

# NATIONAL ASSOCIATION OF EDUCATIONAL OFFICE PROFESSIONALS

## BYLAWS

### Preamble

As educational office employees we affirm our belief that an education is the birthright of every person and pledge ourselves to the preservation of that right. We believe in professional dedication, in the uniqueness and value of the profession and the individual, in diversity and equality. We believe potential can be developed. We believe in lifelong learning, a caring environment, and shared vision.

### Article I—Name—Organization—Fiscal Year

- Section 1. The Corporation shall be known as the National Association of Educational Office Professionals.
- Section 2. The use of the Association's name must be approved by the Board of Directors.
- Section 3. The Association is incorporated under the laws of the District of Columbia, pursuant to Articles of Incorporation filed July 1, 1969.
- Section 4. The Association shall be governed by the Articles of Incorporation and by these Bylaws.
- Section 5. The fiscal year of the Association shall be August 1 through July 31 of the following calendar year.
- Section 6. The Association shall not engage in any activity which is inconsistent with the status of a business league or professional association as defined in Section 501(c)(6) of the Internal Revenue Code of 1954 or any successor provision thereto.

### Article II—Mission—Purpose—Objectives

- Section 1. The mission of the Association is to provide professional growth through leadership, education, achievement, recognition, and networking opportunities for educational office professionals.
- Section 2. The purpose of the Association shall be to promote the advancement of education by improving the quality of service by educational office personnel to institutions of learning and the profession.
- Section 3. The objectives of the Association shall be to provide professional growth opportunities; recognize educational office personnel as members of the educational team; and elevate the standards of office personnel in education.

### Article III—Membership

- Section 1. Membership shall be open to persons interested in promoting the purposes of the Association.
- Section 2. There shall be six (6) classifications of membership: (1) Active, (2) Associate, (3) Retired, (4) Institutional, (5) Honorary, and (6) Corporate.
- Section 3. Rights and privileges, services, and obligations of each classification of membership shall be determined by the Board of Directors except as noted in subsequent sections.
- Section 4. Active membership shall be open to all persons actively employed as office personnel in an educational system or organization related to education or an active member of an affiliated association. Members who pay life dues will be considered Active members until they retire from their position as an educational office professional and then will be considered Retired members of the association. An Active member shall have the privilege of attending conferences, meetings, institutes, serving on committees, voting on all matters of the Association, and may hold office.
- Section 5. Associate membership shall be open to persons interested in advancing the purposes of the Association but who are not eligible to be Active members. Associate members shall have the privilege of attending conferences, meetings, institutes, and serving on committees. Associate members shall not have the privilege of voting or holding office.
- Section 6. Retired membership in the Association shall be open to individuals who were Active members of the Association and have retired from their employment in an educational system or organization related to education. Retired members shall have the privilege of attending conferences, meetings, institutes, serving on committees, and voting on all matters coming before the Association. Retired members shall not have the privilege of holding office.
- Section 7. Institutional membership shall be open to all educational institutions. The Institutional member shall receive a subscription to the official journal of the Association. Institutional members shall not have the privilege of voting or holding office.
- Section 8. Honorary membership may be bestowed upon a person in recognition of outstanding service to the

Association. Candidates for Honorary membership shall be recommended by the Board of Directors and approved by the membership at an Annual Business Meeting. Honorary members shall be exempt from paying dues. Honorary members shall have the privilege of attending conferences, meetings, institutes, and serving on committees. Honorary members shall not have the privilege of voting or holding office.

- Section 9. Corporate membership shall be open to all businesses and corporations which share the objectives of the Association. The Corporate members shall receive a subscription to the official journal of the Association. Corporate members shall not have the privilege of voting or holding office.

#### **Article IV—Officers**

- Section 1. The officers of the Association shall be: President, President Elect, Vice President, Secretary/Treasurer.
- Section 2. The President Elect shall succeed to the office of President at the conclusion of the President's term of office or in the event of resignation, ineligibility, or incapacity of the President.
- Section 3. All officers shall be elected in the manner provided in Article VIII of these Bylaws.
- Section 4. The term of office of the President, the President Elect, and Vice President shall be one (1) year and each shall serve one (1) term or until their successors are duly elected and installed if after August 1 of the following year.
- Section 5. The Secretary/Treasurer shall be elected in odd-numbered years and shall serve a two-year (2) term.
- Section 6. An officer elected or appointed to a two-year (2) term shall be deemed to have served one (1) term if the officer has served for a period of more than twelve (12) consecutive months in the position.
- Section 7. An officer (other than President and President Elect) who has served less than one (1) term in any office shall be eligible for election to that office for two (2) full terms.
- Section 8. Elected officers shall serve no more than two (2) consecutive terms in the same office, except as noted in Section 4.
- Section 9. An elected officer shall not hold more than one office. In such a case, should a person be elected to two or more offices, a choice must be rendered to which office they will accept.
- Section 10. In the event of the resignation, ineligibility, or incapacity of any officer other than the President, the Board of Directors may, at its discretion, elect a replacement.
- Section 11. Elected officers shall be Active members during nomination, election, and for the duration of their term of office.

#### **Article V—Board of Directors**

- Section 1. The Board of Directors shall consist of the President, President Elect, Vice President, Secretary/Treasurer, Area Directors, Council Chairmen and the Immediate Past President.
- Section 2. The Area Directors representing the seven geographical areas shall be elected by the entire NAEOP membership.
- Section 3. Three of the Area Directors shall be elected in odd-numbered years; the other four shall be elected in even-numbered years. Each shall serve a two-year (2) term.
- Section 4. Area Directors shall serve no more than two (2) consecutive terms in that office.
- Section 5. With the approval of the Board of Directors, the President may appoint others to the Board in support or advisory capacities. These appointees shall have no voting privileges.
- Section 6. The NAEOP Educational Foundation, Inc. President shall serve as an ex-officio member of the Board of Directors.
- Section 7. The NAREOP President shall serve as an ex-officio member of the Board of Directors.
- Section 8. The Board of Directors shall perform the duties described in these Bylaws and shall conduct the affairs of the Association as determined by the membership and/or the Board of Directors.
- Section 9. The Board of Directors shall meet at least annually.
- Section 10. At meetings of the Board of Directors, a majority of the voting Board shall constitute a quorum.
- Section 11. An Executive Committee composed of the President, President Elect, Vice President, Secretary/Treasurer and Immediate Past President shall have and exercise the authority of the Board of Directors in the management of the Association during periods between meetings of the Board of Directors.
- Section 12. The Executive Committee shall meet at the call of the President and shall submit a report to the Board of Directors of any action taken within four (4) weeks following the conclusion of such a meeting.

- Section 13. At meetings of the Executive Committee, a majority of the committee members shall constitute a quorum.
- Section 14. In the event of the resignation or incapacity of any Director, the Board of Directors may, at its discretion, elect a replacement.
- Section 15. A director elected or appointed to a two-year (2) term shall be deemed to have served one (1) term if the director has served for a period of more than twelve (12) consecutive months in the position.

#### **Article VI—National Office**

- Section 1. A National Office shall be maintained to carry out the programs and objectives of the Association.
- Section 2. The location of the National Office shall be determined by the Board of Directors.
- Section 3. The National Office shall be under the jurisdiction and direction of the Board of Directors through its authorized representative, the President.
- Section 4. The National Office shall be under the management of the Executive Director.

#### **Article VII—Meetings**

- Section 1. The Association shall hold a Business Meeting at the Annual Conference at a time and place determined by the Board of Directors.
- Section 2. The Association may hold special meetings at a time and place determined by the Board of Directors.
- Section 3. The Association may hold an annual institute at a time and place determined by the Board of Directors.
- Section 4. The Association may hold special conferences and/or institutes at a time and place determined by the Board of Directors.
- Section 5. Written notices of meetings, conferences, institutes, and special meetings shall be given to each member at least thirty (30) days prior to the date for such events. Notice published in the official journal of the Association and posted on the NAEOP website or via other social media shall constitute written notice. All meetings of the association and its constituent bodies shall be open.
- Section 6. At meetings of the Association, one hundred (100) voting members shall constitute a quorum. The total members present shall be reported to the assembly and a quorum declared.

#### **Article VIII—Rules of Election**

- Section 1. The Nominations and Elections Committee shall seek a slate consisting of at least two (2) and no more than four (4) nominees for each position vacant among officers and area directors.
- Section 2. Nomination for any office may be made by a member or by self-nomination. No candidate may be placed on the ballot without the candidate's consent. Consent to be nominated shall be demonstrated by completion of the candidacy application.
- Section 3. Candidates for any office shall be Active members of the Association and employed full time as office personnel in an educational system or organization related to education. Candidates shall be Active members during nomination, election, and for the duration of their term of office. A candidate shall have been a member for at least two (2) consecutive years immediately preceding nomination.
- Section 4. A candidate for the office of President Elect must have served previously as an elected member of the Board of Directors with no more than two (2) year hiatus. Candidates must have a minimum of three (3) years' experience on the Board; must have attended two (2) annual conferences within five (5) years prior to nomination; and must hold a current PSP certificate.
- Section 5. A candidate for Vice President must have served previously as a member of the Board of Directors; must have attended two (2) annual conferences within five (5) years prior to nomination; must have served on a NAEOP committee within two (2) years of nomination, and must hold a current PSP certificate.
- Section 6. A candidate for Secretary/Treasurer must have attended two (2) annual conferences within five (5) years prior to nomination; must have served on a NAEOP committee within two (2) years of nomination; and must hold a current PSP certificate.
- Section 7. A candidate for the office of Area Director must reside in the geographical area for which he or she is a candidate; must have attended two (2) annual conferences within five (5) years prior to nomination; and must have served on a NAEOP committee within two (2) years of nomination; and must hold a current PSP certificate.
- Section 8. Candidates receiving the highest number of votes for each office shall be declared elected.
- Section 9. In the event a write-in candidate receives the highest number of votes, the candidate must meet all the

- necessary qualifications of the office prior to being declared elected.
- Section 10. Ballots shall be retained by the Chairman of the Nominations and Elections Committee for a period of one (1) year from the date of certification of the results of the election.
- Section 11. No member may hold more than one (1) elected office at a time.
- Section 12. Officers and Area Directors shall be installed at the Annual Conference and shall assume their duties on the first day of August following their election or at the close of the Annual Conference should that meeting conclude after August 1.

### **Article IX—Committees and Appointments**

- Section 1. The standing committees shall be:
- |                                 |                           |                        |
|---------------------------------|---------------------------|------------------------|
| Affiliations & Advisory Council | Membership                | Professional Standards |
| Awards                          | Nominations and Elections | Public Relations       |
| Bylaws                          | Professional Development  | Scholarship            |
| Long Range Planning             |                           | Special Projects       |
- Section 2. The Board of Directors may authorize special committees.
- Section 3. Guidelines, duties, and responsibilities for each standing and each special committee shall be specified by the Board of Directors.
- Section 4. The chairman of each standing committee and each special committee shall be appointed by the President with the approval of the Board of Directors.
- Section 5. The chairman of the Membership Committee shall be the Vice President.
- Section 6. One (1) member from each Area shall be elected to each standing committee at the Area Meeting and two (2) at the Advisory Council. (This would exclude the nominations and elections committee and the professional standards program committee). Those members elected must be in attendance at the time of election.
- Section 7. Additional members of each standing committee and the membership of each special committee shall be appointed by the committee chairman with the approval of the Board of Directors, except as stipulated in Article IX, Sections 8, 9, and 10, and in Article X, Section 5.
- Section 8. The Nominations and Elections Committee shall be composed of six (6) members: four (4) elected members, the chairman, and the Executive Director serving ex-officio. Two (2) members shall be elected at the Advisory Council from the delegates and two (2) members shall be elected from the general membership at the Annual Business Meeting. Those members elected must be in attendance at the respective meeting.
- Section 9. The Professional Standards Committee shall be composed of fifteen (15) members: the chairman, the three (3) most recent PSP chairmen, the president, the president-elect, two (2) members elected at a General Session (one each year to serve two-year terms), one (1) member elected from each area to serve two-year terms for a total of seven (7) possible from the Areas. The Executive Director and PSP Registrar will be nonvoting, ex-officio members. Those members elected must be in attendance at the respective meeting.
- Section 10. There shall be Councils for each of the membership areas—Administrative, Elementary, Higher Education, Middle School/Junior High, High School/Career & Technical Education, and Education Partners.
- A. Functions of the Councils shall include membership promotion and forums.
  - B. Council chairmen shall be appointed by the President with the approval of the Board of Directors.
  - C. Council chairmen shall serve on the Membership Committee.
  - D. Council chairmen of a membership area shall be employed in the area of their chairmanship.
  - E. Council chairmen shall have voting privileges as members of the NAEOP Board of Directors.
  - F. Council chairmen may serve only two consecutive years in the same chairmanship with the exception of councils with limited availability of members.
- Section 11. The President shall serve as an ex-officio member of all standing and all special committees except the Nominations and Elections Committee.

### **Article X—Advisory Council**

- Section 1. There shall be an Advisory Council composed of one (1) delegate from each affiliated association. The President and the President Elect shall be ex-officio members of the Advisory Council. The Vice President, Secretary/Treasurer, Immediate Past President, Executive Director, and Area Directors shall serve as resource persons at meetings of the Advisory Council.
- Section 2. The Chairman of the Advisory Council Committee shall preside at meetings of that body.
- Section 3. The Advisory Council shall meet at the time and place of the Annual Conference.
- Section 4. At meetings of the Advisory Council, ten (10) percent of the total number of associations affiliated shall constitute a quorum.
- Section 5. The duties of the Advisory Council shall be (a) to make recommendations for programs for the promotion of the Association; (b) to advise the Board of Directors on matters concerning the Association; and (c) to elect two (2) members to each of the standing committees.
- Section 6. Only delegates in attendance at the Advisory Council meeting at the time committee members are elected shall be eligible to be nominated and elected.
- Section 7. Delegates to the Advisory Council shall be members of the Association and shall serve as the delegate of only one (1) affiliated association of which the delegate is a member.

### **Article XI—Affiliations**

- Section 1. There shall be a program whereby local, county, regional, state and national associations of educational office personnel may affiliate with the Association. The program shall be governed by guidelines adopted by the Board of Directors.
- Section 2. Subject to the restrictions of Article IX of the Articles of Incorporation and with the approval of the Board of Directors, the Association may affiliate with another organized group or agency.
- Section 3. Subject to the restrictions of Article IX of the Articles of Incorporation and with the approval of the Board of Directors, the Association may join with one or more organized groups or agencies in a mutual association or endeavor.

### **Article XII—Professional Standards Program**

- Section 1. There shall be a certification program known as the Professional Standards Program. The privilege of participation will be open to Active and Retired members only.
- Section 2. The purpose of the Professional Standards Program shall be to enhance the professional competency of the members through academic programs, annual conferences and institutes, and to award recognition based on education, professional activities, and work experience.

### **Article XIII—Parliamentary Authority**

Robert's Rules of Order, latest edition, shall govern the conduct of all meetings of the Association, the Board of Directors, the Executive Committee, the Advisory Council, and all standing and special committees.

### **Article XIV—Amendments**

- Section 1. Amendments to the Articles of Incorporation shall be proposed by Resolution of the Board of Directors, shall set forth the proposed amendment(s), and shall direct that the amendment(s) be submitted to the membership for vote in the same manner as amendment(s) to the Bylaws.
- Section 2. Amendments to the Bylaws shall be submitted in writing to the Bylaws Committee Chairman. A report on proposed amendments shall be presented to the Board of Directors for information prior to presentation to the membership for vote.
- Section 3. Proposals of the Bylaws Committee shall be provided to the membership no later than thirty (30) days prior to scheduled voting.
- Section 4. Amendments shall be voted on individually.
- Section 5. Voting on amendments to the Bylaws shall be by electronic voting or by mail ballot if requested by the member.
- Section 6. Proposed amendments shall require approval of two-thirds (2/3) of those members voting.
- Section 7. Ballots from any bylaws referendum shall be retained by the Chairman of the Bylaws Committee for one (1) year from the date of certification of results of the referendum.

**Approved by the membership:**

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|---|---------------|---|
| Annual Meeting, Salt Lake City, Utah        | July 14, 1973 |   |
| Amended at Annual Meeting, Houston, Texas   | July 1974     |   |
| Amended by Mail Ballot                      | March 1975    |   |
| Amended by Mail Ballot                      | March 1976    |   |
| Amended by Mail Ballot                      | April 1977    |   |
| Amended by Mail Ballot                      | March 1978    |   |
| Amended by Mail Ballot                      | April 1979    |   |
| Amended by Mail Ballot                      | March 1981    |   |
| Amended by Mail Ballot                      | March 1982    |   |
| Revised and Amended by Mail Ballot          | May 1986      |   |
| Revised and Amended by Mail Ballot          | July 1987     |   |
| Revised and Amended by Mail Ballot          | December 1990 |   |
| Revised and Amended by Mail Ballot          | December 1991 |   |
| Revised and Amended by Mail Ballot          | December 1992 |   |
| Revised and Amended by Mail Ballot          | December 1993 |   |
| Revised and Amended by Mail Ballot          | May 1997      |   |
| Revised and Amended by Mail Ballot          | December 1999 |   |
| Revised and Amended by Mail Ballot          | December 2002 |   |
| Revised and Amended by Mail & Online Ballot | December 2007 |   |
| Revised and Amended by Mail & Online Ballot | December 2008 |   |
| Revised and Amended by Mail & Online Ballot | December 2009 |   |
| Revised and Amended by Mail & Online Ballot | December 2012 |   |
| Revised and Amended by Mail & Online Ballot | December 2014 |   |
| Revised and Amended by Mail & Online Ballot | December 2015 |   |
| Revised and Amended by Mail & Online Ballot | December 2017 | Mission   |
| Revised and Amended by Mail & Online Ballot | December 2018 | Public Relations, Quorum Reporting, & PSP<br>Committee Changes  |
| Revised and Amended by Mail & Online Ballot | April 2019    | Officer Term, Board Quorum, Candidate<br>Years of Membership, Vice President<br>Candidate, & Council Chairmen |