

**BYLAWS**  
**OF THE MARYLAND ASSOCIATION OF BOARDS OF EDUCATION**  
Amended September 30, 2009

**I. Title and Mission**

**A. Title**

The name of this Association shall be the Maryland Association of Boards of Education, Inc.

**B. Mission**

The mission of the Maryland Association of Boards of Education is to support local boards in fulfilling their multiple roles through professional development, advocacy, and member services.

**II. Membership**

**A. Member Boards**

1. Any county or city board of education as well as the Maryland State Board of Education is eligible to be a Member Board of this Association upon payment of dues.
2. Any board of education of a Maryland public school district, the governance of which is subject to the provisions of Title 3 or Section 8-314 Title 4 of the Education Article of the Annotated Code of Maryland, is eligible to be a member board of this Association upon payment of dues.

**B. Member**

Each Member Board may be represented in the meetings of the Association by all of its members, each member having full privileges of participation.

**C. Associate Member**

Any board member who is no longer a member of a local board of education may become an Associate Member of this Association upon payment of annual dues as set by the Board of Directors. Associate Members have all the privileges of membership except the right to vote or hold office.

**D. Honorary Members**

Former Presidents of this Association are entitled to be lifetime Honorary Members without the payment of dues and shall have all the privileges of membership except the right to vote or hold office. This honor may also be bestowed upon other

individuals through Board of Directors nomination and a majority vote by the Members.

**E. Affiliate Members**

Individuals, organizations, corporations, and associations who wish to support public education may become Affiliate Members upon the Board of Directors' approval of their application and payment of annual dues, as set by the Board of Directors. Affiliate Members have all the privileges of membership except the right to vote or hold office.

**III. Officers and Board of Directors**

**A. Officers**

Officers of the Association shall be a President, a President-Elect, a Treasurer, and a Secretary, all of whom shall be elected from the membership, except that the President-Elect shall automatically become President, provided that the President-Elect remains a member of his or her own board.

**B. Board of Directors**

The Board of Directors shall be composed of the officers of the Association, the Immediate Past President, and twelve additional members elected by the members at the annual business meeting. The Immediate Past President shall be invited to serve an additional year on the Board of Directors as an ex-officio, non-voting member.

**C. Qualifications of Officers and Members of the Board of Directors**

The officers and members of the Board of Directors shall be members of the Association in good standing. Board members who are no longer serving on their local boards are not eligible to continue to serve on the Board of Directors.

**D. Terms of Office**

The officers shall be elected for a single term of one year each by the members of the Association at the annual business meeting and shall serve for one year or until their respective successors are elected. The members of the Board of Directors shall be elected to one year terms by the members of the Association at the annual business meeting and each shall be limited to no more than three consecutive terms.

## **E. Beginning of Term of Office**

The term of office for the officers and members of the Board of Directors shall commence on the day following the annual conference of the Association at which they were elected.

## **F. Meetings**

The Board of Directors shall hold a minimum of four meetings a year. Special meetings may be called by the President as deemed appropriate and/or as requested by four members of the Board of Directors.

## **G. Vacancies**

Vacancies in the Board of Directors or any office, except the President, shall be filled for the unexpired term through appointment by the President with approval of the Board of Directors.

If the office of the President becomes vacant, the President-Elect automatically becomes President. When the President-Elect becomes the President due to a vacancy in the office of President in between elections, he/she is still eligible to serve a complete additional term.

If the offices of President and President-Elect are both vacant, the Board of Directors shall fill the office of President by selection from the Board of Directors' membership. A Board of Directors' member, who succeeds to the Presidency by this method, is still eligible to be elected to a complete term.

## **H. Duties of the Board of Directors**

The Board of Directors is charged with governing the affairs of the Association. Actions taken by staff and committees are subject to the review of the Board of Directors, except as provided in Article V, Section E.

## **I. Duties of the Officers**

- 1. President** - The President shall preside at all meetings of the Board of Directors and of the Association, speak on behalf of the Association, perform such other duties as pertain to the office of President, and as assigned by the Board of Directors.

2. **President-Elect** - The President-Elect shall render any assistance required by the President and perform such other duties as the President may assign. In the absence or disability of the President, the President-Elect shall discharge the duties of the President.
3. **Treasurer** - The Treasurer shall monitor the financial status of the Association and present a report when required, chair the Budget and Planning Committee, and perform such other duties as the President may assign.
4. **Secretary** - The Secretary shall keep minutes of all meetings of the Association and of the Board of Directors, and perform such other duties as the President may assign.
5. **Executive Committee** - The elected officers shall serve as the Executive Committee and will be responsible for making decisions on behalf of the Association between meetings. Such decisions shall be reported to the Board of Directors no later than the next meeting.

#### **J. Duties of the Immediate Past President**

The Immediate Past President shall serve as chair of the Nominating Committee, and perform such other duties as the President may assign.

#### **IV. Executive Director**

The Executive Director shall be appointed by the Board of Directors and shall coordinate the administrative functions of the Association. The Executive Director may speak on behalf of this Association with authorization of the Board of Directors, the Executive Committee, or the President as circumstances require.

#### **V. Committees**

- A. Annually, the President shall appoint the members of the following standing committees: Budget and Planning, Conference Program, Legislative, Nominating, Resolutions, Charles W. Willis Memorial Award Committee, and Federal Relations Network.
- B. The Nominating Committee shall consist of no fewer than seven (7) local board members appointed by the President of the Association. Each member board may nominate one member and an alternate. The Immediate Past President shall serve as chair. If the position of Immediate Past President is vacant, the President, with the approval of the Board of Directors, shall appoint a chair.

- C. Other committees as may be needed from time to time shall be appointed by the President.
- D. The President shall be an ex officio member of all committees except the Nominating Committee.
- E. The Nominating and Resolutions Committees shall report to the membership at the annual business meeting. Any Ad Hoc Bylaws Committee appointed by the President shall review its recommendations with the Board of Directors and report its recommendations to the membership at the annual business meeting for discussion and action. All other committees shall report to and serve under the direction of the Board of Directors.

## VI. Association Meetings

- A. There shall be a statewide annual business meeting at a date to be determined by the Board of Directors, and such other meetings as may be called by the President with the concurrence of the Board of Directors.
- B. Each member registered for the annual conference or any other general meeting of the Maryland Association of Boards of Education shall be entitled to one vote in person.
- C. Notices of the annual business meeting and of any special meetings shall be conveyed to all member boards of education at least two weeks in advance of said meeting.
- D. At the annual business meeting, the Nominating Committee shall present a list of nominees for all officer vacancies, as well as for the Board of Directors. After the nominations have been presented, additional nominations may be made from the floor, provided that the written consent of the nominee has been obtained. Then, elections shall be held, and any candidate who receives a plurality of the votes cast shall be declared elected to the office for which he or she was a candidate. The twelve candidates who receive the highest number of votes shall be declared elected to the at large positions on the Board of Directors.
- E. The adoption or amendment of the *Beliefs and Policies* shall require a two-thirds vote of those present and voting at the annual business meeting.
- F. Any Resolution adopted by the majority of the membership at the annual business meeting shall be considered a Continuing Resolution until either the issue is resolved or three years have passed since its adoption.

## **VII. Dues and Annual Budget**

- A.** The Board of Directors shall propose an annual budget and establish a dues structure adequate to support it.
- B.** The membership at the annual business meeting or at a special meeting shall consider the Board of Directors' recommendations, adopt a budget, and set the annual dues.
- C.** Dues are due and payable by August 1 for the current fiscal year and are delinquent after December 1, unless special arrangements are made with the Treasurer.

## **VIII. Fiscal Year**

As of July 1, 2001, the fiscal year shall be July 1 to June 30.

## **IX. Quorum**

- A.** At meetings of the Association, a quorum shall consist of those voting Members of the Association present.
- B.** At meetings of the Board of Directors, a quorum shall consist of seven members.

## **X. Rules of Order**

*Robert's Rules of Order*, most recent revision, shall govern the conduct of business of all meetings of the Association, unless inconsistent with these Bylaws.

## **XI. Bylaw Amendments**

- A.** These Bylaws may be amended only as herein provided.
- B.** Proposals for amending the Bylaws, for consideration at the following annual business meeting, shall be initiated in one of the following methods:
  - 1. By a simple majority at any business meeting;

2. By any member board of education, by submission of a proposal to the Board of Directors no later than May 1 of any year;
  3. By the Board of Directors; or
  4. By an Ad Hoc Bylaws Committee appointed by the President.
- C.** No later than the 1st day of July after a proposal is submitted to it or adopted by a simple majority at any business meeting, the Board of Directors shall automatically refer the proposal to an Ad Hoc Bylaws Committee appointed by the President.
- D.** The Ad Hoc Bylaws Committee shall consider any proposal submitted to it and shall adopt, reject, or recommend modifications to the proposal. The Ad Hoc Bylaws Committee may review the Bylaws in whole or in part and may make recommendations for amendments. No less than 30 days prior to the convening of the annual business meeting, the report of the Ad Hoc Bylaws Committee shall be forwarded to each member. At the annual business meeting, the report shall be submitted for consideration and action. Bylaw amendments require two-thirds majority of those present and eligible to vote.
- E.** Every three years, the Board of Directors shall initiate a review of the Bylaws and make recommendations as needed to the membership at the Annual Business Meeting.