

AZTESOL Constitution and By-Laws



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AZTESOL Constitution

Article 1. Name

This organization shall be known as AZTESOL (Arizona Teachers of English to Speakers of Other Languages, Inc.). AZTESOL is an affiliate of TESOL International Association (1925 Ballenger Avenue, Suite 550 Alexandria, Virginia 22314-6820). AZTESOL is an independent organization whose current address is AZTESOL, Inc., PO Box 881, Yuma, AZ 85336, USA.

Article II. Purposes

AZTESOL is a non-profit educational organization whose purposes are to provide opportunities for the discussion and study of English as a Second and/or Foreign Language, English as a Second Dialect, Bilingual Education, and related areas; to promote scholarship and disseminate information regarding teaching and language learning through meetings, conferences, publications, and other activities; and to cooperate with other groups and agencies having similar concerns.

Article III. Membership

Membership in AZTESOL shall be open to all interested persons and organizations. AZTESOL does not discriminate on the basis of language background, race, ethnicity, gender, religion, age, sexual orientation, nationality, disability, appearance, or geographic location.

Each person who is a registered member of AZTESOL is eligible to vote.

Article IV. Meetings

AZTESOL shall hold an annual business meeting at such time and place as the Board shall determine. The annual business meeting may also be designated at the annual conference. Additional meetings may be scheduled by the AZTESOL President.

Article V. Officers

All officers shall be AZTESOL members in good standing. Additionally, at least two officers, including the President, shall be current members of TESOL International.

A. The Board shall consist of the President; Vice President; Secretary; Treasurer; Immediate Past President; Communications Coordinator; four (4) Regional Representatives (one from each designated area of the state); Scholarships, Grants, and Awards Chair; Advocacy Chair; up to two (2) Members-at-Large; and *ad hoc* committees that the Board initiates. Members of the Board in attendance at a Board meeting have voting privileges.

B. The Vice President shall succeed the President. The term of office for Vice President, -President, and Past President shall be for one year beginning from the annual business meeting. The term of office for all other Board positions shall be three years.

C. If the office of President is vacated before the end of the President's term, the Vice President shall fill the vacancy and complete the term of office. If any other Board position is vacated before the end of the term, the Board shall elect an interim Board member by a majority vote to serve until the annual business meeting.

D. An AZTESOL Board member shall represent AZTESOL at the TESOL International Affiliate Council, as required by TESOL International.

Article VI. Elections

A. Vacant Board positions and positions that are open due to term limits shall be posted on the AZTESOL website with job descriptions and submission deadlines for resumes and statements of interest.

B. Board members who have served three (3) years and wish to continue on the Board must also submit a resume and statement of interest.

C. A Nominating Committee shall consist of the Past President as Chairperson, the four (4) current Regional Representatives, and the Member(s)-at-Large. This committee shall vet candidates for all open positions and prepare a final slate of candidates to be submitted for approval to the Board at least thirty (30) days prior to the annual business meeting.

D. The Board will interview and vote on interested candidates before the annual business meeting. A majority of the Board, voting during the designated period, shall

constitute election. Winning candidates will be presented to the general membership at the annual meeting.

Article VII. Amendments

This Constitution and the By-Laws may be amended by a two-thirds vote of the AZTESOL members voting. Proposed amendments must be submitted in writing by the Board, posted on the website, and distributed to the general membership at least thirty (30) days prior to the vote. The Standing Committee on Rules and Resolutions shall review and propose revisions as requested by the Board.

Article VIII (Amendment 1). Finances

- A. The fiscal year shall run from June 1 to May 31.
- B. No part of the net earnings of AZTESOL shall inure to the benefit of, or be distributable to, its members, officers, or other private persons, except that AZTESOL shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the proposed set forth in Article II. No substantial part of the activities of the organization shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the organization shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, AZTESOL shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Laws) or (b) by an organization (or the corresponding provision of any future United States Internal Revenue Law).
- C. All donations and sponsorships made by AZTESOL shall align with the mission of the organization and shall be decided by a majority vote of the Board.

Article X (Amendment 2). Dissolution

Upon dissolution of the organization, the Board shall, after paying (or making provision for the payment of) all the liabilities of the organization, dispose of all the assets of the organization exclusively for the purposes of the organization in such a manner, or such organization or organizations organized and operated exclusively for non-profit,

educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) in such a manner as the Board shall determine.

Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is located exclusively for such purposes, or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

By-Laws

Article I. Membership

- A. Individual memberships shall be granted upon complete registration.
- B. The membership year will vary for each member, the year's membership beginning upon receipt of registration.
- C. Membership requirements and registration processes shall be determined annually by the Board.

Article II. Revisions to Governing Documents

The Rules and Resolutions Committee shall review and revise the Constitution and By-Laws and the *AZTESOL Handbook*, as requested by the Board. The Chair is responsible for presenting proposed Constitutional and By-Law revisions to the Communications Coordinator, Secretary, and Webmaster for distribution to the membership at least thirty (30) days before the voting period.

Article III. Disbursement of Scholarship Funds

The Scholarships, Grants, and Awards Committee shall propose to the Board procedures for disbursement of funds, as allocated by the Board. Decisions will be driven by the Board's annual budget review.

Article IV. Publication of Position Papers

The Advocacy Chair shall coordinate with the Board on the publication of position papers. Any papers must fall within the legal standards set for 501 (c) (3) organizations as defined in *Article VIII* of the AZTESOL Constitution.

Article V. Authority

- A. The *AZTESOL Handbook* contains the Constitution and By-Laws and descriptions of specific duties and responsibilities for each position on the Board.
- B. *Robert's Rules of Order, Revised* shall govern the meetings of AZTESOL.