (minimum of 2, maximum of 8) to satisfy nominations requirement for President Elect.

Section 4 – Election and Appointment of Officers

The election of NCACTE officers shall be conducted as follows:

- A. President-elect shall be elected by NCACTE members included on the active membership list as of June 30. The voting shall commence no later than the third day of the Association's Annual Convention and shall remain open for 30 days. Votes may be cast by paper or electronic ballot as determined by the board of directors (See policy manual for specific procedures). The Chair of the Tellers Committee will collect results and the Tellers committee shall meet (in person, online, or other similar method) no later than 15 days after the vote closes to tally/verify all ballots, and shall immediately submit a written report to the NCACTE Executive Committee to certify the name of the duly elected person. In case of a tie vote of two or more nominees, the NCACTE Executive Committee shall cast the deciding vote. During voting, no employee or officer of the association should access or monitor voting results.
- B. Vice presidents representing the divisions shall be elected in accordance with procedures prescribed in the rules of the respective divisions and approved by the NCACTE Board of Directors.
- C. Secretary - Shall be selected by the Board of Directors at the meeting prior to the Assembly of Delegates. Nominations shall be submitted to the Executive Committee prior to this board meeting.
- D. Parliamentarian - Shall be appointed by the President-Elect prior to being installed as President.
- E. Historian - Shall be appointed by the President-Elect prior to being installed as President.

Section 5 - Installation and Terms

Officers shall be installed at the Assembly of Delegates. Officers shall assume their duties immediately at the close of the annual convention, and shall serve for a term of one year or until their successors are elected.

Section 6 - Eligibility for Re-election

Individuals holding the offices of president and president-elect shall be ineligible for re-election.

Section 7 - Absences and Vacancies

Absences and vacancies in NCACTE offices shall be filled as follows:

- A. In the event the President shall be absent or otherwise unable to preside at a meeting, the President-Elect shall preside.
- B. In the event that the office of president or president-elect becomes vacant between elections:
 1. The Vice President representing the division of which the former officer is/was a member shall assume the vacated office and its assigned duties for the unexpired term. The member who fills a vacancy in the office of NCACTE president-elect shall not succeed automatically to the office of president. Procedures for the next regular election of a president-elect shall include provision for the election of a president.
 2. The president-elect of the division of which the former officer is/was a member shall assume the offices and assigned duties of NCACTE vice president and division president for the unexpired term.
 3. The resulting vacancy created in the office of division president-elect shall be filled, for the unexpired term, by the division's governing board.
 4. Any office, if it becomes evident by the Board of Directors that the individual holding the office is unable to perform the duties of that office, shall be declared vacant by the NCACTE Board of Directors, and a successor shall be named as prescribed in "B" of this section, or by the appointing body if applicable.

ARTICLE VIII - Related Personnel

Section 1 - Finance Officer

A Finance Officer shall be selected by the Board of Directors to oversee the financial operations of the organization. The Finance Officer serves on the Executive Committee and Board of Directors as a non-voting ex-officio member.

- A. Selection - The Executive Committee shall field eligible candidates. The Executive Committee shall interview candidates and determine if the candidate possesses accounting skills and fiscal knowledge necessary for the organization. The Executive Committee shall recommend one candidate to the Board of Directors for confirmation. If the candidate is not confirmed, the Executive Committee shall field another candidate.

- B. Term of Service - The Finance Officer shall be employed by contract for a period no longer than 12 months. A contract can be renewed by the Board of Directors following a satisfactory evaluation.
- C. Compensation - A compensation package may be constructed by the Board of Directors
- D. Evaluation - The Executive Board shall evaluate the Finance Officer at least 30 days prior to the end of the contract term.
- E. Termination - The Finance Officer serves as an at-will employee of NCACTE. A contract may be terminated by the Executive Committee for poor evaluation or actions/interests conflicting to the mission and vision of the organization.

Section 2 - Executive Director

An Executive Director may be employed by the Board of Directors to oversee the operations of, promote the mission and vision of, and represent NCACTE publically. The Executive Director serves on the Executive Committee and Board of Directors as a non-voting ex-officio member.

- A. Selection - A Search Committee shall be created by the Board of Directors. Each division shall nominate one individual from their respective divisions to serve on the Search Committee. The Search Committee shall field applications from and interview qualified applicants. The top candidate selected by the Search Committee shall be presented to the Board of Directors. The candidate shall be invited to the Board of Directors meeting and have the opportunity to address the board before confirmation. In the event the Board of Directors does not confirm the Selection Committee's candidate, the Board of Directors shall direct the Search Committee to reconvene and field another candidate.
- B. Term of Service - The Executive Director shall be employed by contract for a period no longer than 12 months. A contract can be renewed by the Board of Directors following a satisfactory evaluation.
- C. Compensation - A compensation package shall be constructed by the Board of Directors
- D. Evaluation - The Executive Board shall evaluate the Executive Director at least 30 days prior to the end of the contract term.
- E. Termination - The Executive Director serves as an at-will employee of NCACTE. A contract may be terminated by the Executive Committee for poor evaluation or actions/interests conflicting to the mission and vision of the organization.

Section 3 - Legislative Lobbyist

A Legislative Lobbyist may be employed by the Board of Directors to aid with the Association's legislative relationships and to assist with crafting legislation to further the mission and vision of NCACTE.

- A. Selection - The Executive Committee shall field eligible candidates. The Executive Committee shall interview candidates and perform due diligence as to if the candidate is either registered or able to be registered as a lobbyist. The Executive Committee shall recommend one candidate to the Board of Directors for confirmation. If the candidate is not confirmed, the Executive Committee shall field another candidate.

- B. Term of Service - The Legislative Lobbyist shall be employed by contract for a period no longer than 12 months. A contract can be renewed by the Board of Directors following a satisfactory evaluation.
- C. Compensation - A compensation package may be constructed by the Board of Directors
- D. Evaluation - The Executive Board shall evaluate the Legislative Lobbyist at least 30 days prior to the end of the contract term.
- E. Termination - The Legislative Lobbyist serves as an at-will employee of NCACTE. A contract may be terminated by the Executive Committee for poor evaluation or actions/interests conflicting to the mission and vision of the organization.

ARTICLE IX - Convention

Section 1 - Authorization

The annual convention of the Association shall be held concurrently with the North Carolina Career and Technical Education Summer Conference unless otherwise directed by the Board of Directors.

Section 2 - Call to Convention

The call to the annual convention shall be announced by the President to all members of the Association no later than sixty days before the convention. Notice in the official newsletter, on the official website, or other publication of the Association may serve as this notice, provided the publication is sent to all members.

Section 3 - Purposes

The purposes of the annual convention shall be to:

- A. Transact business of the Association at the Assembly of Delegates, as provided in Article XII.
- B. Transact business of the divisions at their respective annual meetings.
- C. Plan and transact business of the boards and committees of the Association and its divisions.
- D. Recognize outstanding achievement and outstanding service to the Association, its divisions, and career and technical education in the state.
- E. Provide programs, workshops, exhibits, and social activities for members.

Section 4 - Organization and Operation

Plans for the annual convention, including the convention budget, shall be developed by the Executive Committee and approved by the Board of Directors.

ARTICLE X - NCACTE Assembly of Delegates

Section 1 - Composition

The voting members of the Assembly of Delegates of the annual convention of NCACTE shall be: the members of the Board of Directors; the past presidents of the Association who are affiliated or life members; and division delegates.

Section 2 - Division Delegates

Each division shall be entitled to one delegate or his/her alternate to the NCACTE Assembly of Delegates for each twenty members, or major fraction thereof, based on the records of the Finance Officer as of the last day of the fiscal year. The division president and president-elect, as voting members of the NCACTE Board of Directors entitled to special delegate status, shall not be counted in the division delegate allotment, provided, however, that the division president shall serve as delegation chair.

Section 3 - Reporting of Delegates

The President, no later than ten days before the annual convention, shall notify each division president of the number of delegates to which that division is entitled, and of the time and place at which delegate cards may be picked up by the presidents or their certified designees. Each division president shall submit a roster of delegates to the Executive Director 48 hours before the Assembly of Delegates to verify membership.

Section 4 - Purposes

The Assembly of Delegates shall convene to:

- A. Transact the following business of the Association:
 1. Receive annual reports of the officers, the Board of Directors, and committees, and act on resolutions and recommendations.
 2. Adopt the annual legislative platform.
 3. Receive the annual strategic plan.
 4. Adopt amendments to these bylaws.
 5. Approve two nominees as candidates for the office of NCACTE president-elect.
 6. Consider amendments to the ACTE Bylaws and other recommendations from ACTE and the ACTE regional association.
 7. Endorse members seeking national or regional office.
 8. Act on other items considered pertinent to the affairs of the Association.
- B. Present awards not presented at other times during the convention.
- C. Install officers and present the incoming Board of Directors.

Section 5 - Meetings

- A. The Assembly of Delegates shall meet during the annual convention of the Association at a time and place designated by the Board of Directors. Meetings shall be open, and all

members of the Association shall have the privilege of the floor. Only voting members of the Assembly, however, shall be entitled to vote or to introduce or second motions.

- B. Special meetings of the Assembly of Delegates shall be called by the President, in the event of an emergency, upon the approval of three fourths of the voting members of the Board of Directors. The time and place of a special meeting shall be determined by the Executive Committee. The voting members of a special meeting shall be those members currently holding the office and positions specified in Section 1 of this article, except that the division delegates shall be those individuals who served as delegates to the previous Assembly of Delegates and who have maintained their voting status.

Section 6 – Quorum

A majority of the registered delegates present shall constitute a quorum.

Section 7 – Agenda

The agenda for the Assembly of Delegates shall be adopted annually by the Board of Directors, upon the recommendation of the Executive Committee. Copies of the approved agenda shall be made available to all voting members of the Assembly no fewer than twelve hours before the meeting. The agenda may be amended by a two-thirds vote of the Assembly of Delegates.

Section 8 - Approval of Minutes

The minutes of the Assembly of Delegates shall be approved by the individuals who served as presiding officer, recording secretary, and parliamentarian at that meeting. Copies of the approved minutes shall be disseminated at the next annual meeting of the Assembly of Delegates.

ARTICLE XI - ACTE Assembly of Delegates

Section 1 - NCACTE Delegation

- A. Only affiliated and life members in good standing of ACTE may serve as members of the ACTE Assembly of Delegates.
- B. Composition of NCACTE Delegation
 - a. The NCACTE President and President-Elect shall be members of the ACTE Assembly of Delegates. The President shall serve as chair of the NCACTE delegation. If the President or President-Elect is not able to attend the ACTE Assembly of Delegates, the President shall appoint an eligible replacement.
 - b. The Association shall be entitled to one delegate, (in addition to the President) to the ACTE Assembly of Delegates based on membership criteria designated by ACTE bylaws and/or policy.
 - c. Each NCACTE division shall be entitled to at least one delegate to the ACTE Assembly of Delegates, provided the Association is entitled to as many total delegates. The NCACTE President should determine which NCACTE divisions are in attendance at the ACTE

conference where the AOD meeting is held and should select delegates from each of those divisions if possible

Section 2 - Reporting of Delegates

The Association shall be notified by ACTE at least sixty days before the annual ACTE Assembly of Delegates regarding the number of delegates to which it is entitled. The NCACTE President shall procure the delegate cards before the meeting at a time and place designated by the ACTE Executive Director.

Section 3 - Vacancies

In the event that the number of delegates and alternates to which a division is entitled to be represented at the ACTE Assembly of Delegates is not present, the NCACTE delegation chair shall fill the vacancies from the official list of alternates submitted by the presidents of the other divisions.

ARTICLE XII - Board of Directors

Section 1 - Composition

- A. The Board of Directors shall consist of: the President, who shall serve as chair; the President-Elect; the Immediate Past President; the Vice Presidents representing the divisions; the Vice Presidents-Elect representing the divisions; the standing committee chairs; the Secretary; the Finance Officer; the Executive Director; the Historian, and the Parliamentarian.
- B. In the event that the elected membership of the Board of Directors does not include at least two minority members, the Board shall invite no fewer than two minority group members to serve as ex-officio members.
- C. Members of the Advisory Council of the Association, identified in these bylaws shall be invited to attend all meetings of the Board of Directors. Liaison members from other associated organizations and governmental agencies may also be invited, upon approval by the Board.

Section 2 - Powers and Duties

- A. The Board of Directors shall have responsibility for the supervision, control and direction of the Association and full power and authority over the affairs and funds of the Association, except those classes of business specifically reserved in these bylaws to the Assembly of Delegates and other groups and individuals.
- B. The Board, in performing its duties, shall:
 - 1. Approve minutes of regular and special Board meetings.
 - 2. Appoint officers as outlined within these bylaws and within the Association's Policy and Procedure Manual.
 - 3. Employ an executive director and designate the qualifications, term of contract, duties, and compensation of this position
 - 4. Adopt policies and procedures.

5. Determine annually the amounts for which the Executive Director, the Finance Officer, the President and the Division Treasurers shall be bonded.
6. Adopt the annual budget and approve supplemental budgetary requests.
7. Provide for the safekeeping and proper investment by the Finance Officer of all funds of the Association.
8. Select an accountant to audit the financial records of the Association for the fiscal year.
9. Adopt the annual audit report.
10. Approve plans for the annual convention, upon recommendation by the Executive Committee.
11. Adopt the strategic plan for the next fiscal year.
12. Approve the annual awards program.
13. Review proposed bylaws amendments before their presentation to the Assembly of Delegates.
14. Receive and act on committee reports.
15. Approve honorary members.
16. Adopt the agenda and the standing rules of order for the annual Assembly of Delegates.

Section 3 - Meetings

- A. Regular meetings of the Board of Directors shall be held at least two times a year, the time and place for each meeting to be determined by the Executive Committee. Notice of regular meetings shall be given at least two weeks in advance of the meeting.
- B. Special meetings of the Board of Directors may be called by the President, with the approval of the Executive Committee, and shall be called when requested by a majority of the voting members of the Board. Notice of special meetings, except emergency meetings, shall be given at least two weeks in advance of the meeting.

Section 4 - Quorum

A majority of the voting members of the Board of Directors shall constitute a quorum at all meetings of the Board.

Section 5 - Emergencies

A vote on matters requiring immediate action by the Board of Directors may be taken, at the request of the President. Such vote shall have the force and effect of a vote taken at a meeting. The Secretary shall maintain an accurate record of all such votes, which shall be presented for ratification by the Board at its next meeting.

ARTICLE XIII - Executive Committee

Section 1 – Composition

The Executive Committee of the Board of Directors shall be composed of the President, who shall serve as chair; the President-Elect; the Immediate Past President; the vice-president representing the division of which the president is a member; two of the divisional vice-presidents, elected by the Board of Directors; the Secretary; the Finance Officer; the Executive Director; the Historian; and the Parliamentarian.

Section 2 - Powers and Duties

- A. The Executive Committee shall act for the Board of Directors between meetings of the Board, and shall report to the Board all business transacted. The Executive Committee shall be subject to the orders of the Board, and none of its acts shall conflict with action taken by the Board.
- B. The Executive Committee, in performing its duties, shall:
 - 1. Approve minutes of Executive Committee meetings.
 - 2. Approve the agenda for each meeting of the Board of Directors, following its preparation by the President
 - 3. Approve the creation of ad hoc committees when deemed necessary.
 - 4. Develop the annual budget for adoption by the Board of Directors.
 - 5. Recommend, for adoption by the Board of Directors, the agenda and the standing rules of order for the annual Assembly of Delegates.
 - 6. Serve as the convention steering committee, which shall establish convention committees as needed and shall present proposed convention plans to the Board of Directors for approval.
 - 7. Review division rules and audit reports to ensure compliance with NCACTE bylaws and policies.
 - 8. Perform such other duties as may be prescribed in these bylaws or assigned by the Board of Directors.

Section 3 – Meetings

The Executive Committee shall meet before each meeting of the Board of Directors, at the call of the Chair. Special meetings may be held at the call of the Chair.

Section 4 – Quorum

A majority of the voting members of the Executive Committee shall constitute a quorum at meetings of this committee.

Section 5 – Emergencies

A vote on matters requiring immediate action by the Executive Committee may be taken, at the request of the Chair, by telephone or web-conference. Such vote shall have the force and effect of a vote taken at a meeting. The Secretary shall maintain an accurate record of all such votes which shall be presented for ratification by the Executive Committee at its next regular meeting.

ARTICLE XIV - Committees

Section 1 - Standing Committees

The Board of Directors shall establish standing committees necessary to the efficient operation of the organization. A current list of standing committees and their duties shall be kept in the association's Policy and Procedure Manual. All committee members shall be members of NCACTE. Standing committees shall be composed of one representative from each established division.

Section 2 - Ex-officio Members

The President and the President-Elect shall serve as ex-officio members of all committees except the Nominations Committee and those committees of which they are regular members.

Section 3 - Terms

Chairs and members of standing and special committees, unless otherwise prescribed in these bylaws or in the policy and procedure manual, shall serve for a term of one year which shall coincide with the terms of officers.

Section 4 - Balanced Representation

The composition of each appointed committee shall reflect balanced representation, on a rotating basis if necessary, of the various groups eligible for membership on that committee.

Section 5 - Vacancies

Committee vacancies, unless otherwise prescribed in these bylaws, shall be filled by appointment of the President, subject to the approval of the Executive Committee.

Section 6 - Reports

The chair of all standing committees shall present written annual committee reports to the Board of Directors and to the Assembly of Delegates. Other committee reports shall be presented as prescribed in these bylaws or as requested by the President.

Section 7 - Transfer of Files

The chairs of all committees, within twenty days following the termination of their terms or the completion of their assignments, shall transfer to their successors or to the President all committee files and other materials which are the property of the Association.

ARTICLE XV - Advisory Council

Section 1 - Composition

The Advisory Council of the Association shall be composed of the State Director of Career and Technical Education, State Department of Public Instruction; the Director of Career and

Technical Education for the Community College System; the Executive Director of the North Carolina Commission on Workforce Development; and any member of the Association who holds a major ACTE office or position which has officially been approved by the Executive Committee for membership on the Council.

Section 2 - Duties

The Advisory Council shall serve as advisers and consultants to the President and the Board of Directors. The members of the Council shall be invited to all meetings of the Association and the Board of Directors.

ARTICLE XVI - Parliamentary Authority

The rules contained in the latest edition of Robert's Rules of Order Newly Revised shall govern the Association in all cases in which they are applicable and in which they are not inconsistent with these bylaws and other rules which the Association may adopt.

ARTICLE XVII - Amendment of Bylaws

Section 1 - Required Vote and Procedure

- A. These bylaws can be amended at any annual meeting of the Assembly of Delegates by a two-thirds vote, provided that:
 - a. Proposed amendments have been submitted in writing to the Bylaws Chair or the President by or before the date of the Spring or Winter meeting of the Board of Directors.
 - b. All proposed amendments have been considered by both the Bylaws Committee and the Board of Directors.
 - c. All proposed amendments, including recommendations from both the Bylaws Committee and the Board of Directors for adoption or rejection of each proposal, have been posted on the NCACTE website within 30 days after the Spring or Winter Board of Directors' meeting.
 - d. All proposed amendments, including recommendations from both the Bylaws Committee and Board of Directors for adoption or rejection of each proposal, have been sent to every member who is included on the NCACTE email distribution list.
- B. Proposed amendments which have not been approved by the Bylaws Committee and the Board of Directors may be considered if a delegate moves for its consideration and the Assembly of Delegates votes to consider the motion to amend by a two-thirds vote.

Section 2 - Effective Date

Amendments shall become effective, unless otherwise specified in the adopted motion, immediately at the close of the annual convention.

Section 3 - Editorial Changes to Bylaws

Editorial changes (e.g., titles, amounts, numbering) may be proposed by the Bylaws Committee, approved by the Board of Directors, and ratified at the next Assembly of Delegates without being considered as amendments.

ARTICLE XVIII - Dissolution of the Association

Section 1 - Initiation of Dissolution Proceedings

- A. Proceedings to dissolve the North Carolina Association for Career and Technical Education can be initiated only after conclusive evidence establishes that no other reasonable alternative exists.
- B. Dissolution proceedings, forced or voluntary, shall begin immediately upon a two-thirds majority vote of the Board of Directors.
- C. Dissolution proceedings must be congruent with North Carolina General Statutes Chapter 55: North Carolina Nonprofit Corporation Act, Article 14 - Dissolution which supersedes any provision within this article.

Section 2 - Dissolution Proceedings

Dissolution proceedings shall be as follows:

- A. A quorum shall consist of three-fourths of Board of Director members eligible to vote.
- B. Immediately upon ratification of the motion to dissolve, the Secretary shall advertise the action in three major regional representative newspapers for the next three consecutive Mondays.
- C. The advertisement of dissolution shall state and advise members that all holdings and property will be disposed of by public auction on the fourth Monday following the initial action.
- D. All proceeds from the disposed property, holdings, and other assets shall be applied toward any legal indebtedness of the Association. The remaining proceeds, if any, shall be distributed to career and technical education student organizations, in North Carolina, according to the membership in the Association divisions which have career and technical student organizations that are chartered and are of a nonprofit, tax-exempt status.
- E. The Association Board of Directors shall be responsible for preventing any of the Association funds from being used for the benefit of any member.

These bylaws adopted by the Assembly of Delegates on July 26, 2017; revised July 25, 2018