

Constitution and Bylaws of the Nebraska Educational Technology Association

I. Definition and Name

- A. These Articles shall define and prescribe the fundamental governing principles for the organization to be known as the Nebraska Educational Technology Association, hereinafter referred to as NETA.
- B. NETA shall be a non-profit corporation with educational purposes under Nebraska rev. statute 21-1903.
- C. NETA is an Affiliate member of the International Society of Technology in Education.

II. Purpose

- A. NETA exists for the purpose of providing leadership and promoting the application of technology to the educational process. Its span of interest includes all levels and aspects of education.
- B. NETA shall have as its purposes exclusively those set forth in section 501(c)(3) of the Internal Revenue Code.
- C. NETA shall not engage in activities that are not germane to the purposes stated herein.

III. Membership

- A. Membership is open to anyone who has an interest in administrative, educational, and instructional uses of technology and who subscribe to the basic tenets of NETA as proclaimed in these Articles.
- B. Membership and membership privileges are not in any way limited by race, creed, sex, age, or religious belief.
- C. Two membership classes are recognized, with distinct privileges.
 - 1. Regular memberships can be held by individuals.
 - 2. Honorary members are to be elected by the Board of Directors. This membership requires no dues.
- D. The membership year shall be from annual meeting to annual meeting.

IV. Membership Privileges

- A. All members within a membership class claim identical privileges, except that the dues structure and registration fee schedules may reflect class sub-categorization.
- B. Members shall pay dues as established by the Board of Directors, and only persons who have paid dues according to the currently established policy shall be considered members at any given time.
- C. All members shall have the right to vote in elections of officers, and in all matters placed before the assembly at the annual meeting of the membership or through mailed balloting procedures.
- D. All meetings held, sanctioned, or sponsored by the organization, or by any committee, sub-group, or task force of the organization, are open to attendance by anyone, pursuant to payment of established registration fees and providing such attendance does not subvert the purpose of the meeting.
- E. Total attendance limitations can be imposed by prior announcement when necessary to serve the purpose of the meeting.
- F. Other privileges of membership, consistent with these Articles, shall be conferred by:
 - 1. The voting membership, via changes to the Constitution and Bylaws.
 - 2. The Board of Directors, consistent with the Constitution and Bylaws.

V. General Meeting

- A. The membership shall be given prior notice of the time and place and general purpose of the annual meeting of the membership. The annual meeting will be held for the purpose of electing and/or installing officers and directors, to conduct such business as may properly come before NETA, and to present a program of professional interest to the members.
- B. For the purposes of conducting business at the annual meeting, a quorum shall be defined as consisting of a majority of the Board of Directors and an equal number of regular members. No formal action, other than adjournment, can be taken in the absence of a quorum, although once an initial quorum is established adjournment is not mandatory if it is subsequently lost, i.e., discussion may continue.
- C. Other meetings (conferences) may be planned by the Board of Directors as needed or desired.
- D. With the exceptions noted, any and all authority vested in the voting membership through these Articles may be delegated by its will to a designated officer or officers of the organization. The exceptions are:
 - 1. The election of elected officers.

2. The recall of elected officers.
3. Amendment of this Constitution.
4. Dissolution of the organization other than as specified in Article XIII and Article IV of The Articles of Incorporation.

VI. Officers and their duties

- A. The President shall:
 1. Preside at all meetings of the Board of Directors and NETA.
 2. Recommend appointment of the chairpersons of committees, other than the Nominations Committee.
 3. Represent NETA in matters of importance to the Association.
 4. Authorize expenditures of NETA for the operation of NETA and in keeping with the actions of the Board of Directors and its budget.
 5. Be responsible for all publications and communications including but not limited to the newsletter, conference notifications, etc.
 6. Oversee outreach activities that attempt to meet the needs of all geographical areas of the membership.
 7. Be allowed to attend other conferences and be reimbursed at a limited rate to be determined by the board and reviewed annually.
 8. Serve one year.
- B. The President Elect shall:
 1. Have been a NETA member at least one year prior to being nominated for the position.
 2. Serve for the President when the President is unable to serve. Shall automatically assume the office of President upon resignation of the President. Shall complete the term of office of the resigned President and shall then serve the full year to which elected.
 3. Be responsible for aiding in the development of NETA.
 4. Be responsible for developing and implementing the annual conference.
 5. Serve one year.
- C. The Past President shall:
 1. Serve as President Elect in the case of the President Elect's inability to serve, until a new President Elect can be appointed by the Board of Directors.
 2. Be responsible for advising the officers and serving on the Board of Directors.
 3. Serve as the chairperson to the nomination committee.
- D. The Secretary shall:
 1. Record and archive the minutes of meetings of the Board of Directors and the NETA annual meeting.
 2. Make available a copy of the minutes to be made public within ten (10) working days of such meetings.
 3. See that actions requiring communication with members, other individuals or groups are promptly carried out.
 4. Track attendance of board members to meetings and report excessive absences to the board.
 5. File and distribute changes in policy or rules of order adopted at NETA board meetings.
 6. Be re-elected on the even numbered years.
- E. The Treasurer shall:
 1. Establish the account(s) of NETA, as approved by the Board of Directors.
 2. Establish procedures based on the NETA Board guidelines for the depositing of funds and the maintenance of Association properties.
 3. Receive and disburse all funds of NETA as authorized by the Board of Directors.
 4. Be re-elected on the odd numbered years.
 5. Be prepared to submit records for an annual internal and/or external review to a committee composed of the Executive Director, the President, the President Elect and one board member.
 6. Be bondable.

VII. Board of Directors

- A. The Board of Directors of NETA shall be composed of the elected officers and twelve (12) directors elected by the membership as voting members.
- B. The Board of Directors shall have the authority to manage the affairs of NETA, including but not limited to: Approving or disapproving the President's recommendations for appointment of committee chairpersons, and filling vacancies that may occur on the Board of Directors.
- C. The members of the Board of Directors are elected to three year terms with four (4) members being elected each year.
- D. Officers and the Board of Directors shall receive no compensation for serving in such capacities. Reimbursement for any expenses incurred in connection with their duties shall be authorized by the Board of Directors.

- E. Whenever a board member or officer changes employment, the member submits a resignation for discussion by the board.
- F. Board members and officers shall be affiliated with a non-profit educational organization.
- G. The Board will consist of membership that attempts to represent all geographical areas, being sensitive to regional, positional or agency duplication.

VIII. Duties of the Board of Directors

- A. The Board of Directors will be responsible for setting the course of action of the organization consistent with established policies and regulations.
- B. The Board of Directors will implement the policies and directives issued by the voting membership, to the best of its ability to do so.
- C. The Board of Directors will represent the organization during its tenure.
- D. The Board of Directors will establish the budget of the organization and authorize expenditure levels.
- E. The Board of Directors will establish operational policies and procedures consistent with existing policies set by the voting membership.
- F. The Board of Directors will confirm nominations made by the President for the appointment of officers.
- G. The Board of Directors will recommend Bylaw changes to the voting membership.
- H. The Board of Directors will plan the agenda for general meetings, and be responsible for giving prior notice of general meetings to the membership.
- I. The Board of Directors will form and/or formally recognize task forces, special committees, and sub-groups of the organization, and monitor their activities.
- J. The Board of Directors will review and give prior approval to all proposals to, or contracts with, any outside agency or persons made in the name of the Nebraska Educational Technology Association by the organization or any committee, sub-group, or task force of the organization.
- K. The Board of Directors will keep minutes of its deliberations and make them available for inspection by any member of the organization.
- L. The Board of Directors will keep a record of all dues paying members.
- M. The Board of Directors may establish and abolish appointive positions, as necessary, to carry out its function, consistent with these Articles.
- N. The Board of Directors will appoint an acting replacement whenever an elected office becomes vacant for any reason. The appointment shall be made as soon as is reasonably possible after the vacancy occurs.
- O. The Board of Directors has the power to impeach any elected officer or member of the Board of Directors for just cause.
- P. The Board of Directors shall appoint an Executive Director and other appointive positions with the Executive Director's and each appointive position's duties being prescribed by the Board.
- Q. The Board of Directors may initiate dissolution of the organization through a declaration of insolvency approved by two-thirds of its members.
- R. The Board of Directors will remain current in topics of educational technology at regional and national levels.
- S. The Board of Directors will maintain a financial reserve with a value no less than one year's operational expenses of the organization.

IX. Election of Officers and Directors

- A. Not later than ninety (90) days before the annual meeting, the Board of Directors shall appoint a Nominations Committee consisting of the past president as chairperson and at least two (2) NETA members. Not less than sixty (60) days before the annual meeting, this committee shall submit to the Board of Directors the names of at least two qualified candidates for each office and each vacancy among the directors after having ascertained that each such candidate is willing to serve if elected. Candidates must come from the NETA membership.
- B. Not less than thirty (30) days prior to the annual meeting, the secretary shall notify the membership of the nominating committee report. Election will be by electronic ballot and open to all NETA members. The Board of Directors shall resolve a tie if one should occur.
- C. A vacancy may be declared to exist on the Board of Directors when a resignation is received or when a person is impeached for lack of attendance or failure to discharge appointed duties.

X. Executive Director

- A. The Executive Director shall:
 - 1. Be appointed by the Board of Directors. The position shall be non-voting and compensation will be determined by the Board of Directors. The position and the pay shall be reviewed annually.
 - 2. Assist with maintaining a continuity of the organization.
 - a. Act as the official documents repository.
 - b. Keep copies of all official communications and/or historical records.
 - c. Attend all meetings.
 - d. Advise the Board on policy and membership issues facing the organization.
 - 3. Increase management efficiency of the organization.
 - a. Maintain the Post Office box of the organization.
 - b. Transmit all communication between membership and the Post Office.
 - C. Facilitate production of, but not be limited to:
 - i. The NETA newsletter (4/year).
 - ii. NETA Conference packets.
 - iii. NETA web site.
 - iv. Official correspondence.
 - v. Mailing of all materials (Bulk mailings).
 - d. Maintain current membership lists and release necessary materials to members.
 - e. Manage conference and workshop registrations for NETA-supported events.
 - f. Assist the Board as requested.
- 4. Increase visibility of the organization.
- 5. Secure additional funding for the organization.
- 6. Maintain organization's non-profit corporate and tax exempt status.
- 7. Protect legal and financial interests of the organization.
- 8. Assure compliance of association activities with the Constitution and Bylaws and operational policies and procedures.
- 9. Remain current in topics of educational technology at regional and national levels.

XI. Amending the Constitution and Bylaws

- A. Once finally ratified by a majority of voting members, this constitution may not be altered in any way, in whole or part, except through the amendment procedure specified herein.
- B. This Constitution may be amended through the following procedure, and only through the following procedure:
 - 1. The proposed amendment must be a formal topic on an agenda at the annual meeting.
 - 2. Any regular member may submit a proposed amendment that shall be in written form. This must be received by the Board of Directors at least sixty (60) days prior to the annual meeting.
 - 3. The full text of the proposed amendment must be submitted in writing to the entire membership prior to the annual meeting at which it is a formal topic. All additions, deletions, and modifications must be clearly denoted.
 - 4. This Constitution and Bylaws may be amended by a two-thirds majority vote of members, eligible to vote, attending the annual meeting of NETA, provided that notice of the proposed changes has been sent to the membership not less than thirty (30) days prior to the meeting.
 - 5. The secretary should file changes in policy or rules of order adopted at various meeting and have a copy of the Constitution and Bylaws for ready reference.
 - 6. The Constitution and Bylaws amendments shall take effect immediately following the annual meeting.

XII. Fiscal Year

- A. The fiscal year of NETA will be January 1 through December 31.
- B. An external or internal review of financial statements will occur annually in accordance with standard accounting practices, concurrent with the election of the treasurer, and include all accounts controlled by the treasurer or other special projects.

XIII. Parliamentary Authority

The latest edition of Robert's Rules of Order will govern NETA in all cases in which they are applicable and in which they are not inconsistent with the Constitution and Bylaws or the special rules of order of NETA.

XIV. Dissolution of the Organization

- A. The act of dissolution of NETA shall be considered an amendment to this constitution, and can be enacted only by the procedures specified herein for adoption of an amendment, except as prescribed below.
- B. A declaration of insolvency, adopted by a two-thirds majority of the Board of Directors shall constitute dissolution three months thereafter unless challenged and successfully overruled by a majority of the voting membership. Notification of the insolvency statement must be given to the entire membership at least two months prior to the dissolution.
- C. Failure to elect officers for two years running, due either to a lack of quorum at general meetings at which nominations are to be made or to an inability to attract anyone willing to serve, shall automatically constitute dissolutionment.
- D. Failure to elect officers in a given year shall not in itself constitute dissolutionment, unless it occurs two years running. Instead, the organization shall be declared to be in a state of limbo and the Immediate Past President shall appoint an Interim Board of Directors. The Interim Board of Directors shall elect its own Chairperson who will serve also as Acting President of the organization. The authority of this Interim Board of Directors shall be strictly limited to:
 1. Initiating a dissolution procedure.
 2. Scheduling and planning general meetings for the purpose of resurrecting the organization and nominating officers.
 3. Conducting elections by the membership.