

CONSTITUTION

The Virginia Council of Mathematics Specialists

Revised: April 1, 2015

Article I. Name

This organization shall be known as the Virginia Council of Mathematics Specialists.

Article II. Purpose

The purpose of the Virginia Council of Mathematics Specialists shall be:

- To support mathematics specialists as professional school-based mathematics leaders.
- To advocate for effective, rigorous, equitable, mathematics instruction.
- To promote collegial collaboration among the organization members.
- To collaborate with mathematics organizations at the local, state, and national levels to provide professional learning opportunities for mathematics specialists.

Article III. Membership

Section 1. Eligibility for Membership

All persons interested in promoting the purposes of the Virginia Council of Mathematics Specialist shall be eligible for membership.

Section 2. Kinds of Membership

- a. Regular members of the Virginia Council of Mathematics Specialist shall be those persons who support it through payment of annual dues.
- b. Honorary members shall be those persons whom the Council may desire to recognize for outstanding contributions to supporting the work of the Virginia Council of Mathematics Specialist. The Board shall determine no more than one person to so honor each year.
- c. Life members shall be those persons who pay one-time dues equal to twenty-five times the current annual dues.

Section 3. Voting

Every member shall be entitled to one vote in elections and business meetings of the Council.

Section 4. Dues

The annual dues shall be determined by the Executive Board of the Council. The dues period shall be determined by the Executive Board.

Section 5. Fiscal Year

The fiscal year of the Council shall be from November 1 to October 30 of each calendar year.

Article IV. Officers and Executive Board

The Executive Board for the Council shall consist non-paid elected and appointed officers which shall be responsible for carrying out the business and activities to support the purposes the Council. The voting members of the Executive Board shall be the five elected officers, the eight appointed at-large members , one from each of the Virginia State Board of Education Superintendent's Regions, and the two appointed 4-year college representatives. The non-voting members shall be treasurer, web-coordinator, advisor to the Board, historian, and chairs of standing committees. All matters involving decisions about the Council shall be brought to the Executive Board for approval by the voting members of the Board.

Section 1. Elected Officers

The elected officers of the Council shall be a president, president-elect, immediate past-president, recording secretary, and membership secretary.

Section 2. Duties of the Elected Officers

- a. The president shall preside at all general meetings of the organization and all meetings of the Executive Board, shall be responsible for executing the wishes of the organization, shall direct its policies and activities, shall provide oversight for the annual conference, and shall prepare a written annual report highlighting the accomplishments of the Council to be filed with the recording secretary as a part of the permanent records of the Council. The president shall appoint chairs of the standing committees as specified in Article V, Section 1, and chairs of other special (ad-hoc) committees deemed necessary by the president of executive board, as specified in Article V, Section 2, and subject in each case to the approval of the Executive Board.
- b. The president-elect shall serve as co-chair of the conference committee, and assume the position of president, in the event the President is unable to serve out his/her term.
- c. The immediate past-president shall perform the duties of the president in the absence of the president and chair the nominations committee.
- d. The recording secretary shall prepare minutes of all meetings and present the minutes at the Executive Board meetings, maintain a notebook of minutes of all general meetings and executive board meetings of the Council, share communications as directed by the President, be responsible for preserving the annual records of the president and treasurer, and preserving the final reports of committees.

- e. The membership secretary shall serve as chair of the membership committee, maintain a record of all members of the council, manage membership renewal, coordinate communications among the Board and the Council members, document registered participants for all conferences and other events, coordinate efforts to expand the membership, and submit an annual report to the Recording Secretary.

Section 3. Appointed Board Members

The Executive Board shall appoint a treasurer, web-coordinator, an advisor to the Board, a historian, a representative from each of the eight Virginia Department of Education Superintendent's regions, and two representatives from four-year colleges to serve for terms determined by the Board.

Section 4. Duties of Appointed Board Members

- a. The treasurer shall receive and disburse funds of the Council upon the authorization of the Executive Board, shall keep the financial records of the Council and present an accounting sheet at each Executive Council meeting, shall deposit funds of the Council in accounts whose title shall be the same as the name of the Council, shall write and submit the annual financial report for an independent audit and shall file the annual financial report with the recording secretary as part of the permanent records of the Council. The treasurer shall prepare and submit annual state commission reports and tax exemption documents and reports shall be filed with the recording secretary as a part of the permanent records of the Council. The treasurer shall present a proposed annual budget for approval by the Executive Board prior to the fiscal year for which the budget is proposed.
- b. The web-coordinator of the organization shall maintain the organization's website to keep members informed of current activities and resources, chair the website committee, collaborate with the membership secretary to manage the membership records, collaborate with the registration committee chair to register participants for all conferences and other events, handle email communications as directed by the Board, inform the President and the rest of the officers of the website's content changes, and maintain a secure copy of all the website files.
- c. The advisor to the Board shall chair the public policy committee and advise the President and the Board regarding issues that impact the goals of the organization, facilitate the communication of the Council's positions and concerns on issues related to mathematics education between institutions of higher education, school divisions, professional organizations, the public, and other agencies.
- d. The historian of the Council shall maintain a historical record of all Council business and events including programs and publications related to the organization.
- e. The representatives from the Virginia Department of Education Superintendent's regions shall represent the interest and concerns of the Council membership in their region at the Executive Board Meetings, share information about Council activities and events within their region, and recruit Council members from their region.

- f. Two mathematics or mathematics education faculty members from two different four-year colleges shall represent the higher education perspective on the preparation of mathematics specialist and continued needs of in-service mathematics specialists at the Executive Board Meetings.

Section 5. Executive Board

The voting members of the Executive Board of the Council shall consist of the elected officers and at-large representatives for the Virginia State Board of Education Superintendent's Regions and four-year colleges. The non-voting members of the Board shall consist of the treasurer, web-coordinator, advisor, historian, and chairs of standing committees and ad-hoc committees.

Section 6. Duties of the Executive Board

The Executive Board shall act as the governing board of the Council, shall have power to transact business in the name of the Council, aide the officers in carrying out the activities of the Council, and shall meet at least twice annually upon the call of the president, or upon the call of five members of the Executive Board. The at-large voting members shall serve as representatives of their appropriate constituencies to the Executive Board, assist in the annual conference, as needed, and other duties as assigned.

Section 7. Qualification and Term of Office

- a. All elected officers of the Executive Board must be current members of the Council.
- b. The term of office of elected officers and members of the Executive Board shall start on the first day of the Council's fiscal year as stated in Article III Section 5.
- c. The president-elect shall be elected in even-numbered years and shall serve two-years as president-elect, the next two-years as president, and the year following as immediate past-president.
- d. The recording secretary shall be elected in odd-numbered years and serve a term of two years. The membership secretary shall be elected in even-numbered years and serve a term of two years.
- e. Eight members-at-large representing each of the Virginia State Board of Education Superintendent's Regions and two 4-year college representatives shall be appointed to the Executive Board for a term of office determined by the Board.

Section 8. Nominations

- a. The Nominations Committee shall be chaired by the president-elect.
- b. The Nominations Committee shall put forward to the Executive Board for their approval a recommended slate of qualified nominees, who are members of the Council, for each elected office to be filled.

- c. The preparation, distribution, collection, and tabulation of the ballots shall be the responsibility of the Nominations Committee, in accordance with the procedures approved by the Executive Board.

Section 9. Election

- a. All voting members of the Council shall be given equal opportunity to vote in each election of officers of the Executive Board, with procedures established by the Executive Board.
- b. Election of officers shall be by a majority of votes cast.
- c. Elections will be completed between August 1 and September 1 for the following fiscal year.
- d. Election results shall be announced at the annual fall conference business meeting.

Section 10. Vacancy

In the event of a vacancy of an elected position on the Executive Board, the Executive Board shall appoint a voting member of the Council to fill the unexpired term.

Section 11. Removal from Office

A member of the Executive Board may be removed from his or her elected or appointed office for cause by a two-thirds vote of the Executive Board.

Article V. Committees

Section 1. Standing Committees

The Chair of each standing committees shall be appointed by the President unless otherwise noted and be approved by the Executive Board. The Chair of the standing committee will select members for the committee and submit the members names to the Board.

- a. The Membership and Public Relations Committee, chaired by the Membership Secretary, shall serve in a public relations capacity and originate and put into operation plans for securing the largest possible membership in the Council.
- b. The Conference Site and Logistics Committee, co-chaired by the president elect and an Executive Board appointee, shall have the responsibility for locating an annual conference site, manage the local physical facilities, and signage; and facilitate lodging options and meals arrangements of the annual conference.
- c. The Program Committee, chair to be appointed by the President, shall have the responsibility for developing and implementing all aspects of the conference program.
- d. The Registration Committee, chair to be appointed by the President, shall have the responsibility for planning conference registration, both advance and on-site, procedures and logistics, creation of name badges, and responding to questions about registration.
- e. The Website Committee, chaired by the web-coordinator shall develop and disseminate information necessary to support the purposes and activities of the Council as approved

by the Board and communicate the activities of the Council with appropriate organizations.

- f. The Nominating Committee, chaired by the past president, shall identify voting members of the Council to nominate for elected and appointed offices.
- g. The Public Policy Committee, chaired by the advisor, shall inform the Executive Board of current research and policies that impact the members of the organization and shall facilitate the communication of the Council's policies, positions, and concerns on issues related to mathematics education between governmental agencies, school divisions, affiliate groups, professional organizations, business and industry, the public, and other agencies.
- h. The Budget Committee, chaired by the treasurer, shall verify the treasurer's records at the end of each fiscal year for presentation to an auditor and whenever the treasurer leaves office.

Section 2. Ad Hoc Committees

The Ad Hoc Committees of the Council shall be those committees deemed necessary by the president or Executive Board.

Article VI. Meetings

Section 1. Membership Business Meetings

There shall be an annual meeting for the membership of the Council. Additional meetings may be called by the Executive Board. Arrangements for time and location of the annual meeting shall be determined by the Executive Board.

Section 2. Business

Business of the Council shall be transacted at the annual meeting or any meeting called and announced to the membership at least thirty days prior to said meeting.

Article VII. Quorum

Section 1. Business Meetings

The quorum for the annual meeting and business meetings of the Council shall consist of ten percent (10%) of the current membership.

Section 2 – Executive Board

The quorum for the Executive Board shall consist of at least 50% of the voting members of the Executive Board.

Article VIII. Amendment Procedure

The constitution of the Council may be amended by a vote of approval of two-thirds of the ballots cast provided the amendment has been submitted to the Executive Board for approval, notice of the proposed amendment and a ballot has been sent to every voting member of the Council, and every voting member has been given at least thirty days to return his ballot.

Article IX. Parliamentary Authority

All matters of procedure not specified in this constitution shall be governed by Robert's Rules of Order Revised.

Article X. Policies

- a. The sources of the Council's receipts shall include membership dues, conference fees, donations, and grants. The Board shall maintain an annual budget. An accounting of all receipts and disbursements will be maintained by the treasurer of the Executive Board and presented at each Executive Board meeting or upon request from the President of the Board.
- b. Any public statement or project in the name of the Council must be approved by the Executive Board.

Article XI. Non-profit Status

The Virginia Council of Mathematics Specialist is a non-profit organization and as such shall not use funds for the benefit of its members, or other private persons, except that the organization shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of the constitution, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501 (c) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by an organization, contributions to which are deductible under section 170 (c) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Article XII. Dissolution

Upon the dissolution of the Council, the Executive Board of the Council shall by majority vote, after paying or making provision for payment of all of the liabilities of the Council, dispose of all of the assets of the Council exclusively for the purposes of the Council in such manner, or to such organizations organized and operated exclusively for mathematics educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under

section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) as the Executive Board of the Council shall determine. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Council is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

Amended and Approved July 1, 2015