

Learning Forward Tennessee CONSTITUTION

**Formerly the TENNESSEE
STAFF DEVELOPMENT
COUNCIL**

Adopted June 14, 1989

Revisions:

September 29, 2003

October 13, 2007

February 27, 2011

CONSTITUTION of Learning Forward Tennessee

ARTICLE I: NAME AND PURPOSE

Section 1. This organization shall be known as Learning Forward Tennessee.

Section 2. The purpose of Learning Forward Tennessee shall be to:

- (a) provide awareness for and leadership in effective professional learning;
- (b) provide up-to-date information based on assessed needs, current research, and state/national trend;
- (c) promote effective models of professional learning that improve student learning;
- (d) provide the opportunity through networking to share expertise and resources;
- (e) promote the standards of effective professional learning as defined by Learning Forward.

ARTICLE II: AFFILIATION

Learning Forward Tennessee shall be affiliated with Learning Forward.

ARTICLE III: MEMBERSHIP AND DUES

Section 1: Any person interested in the improvement of professional learning shall be eligible for membership.

Section 2: Membership will be through an application process for a period of one (1) year.

Section 3: Dues will be set annually by the Board of Directors.

Section 4: Active Board of Directors members will have voting privileges.

ARTICLE IV: OFFICERS

Section 1. The officers of Learning Forward Tennessee shall be active members of Learning Forward Tennessee and Learning Forward and will be selected from the twenty-one member Board of Directors. The officers shall be president; president-elect; past president; vice-president, research and development; vice-president, membership; vice-president communications; secretary; and treasurer. The officers will constitute the executive committee along with the advisors and executive director.

Section 2: The responsibilities of the officers shall be as follow:

President:

- serve on Executive Committee
- set Board Meeting agendas with Executive Committee
- preside at Board Meetings
- appoint standing committees and other committees not otherwise provided for in the Constitution
- Oversee special training opportunities
- see that all provisions of the Constitution are fulfilled by appropriate officers and committee chairs
- serve as liaison for any business involving an external agency
- serve as ex-officio member to all committees
- complete national organization reports with Executive Director and Past-president
- attend Affiliate Meetings at the National Conference

President-elect

- serve on Executive Committee
- set Board Meeting agenda w/ Executive Committee
- preside in absence of President
- serve on the Annual Institute Committee
- assume office of the President if vacated
- succeed to office of the President
- attend Affiliate Meetings at the national conference

Past-president

- serve on Executive Committee
- set Board Meeting agenda with Executive Committee
- serve as an advisor to conference committees
- chair the Nominating Committee for election on new Board members
- oversee annual audit committee

Secretary

- serve on Executive Committee
- keep records and minutes of all meetings of the Council and the Board of Directors
- be responsible for all correspondence
- issue notice of meetings
- perform other duties as specified by the President

Treasurer

- serve on Executive Committee
- keep a record of membership
- pay all bills authorized by the President
- keep an accurate and current record of all receipts and expenditures of the Council's funds
- make reports at the Council's annual business meeting and at other times as requested by the President
- submit books for annual audit
- properly audit records before transferring them to an incoming Treasurer

Vice-President - Research and Development

- serve on Executive Committee
- keep the organization current on new research and emerging trends
- serve on awards committee
- coordinate and maintain, along with the Vice-President for Communications, the effective functioning of the organization's website

Vice-President - Membership

- serve on Executive Committee
- keep a current database of membership
- implement an efficient plan for contacting current members and recruiting new members
- provide reports at the annual business meeting and at other times as requested by the President
- serve on the nominating committee

Vice-President, Communications

- serve on the Executive Committee
- maintain registration for events sponsored by Learning Forward Tennessee
- coordinate and maintain, along with the Vice-President for Research and Development, the effective functioning of the organization's website
- disseminate print and electronic material advertising Learning Forward Tennessee
- design and maintain methods to increase communications with Learning Forward Tennessee membership

Executive Director

- organize and cause to happen, educational events that are consistent with the mission of the organization
- attend Executive Committee meetings in a non-binding, non-voting position
- represent Learning Forward Tennessee at the national conferences

Advisors

- keep organization current on state and national issues and regulations
- attend Executive Committee meetings in a non-binding, non-voting position

Section 3: The Board of Directors of the Council shall consist of the officers stated above, two representative from Professional Learning, and ten representatives - one each from the three grand divisions of the State of Tennessee, one from the State Department of Education, three supervisors, one principal, one superintendent, one Instructional Coach, and one from higher education, for a total of twenty (21) members. Twelve members of the Board shall constitute a quorum. The Board shall act as the governing body of the Council, and members must maintain active membership in both the state organization (Learning Forward Tennessee) and the national organization (Learning Forward).

- (a) The officers and other Board members shall be elected to serve a term of two years.
- (b) The officers and the Board of Directors shall be elected during a business meeting. All newly elected board members shall assume their duties at the conclusion of the business meeting.

Section 5: Any position on the Board of Directors may be declared vacant by a two-thirds vote of the Board should it be necessary for cause. Cause shall be defined by the Constitution, Article III:

- (a) not performing duties as assigned by the Constitution, Article III;
- (b) excessive absence from board meetings (more than 50 percent).

ARTICLE V: COMMITTEES

The President of the Board of Directors is authorized to appoint committees as needed to carry out the purpose of the Council.

ARTICLE VI: MEETINGS

Learning Forward Tennessee shall hold a business meeting and such other meetings and conferences as will promote the purpose of the organization.

ARTICLE VII: DISSOLUTION

If at any time Learning Forward Tennessee shall cease to carry out the purpose as herein stated, all assets and property held by the Council, whether in trust or otherwise, shall after the payment of all liabilities, be paid over to an organization which has similar purposes and has established its tax exempt organization under Section 501 (c) (3) of the Internal Revenue Code. The designated organization shall be endorsed by a majority vote of the Board.

ARTICLE VIII: AMENDMENTS

Any board member may propose changes to this Constitution by sending the proposed changes to the president at least 30 days prior to a business meeting. The proposed changes shall be mailed to all members prior to the business meeting. The proposed changes must be approved by two-thirds of the board members present at the business meeting.

ARTICLE IX: PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order Revised shall govern Learning Forward Tennessee in all cases to which they apply and in which they are not inconsistent with this Constitution and any special rules of order the organization may adopt.

ARTICLE X: INTERNAL REVENUE SERVICE

The purpose for which Learning Forward Tennessee is organized is exclusively educational as defined in the Internal Revenue law, and notwithstanding any other provisions of these articles, this Council shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under the 501 (c) (3) of the Internal Revenue Code (1954) or the corresponding provisions of any future United States Internal Revenue law.