

By-laws of the Maine Adult Education Association

Article I: Name

This organization shall be known as the Maine Adult Education Association.

Article II: Purposes

The purposes of this organization shall be:

1. To advocate the development and improve the quality of adult education in Maine.
2. To advocate and encourage the concepts of community education through citizen involvement in adult education programming.
3. To advocate the continuing education of adult citizens of Maine.
4. To promote among adult educators increased knowledge of educational techniques and methods. To carry on educational activities through conventions, training workshops, conferences, meetings, institutes, publications and such other media as are appropriate.
5. To promote research, encourage and develop programs designed to improve adult education.
6. To promote and share information on available resources.
7. To advocate and conduct such political activity as necessary to achieve the aforementioned purposes.
8. To support the above purposes nationally as an affiliate of AAACE.
9. To promote and encourage professional development among adult educators.

Article III: Membership

Section 1. Membership is open to any individual interested in adult education.

Section 2. Annual dues may be charged by a majority vote of the members either through the mail or at the annual business meeting.

Section 3. Each individual member present during the annual business meeting shall have one vote.

Section 4. No member, program representative, teacher, tutor, vendor, student, employee or board member shall be excluded from membership or association on the basis of race, color, age, sex, sexual orientation, nationality, religion, physical or mental handicap, or political belief.

Article IV: Officers and Duties

Section 1. There shall be a President who shall preside at all business meetings, appoint action teams not otherwise provided, and generally carry out the duties of this office. The President shall be a member ex officio of all action teams or committees.

Section 2. There shall be a President-elect to assume the duties of the President in his/her (the President's) absence.

Section 3. There shall be a Secretary, elected from among and by the Board of Directors, who shall keep an accurate record of each business meeting, disseminate information to MAEA members, conduct the correspondence and generally carry out all of the usual duties required of the Secretary.

Section 4. There shall be a Treasurer, elected from among and by the Board of Directors, who will oversee the receipt and distribution of monies coming to this Association, ensure an accurate accounting of receipts and disbursements, make a report thereof at the annual meeting of the Association, and generally carry out all of the usual duties required of the treasurer.

Section 5. There may be a legislative action team chairperson appointed by the President. The chairperson may advise the Association and officers on legislative matters affecting adult education and may organize, execute and communicate the Association's views on state and national legislation. The chairperson may recommend that the President appoint regional legislative coordinators to assist in legislative matters.

Section 6. Other Action Teams may be appointed by the President, with the approval of the Board of Directors.

Section 7. Executive Committee. The Executive Committee shall consist of the Officers of MAEA. The Executive Committee shall, during intervals between Board meetings, have the power to act on behalf of the Board. Actions shall be limited to those of an emergency or unanticipated nature and shall not expend any funds in excess of current budget outlines. Meetings of the Executive Committee do not require notice and may be conducted in person, via the U.S. mail, or by electronic means.

Article V: Board of Directors

Section 1. The Board of Directors of this organization shall consist of the President-elect, the President, the Past-President, three (3) at-large members elected at the annual business meeting or by mail, three (3) members who are teachers/tutors or counselors in local adult education programs appointed by the President with the approval of the Board of Directors, three (3) administrators appointed by the President with the approval of the Board of Directors, and any member who is also a member of the Board of Directors of AAACE. Each member of the Board of Directors shall have one vote.

Section 2. The President of this organization shall chair the Board of Directors and shall be responsible for assigning action team tasks to board members. Action Teams may recruit additional members from the general membership.

Section 3. The Board of Directors shall be responsible for carrying out the month to month activities of the organization, approving all expenditures, and generally pursuing the purposes of the organization as listed in Article II.

Section 4. The Board of Directors shall meet regularly.

Section 5. Any vacancy on the Board of Directors will be filled by the President, with the consent of the Board of Directors. Such new members shall hold office until the next annual business meeting at which time the unexpired term if any shall be filled by a vote of the membership if an elected position.

Section 6. Notice of Board of Directors meetings shall be given by written or oral notice to each director no fewer than ten (10) days prior to the meeting, if possible. One-third (1/3) of the total number of directors shall constitute a quorum. All questions shall be decided by a simple majority of the directors present and voting.

Section 7. Meetings of the Board of Directors may be called by the President, the President-elect, or a majority of the board members.

Article VI: Elections

Section 1. The President shall annually appoint a chair to the Election Action Team. This chair shall then assemble a team of MAEA members that includes the President-elect. The Election Action Team shall prepare a slate of candidates from the membership for the positions of Immediate Past President, President and President-elect and candidates for election to the three at-large Board of Directors slots. This slate shall be advertised no earlier than the end of September for mail-in ballot and again at the opening of the annual meeting for voting there.

Section 2. Any current MAEA member interested in being a candidate for any elected position on the Board of Directors shall declare such by submitting his/her name to the Election Action Team chair no later than forty-five (45) days prior to the annual meeting.

Article VII: Meetings

Section 1. There shall be an annual business meeting of this Association. Other meetings may be held at the discretion of the Executive Committee or the President.

Section 2. Written notice of all meetings of the Association shall be sent to the membership at least three (3) weeks in advance.

Article VIII: Staff

This Association may hire personnel, under the direction and the supervision of the Executive Committee, to carry out the purposes of this organization.

Article IX: Indemnification of the Board of Directors

Each and every member of the Board of Directors, including any member whose term of office has expired, shall be indemnified by MAEA against any and all expenses actually and necessarily incurred by such member in connection with the defense of any action, suit, or proceeding in which such member is made a party by reason of being or having been a member of the Board of Directors, except in relation to matters as to which such member shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of the duties of the member; and such right of indemnification shall not be

deemed exclusive of any other rights to which such director may be entitled under any bylaws agreement, vote of the members otherwise.

Article X: Amendments

Any changes or additions to these bylaws shall be made only by a vote of two-thirds (2/3) of the membership present at any meeting of this Association. Notice of the proposed changes shall be given to each member at least three (3) weeks prior to the meeting at which the vote will be taken.

10/1988

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