

March 4, 1994

Dear Ms. Copson,

The Region 15 Co-op Reading Council, a member of the Arkansas State Reading Council, would like to make the following changes in our bylaws:

Article I - Change the Council name from Region 15 Co-op Reading Council to SEARK Reading Council. Article I should read; The council shall be called the SEARK Reading Council, serving the area of Drew, Desha, Lincoln, Bradley and Cleveland Counties.

Article IV, Section 1 - The office of secretary should be split into two offices. The two offices will be recording secretary and corresponding secretary. Article IV, Section 1 should read; The elected officers of the council shall be a vice president, a president, a treasurer, a recording secretary, a corresponding secretary, and a director of membership. Any member in good standing, who is also a member of the International Reading Association is eligible to be an officer of the council.

We look forward to hearing from you concerning these changes.

Thank you,

*Linda Sawyer*

Linda Sawyer  
Council President

APPROVED

6/4/94  
LMS

Name Change

OK

1-1994

## ARTICLE IV - Officers

Section 1 -- Officers: The elected officers of the council shall be a vice president, a president, a treasurer, a secretary, and a director of membership. Any member in good standing, who is also a member of the International Reading Association is eligible to be an officer of the council.

Rationale: All elected officers of IRA councils must hold current membership in the International Reading Association. This is necessary in order to maintain close contact between the officers and the Association. Officers need to be aware of the ongoing activities of the Association so they can effectively report on IRA current events and achievements to their council members.

Section 2 -- Term of Office: The terms of office shall be one year; however, these officers may serve a second term immediately following their first term in office.

Section 3 -- Time of Assuming Office: Each officer shall assume the duties of office on July 1, following the spring election.

Section 4 -- Duties of Vice President: The vice president shall serve as an ex officio member of the Board of Directors and as chair-person of the Program Committee, shall coordinate internal programs, and fulfill such other duties of the president in the event of the absence, incapacity, or resignation of the president. Should the office of the president become vacant, the vice president shall become president immediately and shall serve the unexpired portion of the president's term in addition to the year for which the vice president was elected.

Section 5 -- Duties of President: The president shall act as the executive officer of the council. The president shall preside at all meetings of the council, shall act ex officio as chair-person of the Board of Directors and the Executive Committee, and shall exercise general leadership and supervision over the affairs of the council, implementing its purposes.

Section 6 -- Duties of Treasurer: The treasurer shall: 1) maintain accurate and up-to-date records, 2) have custody of the funds of the council which shall be deposited in the name of Region 15 Reading Council of the International Reading Association, 3) sign checks on behalf of the council, 4) provide a bond for an amount fixed by the Board of Directors, the bond to be filed with the president, 5) cooperate fully with an annual audit and, within thirty (30) days of retirement from office, turn over to the successor all funds, accounts, and books of the treasurer.

Section 7 - Duties of the Secretary: The secretary shall: 1) record the happenings of all council meetings and all meetings of the Board of Directors, 2) keep a permanent book of the minutes of all meetings, 3) notify total membership of the date, time, and place of all general meetings at least two weeks before the meeting, 4) circulate proposed amendments to each member at least thirty (30) days in advance of the meeting at which the amendments are to be voted upon, 5) cooperate fully with directions from council meetings and the meetings of the Board of Directors regarding needed correspondence and notices, and 6) turn over up-to-date records to the successor within thirty (30) days of retirement from office.

Section 8 - Duties of Director of Membership: The Director of Membership will be responsible for 1) coordinating membership drives, 2) working with the secretary to keep membership continual and active, and 3) coordinating efforts of the membership committee.

Section 9 - Interim Replacement: In the event of a vacancy in the office of vice president, treasurer, or secretary, the Board of Directors shall have the power to fill the vacancy until the next regular election.

#### ARTICLE V - Board of Directors

Section 1 -- Function: The Board of Directors shall exercise general supervision over the property and affairs of the council. It shall have the general power to administer the affairs of the council between council meetings and shall report its actions to the membership for approval.

Section 2 -- Composition: The Board of Directors shall consist of all current officers and the chair-person of the standing committees.

Section 3 -- Meetings: The first meeting of the Board of Directors shall be held no later than July in order that the standing committees may be appointed with a greater part of the official year remaining for their specific work, and in order that the yearly calendar may be established with the Program Committee. The Board of Directors shall be empowered to hold such meetings as it shall deem necessary on the call of the president, at such times and places as the president may determine. No less than three (3) meetings shall be held each year.

Section 4 -- Quorum: A quorum for a meeting of the Board of Directors shall consist of six (6) members.

#### ARTICLE VI - Assembly

Section 1 -- Composition: The assembly shall consist of the Board of Directors and all other members of the council.

Section 2 -- Function: The assembly shall be the legislative body of the Region 15 Co-Op Reading Council and shall have full power and authority over the affairs of the council, within the limits set by these bylaws. It shall have authority to review decisions made by the Board of Directors and to accept or reject them.

Section 3 -- Quorum: A quorum shall consist of 20% of all those eligible to vote in the assembly.

Section 4 -- Meetings: The assembly of the Region 15 Co-Op Reading Council shall meet four (4) times each year.

Section 5 -- Notification of Meetings: At least two (2) weeks in advance of each meeting, the secretary shall notify all members of the date, time, and place of the meeting.

Section 6 -- Amendments to the Bylaws: The assembly of the Region 15 Co-Op Reading Council shall have the power to amend these bylaws as provided in Article XII.

ARTICLE VII - Nomination and Election of Officers

Section 1 -- Election: All officers, except the president, shall be elected in the spring.

Section 2 -- Nominating Committee: The Nominating Committee shall be composed of at least three (3) members appointed by the president and approved by the Board of Directors. The Committee shall prepare a slate of nominees annually. Each nominee must be a member of the International Reading Association. Advance consent from each nominee shall be secured by the Committee.

Section 3 -- Mode of Election: If the voting is to take place at a meeting of the council, the president shall give an opportunity to propose nominations from the floor for each office after the slate from the Nominating Committee has been presented including a short vita of each nominee. Voting shall be by ballot and there shall be two (2) or more nominees for each vacant elective office. Space shall be provided on the ballot form for the names of candidates nominated from the floor. A plurality for the votes cast shall constitute an election. In case of a tie, a ballot for the two (2) highest nominees shall then be distributed. The results of the election shall then be announced or if voting is to be by mail, the ballot and a short vita of each nominee shall be mailed to each active member of the council at least four (4) weeks prior to the date the ballots are to be counted. There shall be two (2) or more nominees for each vacant elective office, space shall be provided for write-in candidates, and date specified on the ballot, the votes shall be counted by the Nominating Committee and the results reported to the president in office at the time. A plurality of the votes cast shall constitute an election. In case of a tie, a ballot of the two (2) highest nominees shall be distributed by mail following the same procedure described above or shall be distributed at the next council meeting, following directions described in the first paragraph of this section. The results of the election shall be announced at the next council meeting or by newsletter or mailed announcement.

The president shall be responsible for reporting the newly elected officers to IRA Headquarters and to the state/provincial president, vice president, and coordinator before May 1, using the official forms provided by IRA.

Section 4 -- Term of Office: Each elected officer shall assume the duties of office on July 1 following the spring election and shall continue to serve for the duration of the term.

ARTICLE VIII - Committees

Section 1 -- Standing Committees: There shall be such standing committees as specified in Sections 2 through 11 of this article. There shall be a carry-over of two (2) members on each outgoing standing committee into the membership of the newly formed standing committee.

Section 2 -- Executive Committee: The Executive Committee shall be composed of all elected officers of the council with the President serving as chair-person. Members of the Executive Committee shall serve on the Budget Committee, shall prepare the agenda for the meetings of the Board of Directors and of the assembly, shall review reports of all committees prior to the meetings of the Board of Directors and of the assembly, and shall perform other responsibilities as directed by the chair-person. The committee shall meet at the call of the chair-person.

Section 3 -- Publicity Committee: The Publicity Committee shall publicize all council meetings and activities and work with television and radio stations and local and state newspapers. Persons representing various interests in reading -- public school administrators, public school teachers, college administrators and/or teachers -- shall compose the committee.

Section 4 -- Committee on Studies and Research: The Committee on Studies and Research shall seek to disseminate research information throughout the council. They shall encourage the members to study issues that merit their efforts.

Section 5 -- Membership Committee: The Committee on Membership shall: 1) collect dues and turn all money over to the treasurer, 2) keep an accurate record of total membership, including latest addresses and telephone numbers, 3) provide every board member and committee chair-person with such current list, 4) notify all members when their dues are due, and 5) plan ways to secure new members and retain present members. The Director of Membership shall serve as ~~chair-person~~<sup>chair-person</sup> of this committee.

Section 6 -- Program Committee: The vice president shall be chair-person of the Program Committee. This committee shall make plans for all meetings and be responsible for a yearbook which will contain the year's programs with meeting dates, times, and places. It will also contain the names, addresses, and telephone numbers of the officers, committee chair-people, and members. The yearbook should be in the hands of all members not less than two (2) weeks before the fall meeting.

Section 7 -- Nominating Committee: The Nominating Committee shall function as defined in Article VII, Section 2 and 3 of these bylaws.

Section 10 -- Auditing Committee: The Auditing Committee shall make an annual audit to be presented at the first meeting of the fiscal year.

Section 11 -- Bylaws Committee: The Bylaws Committee shall continuously study the bylaws of this council to determine if they are meeting current, as well as foreseeable, needs.

Section 12 -- Number of Standing Committees: The number of standing committees may be increased or decreased upon the recommendation of the Board of Directors and approval shown by a majority of votes cast at the Assembly.

Section 13 -- Number of Members of Standing Committees: The number of members of each standing committee shall be determined by the Board, provided that each committee shall not have fewer than three (3) members)

Section 14 -- Mode of Appointment and Terms of Stand Committees: The members of the standing committees shall be appointed by the president with the approval of the Board of Directors and shall serve for the term of the president unless otherwise specified in the charge to the committee.

Section 15 -- Chair-persons of Standing Committees: The chair-person of each standing committee shall be appointed yearly by the president with the approval of the Board of Directors, except as specified in Article VIII, Sections 2 and 6.

Section 16 -- Special Committees: Special committees may be authorized from time to time by the Board of Directors or members at a council meeting and shall serve for a specified period.

Section 17 -- Number of Members of Special Committees: The number of members of each special committee may be determined by the Board of Directors or the members at a council meeting. The number of members shall not be less than three (3).

Section 18 -- Mode of Appointment of Special Committees: The number of members of each special committee shall be appointed by the president with the approval of the Board of Directors and/or members at a council meeting.

#### ARTICLE IX - Representation at the Annual Assemblies

Section 1 -- Representation at Annual IRA Assemblies: Representation of the Region 15 Co-Op Reading Council at the Delegates Assembly of the International Reading Association shall be in accordance with the bylaws of the International Reading Association as specified in Article VI, Section 1, which reads in part as follows:

"Each local council of 10-50 members who have paid current dues to the (International Reading) Association shall be entitled to one delegate and an additional delegate for each 50 additional members who have paid current dues to the Association.... One person may represent only one council in the Assembly. A council may send an alternate for each delegate, an alternate may vote only when the delegate is absent."

Section 2 -- Representation at Annual State/Provincial Assembly: Representation of the Region 15 Co-Op Reading Council at the annual state/provincial assembly shall be in accordance with that specified by the bylaws of the state/provincial council.

#### ARTICLE X - Parliamentary Authority

The rules contained in Robert's Rules of Order, Newly Revised, shall govern the proceedings of this council, except in cases governed by the constitution, bylaws, and special rules as adopted by this council.

#### ARTICLE XI - Dissolution

In case of the dissolution of this council, any assets remaining after paying or making provision for the payment of all the liabilities of the council will revert to the International Reading Association.

Rationale: It is necessary for this article to be included in the bylaws of all U. S. councils in order to fulfill the requirements of the IRA Group Income Tax Exemption. All IRA councils are included in the group exemption under the provisions of Section 501 (c) (3) of the International Revenue Code for non-profit organizations -- this is why councils are also required to obtain an Employer Identification Number from the Internal Revenue Service. This clause in the bylaws is also important when a council applies for a non-profit mailing permit.

#### ARTICLE XII - Amendments

Section 1 -- Origin: Amendments to the bylaws shall be proposed by 1) a quorum of the Board of Directors, 2) the Bylaws Committee, or 3) by a majority of the voting members present at a meeting of the council. All proposed amendments shall be sent to the Council Coordinator at IRA Headquarters for approval before presenting them to the members for adoption.

Section 2 -- Procedure for Amending: Amendments may be adopted by the affirmative vote of two-thirds of the members present at a meeting of the council provided a quorum has been declared. (See Article VI, Section 3) The amendments must have been presented first at the previous meeting, and/or the proposed amendments circulated to each voting member at least thirty (30) days in advance of the meeting at which the voting on the amendments is to take place.

Section 3 -- Incorporation: Amendments adopted as described in Section 2 shall be incorporated into these bylaws. Copies of all amendments shall immediately be sent to the Council Coordinator at IRA Headquarters and to the state/provincial president and coordinator.

## International Reading Association

Association Internationale pour la Lecture  
Asociación Internacional de Lectura

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#### Executive Director

Alan E. Farstrup

June 16, 1992

Linda Sawyer  
329 Elm Court  
Monticello, AR 71655

Dear Linda:

I have recently reviewed the bylaws of the Region 15 Co-Op Reading Council and have come across one discrepancy that needs to be addressed before final approval is made.

In Article VII - Section 3 the officer report is due at Headquarters before May 1 of each year.

It is very <sup>evident</sup> ~~efficient~~ that much time and effort was put into the writing of the bylaws for the Region 15 Co-Op Reading Council. I await the revised set of bylaws.

You may send the revised bylaws to Barbara Calvarese who is currently working on the chartering process of your council. As soon as the revision is reviewed and approved the chartering process of your council will continue.

Sincerely,



Lori Martin Copson  
Division of Professional Development

c: Susan L. Peterson  
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