

**ALABAMA ASSOCIATION FOR GIFTED CHILDREN (AAGC)
BY-LAWS**

Article I: Name

The name of this organization shall be The Alabama Association for Gifted Children (AAGC), a 501(c)3 nonprofit corporation.

Article II: Purposes and Objectives

The Alabama Association for Gifted Children (hereafter referred to as the Association) is committed to sensitizing Alabama to the nature and importance of appropriate education for gifted students by:

- A. Promoting an awareness of the needs of Alabama's gifted students.
- B. Serving as a public advocate concerning the needs of gifted young people.
- C. Facilitating the exchange of information concerning gifted students.
- D. Stimulating a deeper understanding and interest in the needs of the gifted among educational administrators, teachers, parents, legislators, the business community, and others of the general public.
- E. Providing a forum for the exchange of information and ideas among the members of the Association.

Article III: Structure

Alabama Association for Gifted Children (AAGC) is a state organization, which is an affiliate of the National Association for Gifted Children (NAGC), and which is composed of networks of gifted teachers and parents.

Article IV: Membership

Section 1: Membership shall be open to any interested person. Members may maintain co-membership in state and national organizations concerning the gifted, subject to the provisions of any such organization(s).

Section 2: Members of AAGC shall be those persons who maintain their status by proper payment of dues in the Association.

Section 3: Each Association membership shall be entitled to a single vote in elections and official actions of the Association.

Section 4: Members are eligible for election to office, to serve on committees, and are encouraged to attend all meetings of the Association.

Article V: Governing Body

Section 1: The Governing Body of the Association shall be known as the Executive Council; which is made up of the Executive Board, the Standing Committee Chairs, and Members-at-Large.

Section 2: The Executive Board shall consist of President, President-elect, Vice President, Secretary, Treasurer, and Immediate Past President.

Section 3: The Standing Committees shall be: Public Relations/Communications, Awards/Grants, Conference, Nominating Committee, Parent, and Legal/By-Laws and Advisory.

Section 4: Members-at-Large shall be: a university member and an Alabama State Department of Education member.

Article VI: Executive Board

Section 1: Duties of the Executive Board/Officers

- A. Manage the business affairs of the Association consistent with the by-laws.
- B. Establish policy consistent with the by-laws.
- C. Recommend to the Association possible future directions and goals.
- D. Act on official recommendations and petitions as may be received.
- E. Each officer of the Association shall serve for a two-year term.

Section 2: Election of officers

- A. A Nominating Committee shall consist of the Immediate Past President as chair, the President-elect, and not less than three appointed non-board members of the Association.
- B. The Nominating Committee shall find potential nominees for officers through the membership of the Association.
- C. A minimum of one name for each office shall make up the slate of officers recommended by the Nominating Committee to the Executive Board. Before presenting the slate to the membership for their vote at the annual business meeting, this slate shall be approved by the Executive Board.
- D. Additional nominations shall be made in writing to the Chair of the Nominating Committee at least one month prior to the annual business meeting at which time the slate is voted upon. If more than one person is nominated for a particular office, the election shall be conducted by written ballot or show of hands. Election of the slate of officers shall be determined by a majority vote.
- E. Newly elected officers shall assume their official duties at the end of the fall conference or at such meeting that might replace the conference and be representative of the membership at large.

Section 3: Duties of Officers

A. The President shall...

1. preside at all regular meetings of the Association.
2. serve as chairperson of the Executive Board.
3. be an ex-officio member of all committees except the Nominating Committee.
4. call special meetings of the Association or any of its committees.
5. establish necessary ad hoc committees to perform other such duties as may be needed by the Executive Board and/or President.
6. present standing committee chair appointments to the Executive Board for majority approval.
7. define the duties of committees whenever such duties may not have been adequately defined by the by-laws of the Association.
8. monitor activities of the Standing Committees of the Association.
9. promote the best interest of the Association in all possible ways.

B. President-elect shall...

1. serve as co-chairperson of the Conference Committee.
2. automatically be vested with the powers of the President when, for any reason, the President becomes unable to attend to his/her presidential duties.
3. perform other duties at the direction and discretion of the President not otherwise assigned by the by-laws.

C. Vice-President shall:

1. shadow the President and President-elect to observe the duties and responsibilities of these offices.
2. complete the President-elect's term of office as President-elect Pro Tem if vacated for any reason.
3. perform other duties at the direction and discretion of the President or President-elect not otherwise assigned by the by-laws.

D. The Secretary shall...

1. record and file the minutes of the Association and maintain membership data.
2. distribute minutes of all Executive Board and Executive Council meetings within two weeks.
3. receive and file copies of minutes of committee meetings from the Executive Board members, Standing Committee Chairs, and Members-at-Large.
4. perform other such duties as may be authorized by the Executive Board and/or the President.

E. The Treasurer shall...

1. be entrusted with the collection and safe keeping of all funds of the Association.
2. serve as designee authorized to draw money from the Association funds and make payment for the Association debts.
3. receive membership dues.
4. present a financial report at each meeting of the Executive Council.

5. maintain the official file of members and distribute this record to the Secretary and Publication/Communication Chair for upkeep and checks and balances. This should be done monthly.
6. handle annual update of information regarding status of the Association and file appropriate financial records with state and federal agencies.
7. assign members to assist in any treasurer duties at the annual conference
8. shall perform other such duties as may be authorized by the Executive Board and/or the President.

F. The Immediate Past President shall...

1. serve as chair of the Nominating Committee and the Advisory Committee.
2. perform other such duties as may be needed by the Executive Board and/or the President.

Section 4: All officers shall serve until their successors are elected. In the event that any officer except the President, is unable to fulfill his/her term of office, the Executive Board shall be empowered to fill the remainder of that term with an appointee. If an executive Board officer fails to perform the duties expected after three (3) consecutive meetings, then the Executive Board shall be empowered to replace said officer before the next Executive Board or Executive Council meeting with an appointee to fulfill the remainder of said officer's term.

Article VII: Standing Committees

Section 1: The standing committees shall be Public Relations/Communication, Awards/Grant, Conference, Legal/By-laws, Nominating, Parent, and Advisory.

Section 2: Selection and terms of committee chairs and members.

- A. The chairs of standing committees shall be appointed by the President with the approval of the Executive Board by majority vote.
- B. Committee members shall be appointed by each Committee chair.
- C. Standing Committee Chairs shall serve a minimum of a two-year term.
- D. Standing Committee Chairs and committee members must meet at least twice a year.
- E. Standing Committee Chairs serve on the Executive Council and must attend all Executive Council meetings.

Section 3: Duties of Standing Committees

- A. Public Relations/Communication: The Committee shall ...
 1. be responsible for activity related to Gifted Education Month in Alabama.
 2. be responsible for communicating through print and electronic media such as the website regarding activity of the Association to the community.
 3. be responsible for communication to the membership through print and electronic media such as website and social media.
 4. be responsible for keeping an accurate account of all the Association activities
 5. perform other such duties as may be needed by the Executive Board and/or the President.
 6. file a written annual report.

- B. Awards and Grants Committee: The Committee shall...
1. be responsible for all activity related to promoting, selecting, and conferring awards and grants given in the name of the Association as determined by the Executive Council.
 2. perform other such duties as may be needed by the Executive Board and/or the President.
 3. file a written annual report.
- C. Conference Committee: The Committee shall...
1. be chaired by co-conference chairs to include the President-elect.
 2. perform duties that include, but are not limited to, program development and site selection for conference sponsored by the Association.
 3. perform other such duties as may be needed by the Executive Board and/or the President.
 4. file a written annual report.
- D. Legal/By-law Committee shall...
1. be responsible for studying the by-laws and operational policies.
 2. recommend changes (additions, deletions, and modifications) to the Executive Board.
 3. be represented by the chair at Executive Council and annual business meetings to serve as Parliamentarian.
 4. perform other such duties as may be needed by the Executive Board and/or the President.
 5. file a written annual report.
- E. Nominating Committee: The committee shall...
1. be chaired by the Immediate Past President and include the President-elect and at least three non-board members.
 2. develop a slate of officers every two years to present to the board one month prior to the annual board meeting.
 3. be represented by the Immediate Past President at Executive Board meetings.
 4. perform other such duties as may be needed by the Executive Board and/or the President.
- F. Parent Committee: The committee shall...
1. be responsible for recruiting, informing, and advising parents of gifted learners.
 2. assist in establishing parent groups and networks, which groups may establish their own governing by-laws. Their guidelines must adhere to the AAGC by-laws.
 3. perform other such duties as may be needed by the Executive Board and/or the President.
 4. file a written annual report.
- G. Advisory Committee: The committee shall...
1. be facilitated by the Immediate Past President.
 2. shall be voted on by the Executive Board.
 3. consist of 3 to 5 members as needed.
 4. perform other such duties as may be needed by the Executive Board and/or the President.

Article VIII: Members-at-Large

Section 1: Members-at-Large shall be comprised of one from each of the following: a university member and an Alabama State Department of Education (ALSDE) member.

Section 2: Selection and terms of Members-at-Large...

- A. The Members-at-Large shall be appointed by the Executive Board by majority vote.
- B. The Members-at-Large shall serve for a minimum of a two-year term.

Section 3: Duties of Members-at-Large...

- A. The University Member-at-Large shall...
 1. be a professor/instructor in gifted education and selected from one of the universities in the state that offers gifted certification.
 2. keep the Executive Council informed about gifted trends and research from higher education.
- B. The State Department of Education Member-at-Large shall...
 1. be selected from one of the ALSDE gifted education specialists.
 2. inform the Executive Council about gifted education across the state.

Article IX: Executive Director

Section 1: The Executive Director shall be hired by the Executive Council and shall be subject to the provisions of the Association's By-laws. The Executive Director shall be compensated as recommended by the Council.

Section 2: Duties of the Executive Director shall include, but are not limited to, internal and external communication, fiscal management, community and legislative advocacy, association-sponsored events, and assistance with routine functions of the Association and the Executive Council. The Executive Director shall attend all meetings of the Executive Council as a non-voting member. Specific responsibilities of the Executive Director are specified in the Association's policy manual and in the employment contract.

Article X: Meetings

Section 1: Meetings of the Membership

- A. There shall be at least one (1) annual general meeting of the members of the Association at a time and location set by the Executive Council. The annual general meeting shall include the annual business meeting of the Association.
- B. Recommendations concerning the program content of the annual meeting may be made to the Executive Council by the Conference Committee. The members of the Association shall be notified of the date and location of the annual meeting in print or electronic media. If the meeting is during the annual conference, the meeting date and time will be included in the conference program.

- C. Other meetings of The Association may be held, and/or other business meetings of the Association may be called at the discretion of the Executive Council provided the membership should be fully notified at least two weeks in advance.
- D. A minimum of ten (10) members in good standing, not including the Executive Council, shall constitute a quorum at any regularly called business meeting of the membership.

Section 2: Meetings of the Executive Council

- A. There shall be at least six (6) annual meetings of the Executive Council.
- B. The President shall set the number, date, and time of meetings of the Executive Council. Members shall be reminded of the dates of meetings in the Council meeting minutes or by email as the Council deems appropriate.
- C. The President can call special meetings of the Executive Council. Written notice of such meetings shall be emailed to Council members no later than fourteen (14) days prior to the meeting.
- D. One half of the filled positions of the Executive Council plus one (1) shall constitute a quorum.
- E. Any Executive Council member unable to attend an Executive Council meeting must assign in writing his/her proxy vote to another Council member. Submission of the proxy vote qualifies as attendance at the meeting. Any one Council member may not hold more than two (2) proxy votes. Executive Council members, especially Executive Board members, shall be limited to assigning a total of three (3) proxies for attendance at any meeting within a one-year period.
- F. Executive Council members must attend the scheduled Council meetings. Any Council member missing more than two (2) meetings periodically or consecutively without assigning his/her proxy vote constitutes as unexcused absences and is automatically dismissed from the Executive Council. The Executive Council has the right to re-appoint that member.
- G. When an Executive Council member anticipates multiple absences from the Executive Council meetings, an explanation letter of the situation must be sent to the President for clarification. The President can determine the course of action by the Executive Board.
- H. In compliance with the law governing the Alabama 501(c)3 nonprofit organization status, the Association shall not reimburse travel mileage costs to the Executive Council for attendance at meetings and/or conferences.

Section 3: Meetings of the Executive Board

- A. The President can call special meetings of the Executive Board as needed.
- B. Four members of the Executive Board shall constitute a quorum.
- C. The Executive Board shall have the authority to spend no more than \$500 without the approval of the Executive Council.

Article XI – Dues

Section 1:

Membership dues shall be determined by a majority vote of the Executive Council.

Section 2:

Annual dues shall be payable to the treasurer of the Association on the first day of each organization year. A member shall be in good standing so long as his/her dues have been paid for the current year. Failure to pay current dues and those of the immediately preceding organization year shall be just cause for dropping a person from membership in the Association. A member may be reinstated on his/her payment of the dues of the current year.

Article XII – Association Year

The association year shall be from the date of the annual meeting or conference to the date of the next annual meeting or conference.

Article XIII – Networks

Section 1: Local networks desiring to affiliate with the Association shall submit a list of officers with addresses, emails, and phone numbers, and a membership list with addresses and emails to the Association.

Section 2: The local network may choose to follow AAGC by-laws or submit by-laws compatible with, but not necessarily identical to, the Articles of the Association.

Section 3: Each local network shall support the mission, purposes, membership and programs of the Association. Organization of local networks shall not be in conflict with the Association and shall conform to the procedures specified by the Executive Board of the Association.

Section 4: Local networks shall provide a yearly update of network activities to the Parent Committee of the Association.

Section 5: Local networks shall not speak for or incur financial obligation in the name of the Association.

Section 6: The relationship between the Association and the local network shall be one of shared values and mutual interest but does not connote a legal relationship between the two groups. AAGC cannot be held liable for any actions of the local network groups.

Article XIV – Amendments

Proposed amendments shall be submitted in writing to the Executive Board to be discussed in a regular or special meeting of the Executive Council. The Executive Council will then vote to submit the proposal to the membership for their vote. These by-laws can be amended by a majority vote of members in good standing in attendance at the annual business meeting held at the yearly conference or annual meeting.

Revisions approved: October 16, 2019