

Bylaws of the Teachers Association of Baltimore County, Maryland, Inc.

PREAMBLE

We, the educators of Baltimore County, believing that the teaching profession must attain its own autonomy, establish standards of preparation for those wishing to enter its practice, determine the standards of admission to the profession, insure the ethical practice of its membership, be guided in all its actions by the highest sense of social and academic responsibility, and demonstrate continued progress in the development and application of its body of knowledge, do establish these Bylaws for the Teachers Association of Baltimore County, Inc.

ARTICLE I: NAME

The name of this organization shall be “Teachers Association of Baltimore County, Maryland, Inc.” It shall also be known as “TABCO,” and may be referred to herein as the Association.

ARTICLE II: AFFILIATION

The Association shall be a local affiliate of the Maryland State Education Association and the National Education Association. Only the Representative Assembly has the power to determine Association affiliation beyond those mentioned above by a two-thirds (2/3) majority, unless otherwise stated.

ARTICLE III: PURPOSE

The purpose of this Association shall be to serve as the voice of the teaching profession and affiliate members in Baltimore County in order to secure, maintain and promote those conditions which will improve the professional growth, morale and general welfare of all educators and the quality of service to students and the community.

ARTICLE IV: MEMBERSHIP

Section 1. Membership Year

The membership year shall be September 1 through August 31 for dues purposes and automatic renewal.

Section 2. Classes of Membership

There shall be three classes of membership: active, retired, and staff. All members are expected to abide by the Code of Ethics as adopted by the Association. Only in the case of retired or staff membership, any questions regarding the eligibility for membership of an individual shall be

determined by the Board of Directors.

a. Active Members

- 1) Active membership in the Association shall be open to employees of the Board of Education of Baltimore County in the certificated bargaining unit as determined by negotiations with the Board of Education pursuant to Title 6, Subtitle 4 of the Education Article.
- 2) Active Membership shall be continuous until the member leaves the school system; changes position into a different bargaining unit within BCPS; resigns from the Association, or fails to pay membership dues.
- 3) The Board of Directors, by simple majority vote, may reinstate to active status a member who has previously been suspended or expelled from the Association.
- 4) Only Active members have the right to vote and hold office, except as specifically provided elsewhere in these Bylaws.

b. Retired Members

- 1) Retired membership shall be open to all certificated professional personnel who were active members of an NEA affiliate for a period of at least five years.
- 2) Retired members may not vote in TABCO elections, hold office in TABCO except as provided in Article VII, serve as an Association Representative, serve on the TABCO Negotiating Team except as a consultant, nor serve as a TABCO-sponsored MSEA or NEA delegate. Retired individuals who return to active employee status shall comply with active member requirements.
- 3) Retired members serving on TABCO Committees must be current members of NEA-R/MSEA-R/TABCO-R in good standing.
- 4) Retired individuals who return to active employee status shall comply with Active member requirements.

c. Staff Members

By virtue of their positions, all TABCO professional staff is entitled to be members of the Association. Staff members will enjoy the rights and privileges of membership in the Association, except that they may not vote in TABCO elections, hold office in TABCO, serve as an Association Representative, nor serve as a TABCO-sponsored MSEA or NEA delegate.

Section 3. Limitations

- a. The right to vote and to hold elective office shall be limited to active members except as provided in Article VII.
- b. The Association shall not deny membership to individuals on the basis of race, creed, national origin, sex, or sexual orientation.
- c. The Board of Directors of the Association reserves the right to deny or revoke membership for good cause, e.g., in cases where the applicant does not meet the requirements for membership as defined above or fails to adhere to the standards of membership as defined herein.

Section 4. Suspension or Revocation of Membership

The Review Board, by a two-thirds (2/3) vote, shall make a recommendation to the Board of Directors which may, with a two-thirds (2/3) vote, suspend from membership or expel any member who has violated the ethics policy or who has engaged in actions contrary to the best interests of the Association and may cancel the membership of any member convicted of a crime involving moral turpitude. Any member being considered for suspension or removal must be notified in writing and informed of his/her right to respond to the charges, before the Review Board and prior to any final decision by the Board of Directors.

Section 5. Membership Withdrawal

A member may withdraw from Association membership by notifying the Association in writing at any time. In order to revoke the annual dues authorization, a member must send a letter via certified U.S. mail to the Association during the designated drop period identified on the membership application.

ARTICLE V: DUES

- a. Annual dues of Active Association members shall be recommended by the Board of Directors and set by the Representative Assembly. TABCO dues may never exceed 2/5 of one percent (0.4%) of the average teacher salary within BCPS. The prorated dues structure set by MSEA will be presented to the Representative Assembly by the Board of Directors.
- b. The local fee component of the NEA-R/MSEA-R/TABCO-R dues shall be determined by the TABCO Board of Directors. Anyone who becomes a lifetime NEA-R/MSEA-R member after the formation of TABCO-R in 2014 but before their retirement will owe the local dues component.
- c. There shall be no dues required of TABCO staff.

ARTICLE VI: OFFICERS

Section 1. Elected Officers

- a. The elected officers shall consist of a president, vice-president, treasurer, and secretary.
- b. The terms of president, vice-president, treasurer, and secretary shall be for three (3) years.
The president, vice president, secretary and treasurer may be elected for no more than two (2) full terms in each respective office to which elected. These terms commence on August 1 of the year in which the election was held and end on July 31 of the third year of office.
- c. The persons elected as president, vice-president, treasurer, and secretary by the membership shall be considered also to be elected as delegates to the MSEA and NEA Representative Assemblies for their terms of office.

Section 2. Qualifications

The right to run for and serve as an elected officer shall be limited to active members in good standing with a minimum of three (3) consecutive years of active membership immediately preceding the official filing for office.

Section 3. Duties

- a. President

The president shall be the full-time executive officer of the Association. The president shall:

- 1) Perform all duties as delineated in the Policy Manual of the Association.
- 2) Prepare the agendas and preside over all meetings of the Representative Assembly and the Board of Directors and Association membership;
- 3) Serve as the official spokesperson for the Association;
- 4) Attend or designate persons to attend public meetings on behalf of the Association;
- 5) Appoint the chairpersons and members of standing and special committees and the Review Board, subject to Board of Directors' approval;
- 6) Serve as a member ex-officio of all standing and special committees, except the Nominations, Elections and Credentials Committee;
- 7) Make a report at each regular meeting of the Representative Assembly and Board of Directors;
- 8) Approve all Association expenditures, subject to Section VII, 2.E.
- 9) Be responsible for calling special meetings of the Representative Assembly or Board of Directors;
- 10) Serve as chairperson for the local delegations to the MSEA and NEA conventions;

- 11) Make necessary school visitations to respond to concerns of the members;
 - 12) Perform or delegate the performance of all other functions usually attributed to this office.
- b. Vice President
- 1) The vice president shall perform all duties delegated by the president as well as those delineated in the Policy Manual of the Association.
 - 2) The vice president shall act for the president when the president is absent.
- c. Treasurer
- 1) The treasurer shall perform all duties delegated by the president as well as those delineated in the Policy Manual of the Association.
 - 2) The treasurer shall verify the recording of accurate accounts of all funds as designated in intended budgetary categories.
 - 3) The treasurer shall insure the maintenance of accurate financial records, pay all vouchers prepared by the appropriate staff person and approved by the president and executive director, or by the Board of Directors pursuant to Section VII, 2.E, review and sign all approved checks drawn on Association accounts, and shall report regularly to the Board of Directors and the Representative Assembly.
 - 4) The treasurer shall assist in the preparation of the Association's annual budget.
 - 5) The treasurer shall ensure that a review of the Association's financial records is conducted each year and that materials are available for an audit as may be required by the Board of Directors.
- d. Secretary
- 1) The secretary shall perform all duties delegated by the president as well as those delineated in the Policy Manual of the Association.
 - 2) The secretary shall be responsible for recording the minutes of the following meetings: general membership, the Representative Assembly, the Board of Directors, and any other proceedings of the Association.
- e. In the event that an officer fails to meet their fiduciary and ethical obligations to the Association, as more specifically detailed in the Bylaws and Policy Manual, a majority of the members of the Board may prepare a notice of allegations for presentation to the officer. The officer shall be provided an opportunity to respond to the allegations in defense. If the Board determines that reasonable cause exists, it shall prepare and issue charges, and if warranted, declare the seat vacant. This decision may be appealed to the Review Board, whose decision

will be final.

Section 4. Vacancies

- a. The vice president shall fill a vacancy in the office of president until the next regularly scheduled election.
- b. Whenever an elected position, except the office of president, becomes vacant prior to the normal expiration of the term of office, the Representative Assembly shall elect a person, subject to the qualifications in Article VI, Section 2, to serve until the membership can elect a replacement at the next general election to fill the unexpired term.
- c. If both the offices of president and vice president become vacant, a special meeting of the Representative Assembly shall be convened, within ten (10) business days of the date that the vacancies occurred. This special session will be chaired by the treasurer. If the office of treasurer is vacant, this special session will be chaired by the secretary, (or, in the event of vacancies of all officers, the most senior Active member of the Board of Directors) who will serve as executive officer until the Representative Assembly shall elect a person to serve in each office, subject to the qualifications in Article VI, Section 2. These officers will serve until the membership can elect replacements at the next general election to fill the unexpired terms.
- d. Nominations of individuals to fill a vacant elected position may come from the Board of Directors and/or from members of the Representative Assembly. To be elected, a person must receive a majority of the votes cast by a quorum of the Representative Assembly.

ARTICLE VII: BOARD OF DIRECTORS

Section 1. Qualifications

- a. To be eligible to be an Active member of the Board of Directors, a person must have and maintain active membership in good standing in the Association and its affiliates.
- b. To be eligible to be the Retired member of the Board of Directors, a person must have and maintain Retired membership in good standing in the Association and its affiliates for a minimum of three years preceding election.

Section 2. Membership and Authority

- a. The Board of Directors shall consist of the elected officers and nine (9) directors elected by districts, and an elected representative of the Retired membership. The Board of Directors shall be the executive authority of the Association.

- b. Each Board of Directors seat shall be for a term of three (3) years. The term of office commences on August 1 of the year in which the election was held and ends on July 31 of the third year of office.
- c. Members of the Board of Directors shall have a term limit of two (2) full consecutive terms in the same elected office, and may not run in the General Election for a member position on the Board of Directors without a break in service of one year. Service by a member of the Board of Directors which constitutes sixty percent (60%) or more of a full term shall be considered service in a full term of office for that position.
- d. Members of the Board of Directors, except for the Retired member, must be assigned continuously to a home site in the district to which they were originally elected. If the Director's home site is no longer in that district due to a voluntary transfer, a vacancy in that position will be declared. If the Director's home site is no longer in that district due to an involuntary transfer, the position will be placed on the ballot for the next regularly scheduled election.
- e. After a general election, in the event that the ethnic minority representation on the Board of Directors, for all minority groups identified by the National Education Association, is less than the percentage of the ethnic minority membership within the Association, the Board of Directors shall be expanded by additional members-at-large to meet that percentage. A special election by the Representative Assembly shall be held to elect additional Board of Directors member(s) for the necessary representation. These at-large members serve until July 31 of the current membership year.
- f. Those persons elected to the Board of Directors by district in the general election shall be considered also to be elected as delegates to the MSEA and NEA Representative Assemblies for their terms of office.

Section 3. Duties

The Board of Directors shall be responsible for the management of the Association, shall review Association expenditures, and shall implement goals, programs, and objectives established by the Representative Assembly. It shall report its transactions to the Representative Assembly and suggest policies for consideration of legislation.

The Board of Directors also has the following powers and duties:

- a. The Board of Directors shall develop workshops and training conferences for all Association Representatives.

- b. The Board of Directors shall establish executive committees, either standing, special, or ad hoc, to assist it in implementing the policies set forth by these bylaws and the Representative Assembly.
- c. The Board of Directors shall carry out the administrative affairs and management of the Association, including the establishment of interim policy when necessary to implement the goals of the Association as long as they are consistent with these bylaws and existing policies of the Representative Assembly.
- d. The Board of Directors shall represent the Association in negotiations with the superintendent of schools, the Board of Education, and officials or bodies of the county government. Within policies established by the Representative Assembly, it may make decisions binding the Association in these matters. The Board may delegate its authority to negotiate to another committee or representative. The Board will be responsible for approval of the negotiated contract prior to recommendation to the Representative Assembly.
- e. All contracts and agreements in the name of the Association in excess of \$5,000 must be ratified by the Board of Directors.
- f. The Board of Directors may establish operating procedures, rules, and regulations to facilitate its functions consistent with these bylaws
- g. The Board of Directors may employ an Executive Director whose duties, responsibilities, considerations, and contractual obligations shall be determined by the Board of Directors.
- h. The Board of Directors shall have the power to employ a staff for the efficient management of the Association. When a vacancy occurs in any local professional staff position, if the Board of Directors decides to fill the vacancy, they shall select a replacement recommended by a committee of members of the Association who will be appointed by the president and approved by the Board of Directors. Until arrangements are completed to fill any professional staff position, the Board of Directors may designate a person to fill the position on an acting basis. The Board of Directors or its designees shall represent the Association in negotiations with the staff and their organizations.
- i. The Board of Directors shall determine the compensation of the President.
- j. In the event that a Board of Directors member fails to meet their fiduciary and ethical obligations to the Association, as more specifically detailed in the Bylaws and Policy Manual, a majority of the members of the Board may prepare a notice of allegations for presentation to the director. The director shall be provided an opportunity to respond to the allegations in

defense. If the Board determines that reasonable cause exists, it shall prepare and issue charges, and if warranted, declare the seat vacant. This decision may be appealed to the Review Board, whose decision will be final.

Section 4. Meetings

- a. The Board of Directors shall convene in regular meetings at least once each month of the school year. Special meetings shall be called by the president or at the request of five (5) members of the Board. All meetings of the Board of Directors shall be open to all members of the Association unless an executive session is needed. No final action may be taken by the Board except in open session.
- b. Two-thirds (2/3) of the seated members of the Board of Directors shall be a quorum. No final action shall be taken unless a quorum is present.

Section 5. Vacancies

Any vacancy on the Board of Directors shall be filled by appointment by the representative Assembly subject to the qualifications in XIII.1.b until the next regularly scheduled election. Any vacancy must be filled with a candidate qualified to hold the position as defined in TABCO policy and bylaws.

ARTICLE VIII: RECALL

- a. An officer or director may be recalled for an unlawful act or for misconduct or gross negligence in office.
- b. Recall proceedings against an officer or director may be initiated by written petition submitted to the Board of Directors from at least fifteen (15) percent of elected members of the Representative Assembly, by twenty-five percent (25%) of the active membership, or by majority vote of the Board of Directors.
- c. Upon receipt of such petition or upon such action by the Board of Directors, the officer or director named shall be suspended from duty pending the outcome of the recall process.
- d. Having been appointed according to Article X, the Review Board shall hold a due process hearing. If a two-thirds (2/3) majority of the Review Board sustains the charge AGAINST the officer or director, ballots shall be prepared for the Representative Assembly to vote on the recall.
- e. A two-thirds (2/3) majority of the members voting shall be required to recall an officer or director. Upon recall, the office shall be declared vacant.

ARTICLE IX: REPRESENTATIVE ASSEMBLY

Section 1. Powers

The legislative and policy-making body of the Association shall be the Representative Assembly.

The Representative Assembly shall:

- a. Approve the budget and set the dues for the Association;
- b. Establish and adopt Association policies and objectives;
- c. Enact such measures as may be necessary to achieve the objectives of the Association;
- d. Act on recommendations of the Board of Directors;
- e. Adopt such rules governing the conduct of the Association and the conduct of Assembly meetings as are consistent with these bylaws;
- f. Approve a Nominations, Elections, and Credentials Committee to oversee all elections;
- g. Fill vacancies among officers, and on the Board of Directors as specified in Article VI and VII of these bylaws.

Powers not delegated to the Board of Directors, the officers, or other groups in the Association shall be vested in the Representative Assembly. Nothing in these bylaws shall be construed as to preclude the Assembly from organizing itself to facilitate its deliberations.

Section 2. Composition

The Representative Assembly shall consist of:

- a. Representatives annually elected by TABCO members at each work site as determined in these bylaws;
- b. Alternate representatives annually elected by TABCO members at each work site as determined in these bylaws, and attending in place of representatives from their work site; and
- c. The elected officers and directors of the Association.

An officer or director may not serve as an Association Representative while serving on the Board of Directors.

Section 3. Duties of Association Representatives

- a. Association Representatives shall be responsible for attending all regular and special meetings of the Representative Assembly
- b. Association Representatives shall be responsible for conducting elections for Educator Council members and Association representatives at their work sites, as well as conducting all other United Education Profession elections and returning all necessary materials

promptly.

- c. The chairperson of the Association Representatives, or the chairperson's designee, shall serve as a member of the Educator Council.
- d. The Association Representatives, with the chairperson of the Association Representatives presiding, shall call work site meetings of Association members to discuss Association business.
- e. Association Representatives shall promote the enrollment of members into the Association at their respective work sites.
- f. Association Representatives shall facilitate the distribution of Association communications, print publications, electronic notices, etc.

Section 4. Representation and Election

- a. Active members of this Association shall elect Association Representatives and alternates to the Representative Assembly from their Baltimore County Public Schools' work sites.
- b. Representatives shall be elected for a term of one year.
- c. The number of representatives shall be determined according to the following scale and adjustments in the number of representatives allotted to each work site shall be determined during November of each year:

Number of Members	Number of Association Representatives
1-20	1
21-40	2
41-60	3
61-80	4
81-100	5
101-120	6
121-140	7

- d. Members at a work site may elect alternate representatives, not to exceed the number of eligible Association Representatives.
- e. There shall be at least one representative from each work site.
- f. Each work site shall designate an Association Chairperson.
- g. Elections shall be held during the first two weeks of May, and the representatives shall take office at the first Representative Assembly of the school year.
- h. If a position becomes vacant, or if additional representatives are required, members at the work site shall hold an election to fill the vacancy or requirement until the next general work site election.
- i. Association representatives shall be elected in his/her building/worksites through open nominations and by secret ballot or acclamation when only one candidate is nominated for a position.

Section 5. Meetings

- a. Meetings of the Representative Assembly
 - 1) The Representative Assembly shall hold at least five regular meetings during a school year. Special meetings shall be called by the president or upon petition of twenty-five percent (25%) of the members of the Assembly.
 - 2) Only elected members of the Representative Assembly or their alternates are entitled to speak on Association business and vote on motions. Any member of the Association who is not a member of the Representative Assembly may attend its meetings, but must receive permission to speak ON ASSOCIATION BUSINESS. The Representative Assembly may grant permission to address the Assembly to visitors as deemed appropriate. All meetings are open unless an executive session is called; all non-members of the Representative Assembly are then excluded from the meeting, unless permission is granted by the chair.
 - 3) Thirty-five percent (35%) of the members of the Representative Assembly or alternates, or Association Representatives or Alternates (excluding officers and directors) from thirty-five percent (35%) of the work sites, shall constitute a quorum for a meeting of the Representative Assembly. No final action may be taken unless a quorum is present.
- b. Meetings of the General Membership
 - 1) A meeting of the general membership shall be held each spring of the year before the closing of school. For business to be transacted at the annual membership meeting, one

percent (1%) of the membership must be present or members from thirty-five percent (35%) of the work sites must be present to constitute a quorum.

ARTICLE X: REVIEW BOARD

Section 1. Composition

The Review Board shall be composed of five (5) members and should reflect the ethnic minority composition of the membership, appointed by the President with the advice and approval of the Representative Assembly for a three (3) year term beginning August 1. In the event of a vacancy on the Review Board, the President shall have the ability to appoint, subject to Board approval, until confirmation at the next regularly scheduled Representative Assembly.

Section 2. Qualifications

- a. Members of the Review Board shall have been members of the Association for at least three (3) consecutive years immediately prior to appointment, shall be in good standing, and shall maintain membership in the Association during their terms.
- b. A member of the Review Board shall hold no elected office other than TABCO Association Representative, Delegate to the Maryland State Education Association Representative Assembly, and Delegate to the National Education Association Representative Assembly.
- c. No member of the Nominations, Elections, and Credentials Committee is eligible for appointment to the Review Board.
- d. Officers or other members of the Board of Directors are eligible for appointment to the Review Board one (1) or more years following separation from such office.

Section 3. Jurisdiction

The Review Board shall review, rule on, and/or propose remedial action on:

- a. Recall petitions;
- b. Matters of bylaw interpretation referred to it by the Board of Directors or Representative Assembly,
- c. Alleged ethical violations by any member serving in an elected or appointed capacity,
- d. The censure, suspension or expulsion of a member, and
- e. All election disputes referred to it by any candidate.

Section 4. Rules of Procedure

- a. The members of the Review Board shall select the chairperson from its members.
- b. The Review Board shall develop its own rules of procedure consistent with due process. A

quorum will consist of three (3) members; no decision shall be made in the absence of a quorum.

ARTICLE XI: INITIATIVE AND REFERENDUM

The powers of initiative and referendum shall be inherent in the general membership of the Association according to the following stipulations:

- a. Petitions containing signatures of ten percent (10%) of the membership of the Association are sufficient to place on a ballot any proposal to create legislation as official action of the Association. Such petitions shall be presented to the president of the Association and the validity of the petitions shall be certified by the Nominations, Elections, and Credentials Committee. Petitions must contain a clear statement of the legislation proposed and the name, home address and school assignment of all members signing. A vote of the general membership must be held within sixty (60) school days after the receipt of sufficient valid petitions. The results of a referendum vote shall be published and distributed to all members within fifteen days following their certification. A two-thirds (2/3) majority of those voting shall be required for passage of such legislation.
- b. Petitions containing signatures of twenty-five percent (25%) of the membership of the Association are sufficient to place on a ballot a proposal to recall legislation of policies established by an official body of the Association. Such petitions shall be presented to the president of the Association and the validity of the petitions shall be certified by the Elections Board. Petitions must contain a clear statement of the legislation to be recalled and the name, home address and school assignment of all members signing. A vote of the general membership must be held within sixty (60) school days after the receipt of sufficient valid petitions. The results of a referendum vote shall be published and distributed to all members within fifteen (15) days following their certification. A two-thirds (2/3) majority of those voting shall be required for recall of the legislation.

ARTICLE XII: COMMITTEES

The TABCO Board of Directors may create standing and ad-hoc committees to further the goals of the Association. Creation and management of committees will be governed by the Policy Manual of the Association.

ARTICLE XIII: ELECTIONS

Section 1. Procedures and Policies

The following procedures and policies shall be followed in TABCO elections:

- a. The right to run for and serve as an elected officer shall be as detailed in Article VI, Section 2.
- b. The right to run for and serve as an Active member of the Board of Directors shall be as detailed in Article VII, Section 1.
- c. To be eligible to be a delegate to the TABCO Representative Assembly, or alternate, a person must have and maintain active membership in good standing in the Association and its affiliates.
- d. The Nominations, Elections, and Credentials Committee shall prepare guidelines for the nomination, accreditation and election of officers, directors, and local delegates to MSEA and NEA Representative Assemblies. Election guidelines for local delegates to MSEA and NEA Representative Assemblies shall be consistent with the MSEA and NEA requirements. Guidelines may differ between Active and Retired elections, when appropriate.
- e. The Committee shall present the proposed guidelines and an election calendar annually to the Representative Assembly for review and adoption by December 31. Elections shall be held in accordance with the guidelines adopted by the Representative Assembly.
- f. These election guidelines shall include provision for the following:
 - 1) Open nominations;
 - 2) The distribution and collection of nominating forms and preparation of the candidate slate;
 - 3) Verification of candidates' membership status and qualifications at the time of the election;
 - 4) The publication of the list of nominations prior to and during the election;
 - 5) Secret ballot election by members only, with the Retired member of the Board of Directors elected by the members of TABCO-Retired and all others elected by the active membership;
 - 6) Conformity with the one-person one-vote rule;
 - 7) The tally of the ballots or validation of the results from an on-line election;
 - 8) The election of officers and directors by a majority of the valid ballots cast or by acclamation where only one candidate is nominated; and
 - 9) Announcement of election results to the membership within one week of the close of the

election.

- g. The Nominations, Elections, and Credentials Committee shall rule initially on any election dispute; such decision may be appealed to the Review Board. Any election challenge must be presented to the Committee within five (5) work days of the announcement of the results.
- h. For purposes of elections, the three (3) election districts shall be:
 - 1) District I – All schools and offices located south and west of a line formed by Park Heights Avenue and its imaginary extension to the Carroll County line.
 - 2) District II – All schools and offices between lines created by Park Heights Avenue extended and the District III line.
 - 3) District III – All schools and offices south of a line created by Belair Road from the city line to the Beltway (695), the Beltway (695) from Belair Road to Interstate 95, and from the Beltway (695) to the Harford County line.
- i. The Nominations, Elections, and Credentials Committee shall ensure that guideline provisions in section 1, items e(5), (6), (7) and (9) are implemented in votes taken on bylaw amendments, recall of an officer or director and contract ratification.

Section 2. General Elections

If a candidate for an officer or director position receives a majority of the votes cast for that position, that candidate shall be declared elected.

Section 3. Run Off Elections

In the event of a tie vote in any General Election, or in the event that no candidate for an officer or director position receives a majority of votes cast, a run-off election shall be held at a date to be determined by the Nominations, Elections, and Credentials Committee. It shall include the two candidates receiving the greatest plurality of votes in the General Election.

ARTICLE XIV: MSEA AND NEA DELEGATES

The delegates to the MSEA Convention and the NEA Representative Assembly shall consist of those officers and directors elected in a General Election as delegates, and additional delegates who must be members in good standing elected at large.

ARTICLE XV: CONTRACT RATIFICATION

- a. Active members of the Association who are also members of the bargaining unit governed by the proposed contract are eligible to vote on the ratification of any proposed contract or negotiated agreement. A majority of those voting, with at least one percent (1%) of

membership participating, is necessary to ratify the proposed contract.

- b. At least one informational meeting for those eligible to vote on the contract shall be held prior to the ratification vote.
- c. The complete and final language and monetary details of proposed contract changes must be posted physically or electronically, or otherwise distributed to those eligible to vote on its ratification. This posting is especially significant if no meeting can be scheduled between the final informational meeting and determination of the final proposal.
- d. The Nominations, Elections & Credentials committee shall be responsible for coordinating the ratification vote, verifying the eligibility of voters, tallying, verifying and announcing the outcome.

ARTICLE XVI: RULES OF ORDER

Robert's Rules of Order shall be the parliamentary authority for the Association on all questions not covered by these bylaws or such procedural policies as the Representative Assembly or the Board of Directors may adopt.

ARTICLE XVII: AMENDMENTS

Section 1. Initiation

- a. Amendments to these bylaws may be initiated by any of the following methods:
 - 1) A majority vote of the Board of Directors,
 - 2) A majority vote of the Bylaws committee
 - 3) A petition containing signatures of a minimum of thirty (30) Association Representatives
- b. Amendments shall have previously been presented to the Bylaws Committee for review and editing prior to presentation to the Representative Assembly for action.

Section 2. Action

- a. Amendments shall be presented to the Representative Assembly at any regular session.
- b. Amendments will be acted upon by the Representative Assembly at a subsequent meeting and when adopted in final form, shall be presented to the general membership for final ratification, either by ballot or by a special general membership meeting
- c. The proposed amendments shall be distributed to the membership at least two weeks prior to a vote. In this notice, there shall be details on the manner in which the vote will be conducted.
- d. A two-thirds (2/3) vote of those members voting shall be necessary to amend these bylaws. The Nominations, Elections, and Credentials Committee will be responsible for tabulating

and certifying the vote.

- e. Unless otherwise provided, all amendments shall take effect immediately following the certification of the vote.

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