

BYLAWS
IDAHO ASSOCIATION OF EDUCATIONAL OFFICE PROFESSIONALS

PREAMBLE

As educational office employees we affirm our belief that an education is the birthright of every person and pledge ourselves to the preservation of that right. We recognize the special province of the professional educator and the significance of the responsibilities assumed by the educator. We also recognize the unique role of educational office personnel and the importance of the contributions made in such a position.

ARTICLE I -- NAME - ORGANIZATION - FISCAL YEAR

- Section 1. The Association shall be known as the Idaho Association of Educational Office Professionals.
- Section 2. The use of the Association's name must be approved by the Executive Board.
- Section 3. The Association shall be governed by these Bylaws and by the Policies and Procedures Manual, as regularly reviewed, updated and adopted by the Executive Board of the Association.
- Section 4. The fiscal year of the Association shall be July 1 through June 30 of the following calendar year.

ARTICLE II -- PURPOSE - OBJECTIVES

- Section 1. The purpose of the Association shall be to promote the advancement of education by improving the quality of service provided by educational office personnel within the state to institutions of learning and the profession.
- Section 2. The objectives of the Association shall be to provide professional growth opportunities; recognize educational office personnel as members of the educational team; and elevate the standards of office personnel in education.

ARTICLE III -- MEMBERSHIP

- Section 1. Membership shall be open to persons interested in promoting the purpose and objectives of the Association.
- Section 2. There shall be four (4) classes of membership: (1) Active, (2) Associate, (3) Retired, and (4) Honorary.

- Section 3. Rights, privileges, services, and obligations of each classification of membership shall be determined by the Executive Board except as noted in subsequent sections.
- Section 4. Active membership is open to those persons currently employed in areas of the educational system or organizations related to education. Active members are entitled to participate in all activities of the Association including the right to vote, to run for office, to chair a committee, and to make motions.
- Section 5. Associate membership is open to those persons interested in advancing the purpose and objectives of the Association, but are not eligible for Active membership. Associate members are entitled to participate in all activities of the Association except the right to vote, to run for office, to chair a committee, or to make motions.
- Section 6. Retired membership is open to those persons who have retired from an educational system or organization related to education. Retired members are entitled to participate in all activities of the Association including the right to vote, to chair a committee, to make motions; but do not have the right to run for office.
- Section 7. Honorary membership may be bestowed by vote of the Executive Board upon any person who has rendered exceptional service to the Association. Honorary members are entitled to participate in all activities of the Association except the right to vote, to run for office, to chair a committee, or to make motions.

ARTICLE IV -- OFFICERS

- Section 1. The officers of the Association shall be: President, President-Elect, Vice President, Secretary, Treasurer, Area Representatives, and Immediate Past President. These officers, as the Executive Board, shall conduct the business of the Association in accordance with the governing documents and the parliamentary authority adopted by the Association.
- Section 2. The President-Elect shall succeed to the office of President at the conclusion of the President's term of office or in the incapacity of the President.
- Section 3. All officers shall be elected in the manner provided in Article VII of these Bylaws.
- Section 4. The term of office of the President and the President-Elect shall be one (1) year, and each shall serve one (1) term or until their successors are duly elected and installed.
- Section 5. The Vice President and the Secretary shall be elected in odd-numbered years and each shall serve a two-year (2) term.

- Section 6. The Treasurer shall be elected in even-numbered years and shall serve a two-year (2) term.
- Section 7. An officer elected or appointed to a two-year (2) term shall be deemed to have served one (1) term if that officer has served for a period of more than twelve (12) consecutive months in the position.
- Section 8. An officer who has served less than one (1) term in any office shall be eligible for election to that office for two (2) full terms.
- Section 9. Elected officers shall serve no more than two (2) consecutive terms in the same office.
- Section 10. In the event of the incapacity of any officer other than the President, the Executive Board may, at its discretion, elect a replacement or establish a nomination and election procedure.
- Section 11. The Area Representatives shall be elected from six (6) geographic areas established by the Executive Board.
- Section 12. Regions I, III, and V Area Representatives shall be elected in odd-numbered years, and Regions II, IV, and VI Area Representatives shall be elected in even-numbered years. Each Representative shall serve a two-year (2) term.

ARTICLE V -- EXECUTIVE BOARD

- Section 1. With the approval of the Executive Board, the President may appoint others to serve in support or advisory capacities to the Board. These appointees shall have no voting privileges.
- Section 2. Each elected member of the Executive Board, except the President and the Secretary, shall be appointed to chair a standing committee.
- Section 3. The Executive Board shall perform the duties described in the Policies and Procedures Manual and shall conduct the affairs of the Association as determined by the membership and/or the Executive Board.
- Section 4. A minimum of two (2) meetings of the Executive Board shall be held during each fiscal year, Special meetings of the Executive Board may be called at the discretion of the President.
- Section 5. Past Presidents of IAEOP, Committee Chair and Affiliated Presidents may be invited to attend Executive Board Meetings in an advisory capacity.
- Section 6. At meetings of the Executive Board, a majority of the elected Board members shall constitute a quorum.

ARTICLE VI -- ASSOCIATION MEETINGS

- Section 1. An Annual Meeting of the general membership of the Association shall be held at a time and place determined by the Executive Board.
- Section 2. The Association may hold special meetings at a time and place determined by the Executive Board.
- Section 3. Written notices of Association meetings shall be made to each member at least thirty (30) days prior to the date for such events. Notice published in the official publication of the Association may constitute written notice. All meetings of the Association and its constituent bodies shall be open. Each body may establish and control privileges of the floor.
- Section 4. At meetings of the Association, a simple majority of the Association's voting members in attendance shall constitute a quorum. The total members in attendance shall be reported and a quorum declared.
- Section 5. The Annual Meeting and special meetings shall be self-supporting.

ARTICLE VII -- RULES OF ELECTION

- Section 1. The Nominations and Elections Committee shall seek a slate consisting of two (2) nominees for each vacant position.
- Section 2. Candidates for any office must be nominated in writing. No candidate may be placed on the ballot without the candidate's consent.
- Section 3. Candidates for office shall be members of the Association and shall have been an Active member for one (1) full year or longer by the date of nomination.
- Section 4. Candidates for the office of President-Elect must have served previously as an elected member of the Executive Board; must have been a member of the Association for three (3) consecutive years prior to candidacy; and must have attended two (2) Annual Meetings within three (3) years prior to nomination.
- Section 5. Candidates for the office of Area Representative must be employed in the geographical area for which they are a candidate.
- Section 6. All elections shall be conducted by mail ballot.
- Section 7. Candidates receiving the highest number of votes shall be declared elected.
- Section 8. Ballots shall be retained by the Nominations and Elections Committee Chair for a period of one (1) year.
- Section 9. Executive Board members shall be installed at the Annual Meeting and shall assume their duties immediately following the Annual Meeting.

ARTICLE VIII -- COMMITTEES AND APPOINTMENTS

- Section 1. The standing committees shall be:
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| Affiliations | Nominations & Elections |
| Awards & Scholarships | Professional Standards Program |
| Budget/Finance | Publicity & Publications |
| Bylaws | Conference Planning |
| Field Service | Ways & Means |
| Membership | Web Site |
- Section 2. The Executive Board may authorize special committees or appointments as may be necessary or appropriate.
- Section 3. Guidelines, duties, and responsibilities for each standing and each special committee shall be specified in the Policies and Procedures Manual.
- Section 4. The chair of each standing and each special committee shall be appointed by the President with the approval of the Executive Board.
- Section 5. Members of each standing and each special committee shall be appointed by the committee chair with the approval of the Executive Board.
- Section 6. The President shall serve as an ex-officio member of all standing and all special committees except the Nominations and Elections Committee.

ARTICLE IX -- ADVISORY COUNCIL

- Section 1. There shall be an Advisory Council composed of past presidents of IAEOP and one (1) delegate from each affiliate association.
- Section 2. The Advisory Council may meet at the time and place of the Annual Meeting.
- Section 3. The duties of the Advisory Council shall be (a) to make recommendations for programs for the promotion of the Association, and (b) to advise the Executive Board on matters concerning the Association.
- Section 4. Delegates to the Advisory Council shall be members of the Association and serve as the delegate of only one (1) affiliated association of which the delegate is a member.
- Section 5. At meetings of the Advisory Council, fifty (50) percent of the total number of affiliated associations shall constitute a quorum.
- Section 6. The Chair of the Affiliations Committee shall serve as Chair of the Advisory Council.

ARTICLE X -- AFFILIATIONS

- Section 1. There shall be a program whereby local, county, and regional associations of educational office personnel may affiliate with the Association. The program shall be governed by the Executive Board.
- Section 2. With the approval of the Executive Board, the Association may affiliate with another organized group or agency.
- Section 3. With the approval of the Executive Board, the Association may join with one or more organized groups or agencies in a mutual association of endeavor.

ARTICLE XI -- PARLIAMENTARY AUTHORITY

ROBERT'S RULES OF ORDER, latest edition, shall govern the conduct of all meetings of the Association, the Executive Board, and all standing and special committees.

ARTICLE XII -- AMENDMENTS OF BYLAWS

- Section 1. Amendments to the Bylaws shall be submitted in writing to the Bylaws Committee Chair. A report on proposed amendments shall be presented to the Executive Board for recommendation prior to presentation to the membership for vote.
- Section 2. Proposals of the Bylaws Committee shall be provided to the membership no later than thirty (30) days prior to Annual Meeting.
- Section 3. Voting on amendments to the Bylaws shall be by mail ballot. Of ballots received, a two-thirds (2/3) vote in favor of proposed amendments shall be required for adoption.
- Section 4. Ballots from any Bylaws referendum shall be retained by the Chair of the Bylaws Committee for one (1) year.

ARTICLE XIII -- DISSOLUTION

If the Association shall be liquidated or dissolved, its property shall not inure to the benefit of any private person. If it is then possible under the laws then applicable, all the money, property and proceeds of property and dividends on liquidation, distribution or abandonment of the Association shall be disbursed to a qualifying entity at the discretion of the Executive Board.

ARTICLE XIII -- INDEMNIFICATION

The Association shall indemnify any present or former officer or member of the Association, and their respective heirs, administrators, personal representatives, successors and assigns, against any and all costs and expenses, including, but not limited to, counsel fees, judgments paid and amounts paid in settlement (before or after legal proceedings are commenced), actually and reasonably incurred, in connection with the defense of any claim, action, suit or proceeding, whether civil, criminal, administrative or otherwise in nature, in which such person may be involved by reason of being or having been such officer or member of the Association, except in relation to matters as to which such officer or member shall be adjudged in any action, suit or proceeding to be liable for his own negligence or misconduct in the performance of a duty to the Association.

A conviction or judgment, whether based on a plea of guilty or no contest or its equivalent, or after trial, in a criminal action, suit or proceeding shall not be deemed an adjudication of liability for negligence or misconduct in the performance of a duty to the Association, if such officer or member acted in good faith and believed that such action was for the best interest of the Association with no reasonable cause to believe that the action was illegal.

The foregoing indemnification shall not be deemed exclusive of any other rights to which such officer or member may be entitled under any bylaw, agreement or otherwise. The Association, its officers, members or agents shall be fully protected in taking any action or making any payment under this Article XIV, or in refusing to do so upon the advice of legal counsel.

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