

NNELL Bylaws

Article I. Name

The name of this Association shall be the National Network for Early Language Learning (NNELL).

Article II. Mission and Purposes

Section 1. Mission. To provide leadership to support early language learning and teaching.

Section 2. Purposes. NNELL is organized and shall at all times be operated exclusively for the following purposes:

- a. to support members in their endeavors to fulfill the mission of the organization as supporters and leaders in early language learning and teaching.
- b. to provide opportunities for professional development and networking for early language learning across the country.
- c. to advocate for opportunities for all children to develop a high level of competence in at least one language and culture in addition to their own.

Article III. Membership

Section 1. Membership. NNELL shall have four classes of membership:

Regular members: Educators, consultants and parents interested in early language learning.

Student members: University / college students who are enrolled in post-secondary programs.

Retired members: Members who have retired from active employment.

Corporate members: Businesses and educational organizations offering materials or services that support and promote early language learning.

Section 2. Membership year. The membership year shall be the academic year from September 1-August 31. The Executive Board shall determine the dues amount for each membership category. Members who have paid dues shall be considered in good standing, shall have voting privileges, shall receive the organization's official publications and electronic mailings, and shall have access to the Members-Only section of the organization's website.

Article IV. Officers/Members of the NNELL Board

The NNELL Board shall be made up of the Executive Board, the appointed officers, and the Advisory Board. Together they will function in their established capacities as overseers of the organization. The Executive Board shall consist of four elected officers: President, Past President, President-Elect and the Treasurer. The appointed officers with voting privileges shall be the National Network Coordinator and the Advocacy Chair.

Article V. Election and Duties of Officers

Section 1. Election of Officers shall be elected by a majority of votes submitted by the members. Election shall be done by written ballot and/or electronic means and opened to members as specified in the policy manual. The president, with the approval of the Executive Board, shall appoint a Nominating Committee of three members with the Past President serving as Chair. No member of the Executive Board, other than the immediate Past President, shall serve on the Nominating Committee. The newly elected officers shall start the transition of their duties at the organization's Annual Meeting of the Executive Board and assume full responsibility in January.

Section 2. The **President** shall be the official representative of the organization and shall preside at all meetings. The President shall call meetings of the Executive Board and carry out all business of the organization. The President shall oversee all committees. The President shall act for the organization between meetings of the Executive Board and shall keep the Executive Board informed on matters pertinent to the organization. The President shall work with the Treasurer to oversee the financial matters of the organization and should have secure access to all financial transactions. The term of the President is two years. Following that term, the President shall serve on the Executive Board for two years as Past President. This is a voting position.

Section 3. The **President-Elect** shall preside in the absence of the President and shall succeed to the Presidency either if a vacancy occurs or when the President's term ends. The President-Elect shall chair the Bylaws Committee and the Awards Committee. The President-Elect carries out duties as assigned by the President. The term of the President-Elect is two years. This is a voting position.

Section 4. The **Treasurer** assumes all financial responsibilities and shall provide financial and membership reports to the Executive Board and members on a regular basis. The Treasurer is responsible for maintaining all financial records for archival purposes. The Treasurer shall prepare and oversee compliance with all federal and/or state reporting as required for tax exempt organizations. The Treasurer shall apprise the President and Executive Board of such matters. The Treasurer shall be responsible for the disclosing and posting of financial information for public transparency as required by law for tax exempt organizations. The Treasurer shall work with the President who provides a checks and balance role with regard to all financial matters of the

organization. The term for the Treasurer is two years with option of a one-time renewable term. This is a voting position.

Section 5. The **Past President** shall chair the Nominating Committee for two years. The Past President shall serve as the organization's representative to the Delegate Assembly at the annual meeting of the American Council on the Teaching of Foreign Languages (ACTFL) for two years. The Past President shall be available to advise the President on all matters related to the work of the organization. The term of the Past President shall be two years. This is a voting position.

Section 6. The **Executive Secretary** shall record and distribute the minutes of all Executive Board meetings. The Executive Secretary shall be responsible for maintaining the Articles of Incorporation, Bylaws, Policies and Procedures handbook, correspondence related to exempt status from the IRS and other agencies, minutes of all membership/Executive Board meetings or committees of NNELL, and all actions or resolutions as NNELL shall from time to time direct. The Executive Secretary shall record and distribute the minutes of all membership meetings to the membership. The Executive Secretary is also responsible for submitting records of the organization for archival purposes. The Executive Secretary will handle correspondence related to tax exempt, non-profit and tax-related matters and will work closely with the Treasurer in such matters. The Executive Secretary will apprise the President and Board of such correspondence. The Executive Secretary shall work closely with the Executive Board to compile electronic communication to be sent out to the membership, following an established publication calendar. The Executive Secretary shall be appointed for a one time renewable three-year term. This is a non-voting position.

Section 7. The **National Networking Coordinator** shall oversee the work of the regional and state representatives, and coordinate placement of representatives with the President. The National Networking Coordinator shall share reports from the regional reps with the Executive Board. The National Networking Coordinator shall chair the NNELL Events Committee and work in tandem with state and regional reps to carry out the responsibilities of the events e.g. regional conferences, regional workshops.. The National Networking Coordinator shall work closely with the Executive Board in the development of NNELL-sponsored institutes and professional development events for NNELL members. The National Networking Coordinator shall be appointed by the President with the Board's approval for a one-time renewable appointment of three years. The National Networking Coordinator is recommended to have served as a state or regional rep and have been a member of NNELL for at least three years before being appointed to this role. This is a voting position.

Section 8. The **Advocacy Chair** shall work closely with the President and Executive Board in promoting early language learning and staying abreast of current policies and issues. The Advocacy Chair shall maintain a compilation of current research in the field of early language learning for use in dissemination to the membership and act as the chair of the advocacy committee. The Advocacy Chair shall work closely with the Advocacy Committee in the development of NNELL-publications related to advocacy for NNELL

members. The Advocacy Chair shall be appointed by the President with the Board's approval for a one-time renewable appointment of three years. This is a voting position.

Section 9. The **Membership Secretary** shall oversee and maintain the membership list and provide current membership information to the Executive Board, the National Networking Coordinator, regional representatives, and the website coordinator. The Membership Secretary shall be appointed by the President with approval of the Executive Board, for a renewable three-year appointment. This is a non-voting position.

Section 10. Removal / Vacant position. A vacancy in any office or position except that of the President shall be filled by an appointment of the President with approval of the Executive Board. In the case of a vacancy in the office of President, the President-Elect shall succeed to the Presidency, except in the case where s/he has been appointed to that position. In such a case, the President shall be elected by the membership in a special election. At any regular or special meeting, any officer may be removed by majority vote of the Executive Board for failure to carry out the duties of the office as prescribed by these bylaws, conduct detrimental to the organization, or lack of sympathy with stated purpose of the association. Any officer proposed to be removed is entitled to five business days notice of the meeting at which the removal shall be considered and may address the Board at such meeting.

Section 11. Quorum. A majority of the Executive Board shall be necessary to constitute a quorum for the transaction of any business. The Executive Board shall be able to participate in telephone or internet based meetings for any and all meetings and shall be able to vote electronically or by facsimile.

Article VI. Regional and State Representatives

Section 1. The six **Regional Representatives** shall be appointed by the National Networking Coordinator with approval of the Executive Board for a renewable three year term and shall report directly to the National Networking Coordinator. Each Regional Representative shall be responsible for:

- maintaining consistent contact with individual State Representatives within the particular region.
- submitting reports from their region with news from the individual State Representatives.
- updating information from their region on the NNELL forum within NNELL and contribute to other social media sites for NNELL.
- working with their State Representatives on representing NNELL at state and regional events with support such as attending the conference, holding a members' meeting, hosting a NNELL display or presenting a session/workshop at the conference.
- actively assisting the National Networking Coordinator on regional events and actively serving on the Events Committee
- participating in one meeting of the Executive Board per year.

- serving as the direct contact person for NNELL members of that state in the event that a state does not have a NNELL representative.

Section 2. The **State Representatives** shall be appointed by the National Networking Coordinator, with the approval of the Executive Board for a renewable three-year term and shall report directly to the Regional Representative within their geographical area. Each State Representative shall be responsible for:

- maintaining frequent contact with the NNELL members in their state and for engaging in ongoing and active recruitment for NNELL membership.
- submitting reports to their Regional Representative about NNELL related activities in their state.
- working with their state foreign language organization as an early language learning resource and to provide support such as attending the conference, holding a members' meeting, hosting a NNELL display or presenting a session.
- serving as a board member of their state professional organization to represent early language learning when possible.
- actively serving in tandem with the Regional Representative and the National Networking Coordinator.

Section 3. Removal/Dismissal of Regional and State Representatives. At any regular or special meeting, any regional or state representative may be removed by majority vote of the Executive Board for failure to carry out the duties of the office as prescribed by these bylaws, conduct detrimental to the organization, or acute disengagement from priorities for the association. Any representative proposed to be removed is entitled to five business days notice of the meeting at which the removal shall be considered and may address the Board of Directors at such meeting.

Article VII. Standing Committees

Section 1. The **Nominating Committee** shall present a slate of candidates for each vacant office for the election of officers and shall prepare a ballot that includes a short description of each candidate's qualifications to be sent to the membership with the renewal notice. No member of the Executive Board shall serve on the Nominating Committee. This committee shall be chaired by the Past President for two years and shall be made up of three members in good standing to serve and be appointed by the Chair with approval of the Executive Board for a one-time renewable appointment of two years.

Section 2. The **Awards Committee** shall organize the nomination of awards supported by NNELL and for awards in the foreign language profession. This committee shall be chaired by the President-Elect and be made up of four members in good standing to serve and be appointed by the chair with approval of the Executive Board for a one-time renewable appointment of two years.

Section 3. The **Bylaws Committee** shall study all proposed changes in the Constitution, Articles of Incorporation and Bylaws and report to the Executive Board recommendations

for appropriate wording and actions on proposals. The Bylaws Committee shall present changes to the membership for approval by a majority of votes submitted by members by written ballot and/or electronic means provided to members. The President-Elect shall chair this committee and appoint two board members and two non-board members in good standing to serve with approval of the Executive Board for a one-time renewable appointment of two years.

Section 4. The **Journal Editing Committee** shall assist the Journal Editor with the content, organization, preparation and design of each publication. The President shall chair this committee and appoint members in good standing to serve with approval of the Executive Board for a one-time renewable appointment of three years and must be in good standing to serve.

Section 5. The **Events Committee** shall organize and coordinate NNELL sessions and the NNELL booth at all NNELL events, including annual meetings, nationally, regionally, and at the state level. The National Networking Coordinator shall chair this committee consisting of a board member and state and regional representatives in good standing. The Events Committee members shall be appointed by the National Networking Coordinator with approval of the Executive Board for a one-time renewable appointment of three years.

Section 6. The **Advocacy Committee** shall organize and promote early language learning at the local, state, and national level. The Advocacy Chair shall work in tandem with the Advocacy Committee consisting of a minimum of three members in good standing. The Advocacy Committee members shall be appointed by the Advocacy Chair with approval of the Executive Board for a one-time renewable appointment of three years.

Section 7. The **Honorary Board Committee** shall be comprised of past board members, longstanding volunteers and supporters of NNELL, who shall, through their advice and counsel, assist the organization in its mission. Honorary Board Committee members shall be invited by the NNELL Board to meet on an ad hoc basis for a specific purpose. The Honorary Board shall not have or exercise the authority, responsibility or duties of the Board.

Article VIII. Amendments

Section 1. A proposed amendment may be submitted to the membership by: (1) a majority vote of the Executive Board or (2) a petition signed by 30 members in good standing of the organization.

Section 2. A proposed amendment shall be sent to the membership in writing and/or electronically for a vote and shall appear in the Members Only section of the organization's website.

Section 3. The bylaws may be amended by subsequent ratification by responding by means of written ballot and/or electronic means provided to members with a majority of votes submitted by the membership.

All matters not covered by the Constitution and Bylaws and other basic documents of the Organization shall be governed by the current edition of Robert's Rules of Order, Newly Revised.

Bylaws Committee 2013-2015
Nadine Jacobsen-McLean (Chair)
Dorie Perugini
Marcela Summerville
Kate Krotzer
Katherine Olson-Studler