

# Model Bylaws for Use By IRA Local and Special Interest Councils

## Bylaws of the Three Rivers Reading Council

Article I must include:

1. Name of Council
2. Geographic area served (by county or city boundaries)

Statement of purposes mandatory but need not be these.

Mandatory; verbatim. Exception: special interest councils.<sup>1</sup>

Statement mandatory even if there are no dues.

Optional.

Recommended.

### ARTICLE I - Name and Area Served

The council shall be called the 3 Rivers Reading Council, serving the area of Prairie, Lonoke, White, Woodruff Counties.

### ARTICLE II - Nature and Purposes

Section 1--Nature: The 3 Rivers Reading Council shall be a professional organization of individuals who are concerned with the improvement of reading.

Section 2--Purposes: The purposes of the council shall be: 1) to encourage the study of reading problems in all educational levels; 2) to stimulate and promote research in developmental, creative, corrective, and remedial reading; 3) to study the various factors that influence progress in reading; 4) to publish the results of pertinent and significant investigations and practices; 5) to assist in the development of more adequate teacher-training programs; 6) to act as an intermediate clearinghouse for information relating to reading; 7) to disseminate knowledge helpful in the solution of problems related to reading; 8) to sponsor conferences and meetings; 9) to promote mutual understanding and cooperation and cooperative work among educators in the elementary grades, junior high, high school, special areas, college and leadership positions.

### ARTICLE III - Membership and Dues

Section 1--Eligibility: Membership in the council shall be open to all persons engaged in the teaching or supervision of reading at any school level, to parents, and to all others interested in the purposes of the council.<sup>1</sup>

Section 2--Active Members: Membership in the council shall become effective upon payment of council dues for the fiscal year beginning July 1 and ending June 30.

Section 3--Council Dues: Dues for annual membership in the council shall be set by the Board of Directors with the approval of the assembly. Dues are payable to the council for the fiscal year on or after the preceding May 1 and shall apply to the year beginning July 1 and ending June 30.

Section 4--Arrears: Any member who has not paid local dues by July 1 becomes inactive. A member whose dues are delinquent shall be notified immediately, before the name is eliminated.

Section 5--International Dues: Membership in the International Reading Association shall be strongly recommended. Dues to the International Reading Association, which provide members with benefits and services dependent upon the type of membership, may be paid to the council or directly to IRA Headquarters.

<sup>1</sup> Exception: Membership in a special interest council should be restricted to persons interested in a particular aspect of reading or to a specific group of people that the special interest council is intended to serve.

ARTICLE IV - Officers

Section 1--Officers: The elected officers of the council shall be a vice president-elect, a vice president, president, a treasurer, a recording secretary, and a corresponding secretary. The final three offices may be combined. 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. Officers need to be aware of the ongoing activities of the Association so they can effectively report on IRA current events and achievement to their council members.

Section 2--Term of Office: The term of office of the vice president-elect shall be one year. The vice president-elect shall then automatically succeed to the office of vice president for one year, and, at the expiration of this term as vice president, shall become president for a period of one year. The terms of treasurer, recording secretary and corresponding secretary 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-elect: The vice president-elect shall serve as an ex officio member of the Board of Directors, as a member of the Membership Committee, and as coordinator of external programs.<sup>2</sup> Should the office of vice president become vacant, the vice president-elect shall serve the unexpired portion of the vice president's term in addition to the term to which the vice president-elect was elected.

Section 5--Duties of Vice President: The vice president shall serve as an ex officio member of the Board of Directors and as chairperson of the Program Committee, shall coordinate internal programs,<sup>3</sup> and fulfill such other duties as are assigned by the Board of Directors. The vice president shall assume and perform the duties of the president in the event of the absence, incapacity, or resignation of the president. Should the office of president become vacant, the vice president shall become president immediately and shall serve the unexpired portion of the president's term in addition the year for which the vice president was elected. In the event that, for any reason the vice president is unable to assume the duties of president immediately, the vice president-elect shall assume the duties of the president.

Section 6--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 chairperson 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 7--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 3 Rivers Reading Council of the International Reading Association; 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 8--Duties of Recording Secretary and Corresponding Secretary 1) record happenings of all council meetings and all meetings of the Board of Directors; 2) keep permanent book of the minutes of all meetings; 3) cooperate fully with the successor turning over up-to-date records within thirty (30) days of retirement from office. 4) notify total membership of the date, time, and place of all general meetings at least two (2) weeks before the meeting; 5) circulate proposed amendments to each member at least thirty (30) days in advance of the meeting at which the amendments are to be upon; 6) cooperate fully with directions from council meetings and/or meetings of the Board of Directors regarding needed correspondence and notices; 7) send articles and notices to IRA Headquarters and the state/provincial president and coordinator; 8) cooperate fully with the successor by turning over an up-to-date record of correspondence within thirty (30) days of retirement from office.

<sup>2</sup> External programs are special projects and activities involving facets of the community at large, such as Young Authors' Conference, parent involvement, etc.

<sup>3</sup> Internal programs are regularly scheduled council meetings.

Section 9--Interim Replacement: In the event of a vacancy in the office of vice president-elect, treasurer, recording secretary or corresponding 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 chairpersons 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 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 3 Rivers 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 3 Rivers Reading Council shall meet 2 times each year.

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

Section 6--Amendments to the Bylaws: The assembly of the 3 Rivers 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 and vice 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 of 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 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 the date of return of the ballot shall be clearly stated on the ballot. On the date specified on the ballot, the votes shall be counted by the Nominating Committee and the result 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 for 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 council meeting or by newsletter or mailed announcement.

The president shall be responsible for reporting the newly elected officers to Headquarters and to the state/provincial president, vice president, and coordinator before May 15, using the official forms provided by IRA.

Section 4--Term of Office: Each elected officer shall assume the duties of office 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 the president (who shall serve as chairperson), the vice president, and the vice president-elect. Members of the Executive Committee shall serve on the Budget Committee; shall prepare the agenda for 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 chairperson. The committee shall meet at the call of the chairperson.

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

Section 4--Membership Committee: The Committee on Membership shall: 1) collect 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 with such current list; 4) notify all members when their dues are due; 5) plan ways to secure new members and retain present members. The vice president-elect shall serve as a member of this committee.

Section 5--Program Committee: The vice president shall be chairperson of the Program Committee. This committee shall make plans for all meetings and be responsible for the yearbook which will contain the year's programs with meeting dates, times, and costs. It will also contain the names, addresses and telephone numbers of the officers, committee chairpersons, and members. The yearbook should be in the hands of a member not less than two (2) weeks before the fall meeting.

Section 6--Nominating Committee: The Nominating Committee shall function as directed in Article VII, Sections 2 and 3 of these bylaws.

Section 7.--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 8.--Number of Members of Standing Committee: 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 9.--Mode of Appointment and Terms of Standing 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 10--Chairpersons of Standing Committees: The chairperson 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, Section 2 and 6.

Section 11--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 12--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 13--Mode of Appointment of Special Committee: The members and chairpersons of special committees 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 Annual IRA Assembly: Representation of 3 Rivers 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 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."<sup>4</sup>

Section 2--Representation Annual State/Provincial Assembly: Representation of the Three Rivers 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 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 Internal Revenue Code for nonprofit 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 nonprofit 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--Procedures 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.

<sup>4</sup> Exception: Excerpt for special interest councils should read: "Each...special interest council of the [International Reading] Association shall be entitled to one delegate, provided the delegate has paid dues for the current year to the [International Reading] 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."