

NAMTC By-Laws

ARTICLE I NAME AND AFFILIATION

Section 1. Name

The name of this organization shall be the National Association of Media and Technology Centers (NAMTC).

Section 2. Affiliation

The National Association of Media and Technology Centers (NAMTC) may affiliate with compatible organizations to be determined by the Board of Directors.

ARTICLE II PURPOSE

NAMTC's primary goal is to support media and technology centers' objectives with a program of support activities that may include, but is not limited to:

- a. Providing a clearinghouse for relevant information exchange.
- b. Developing operational guidelines and standards.
- c. Promoting public and professional awareness of media and technology centers.
- d. Exploring and promoting techniques and/or methods to improve the efficiency and effectiveness of media and technology centers.

ARTICLE III MEMBERSHIP

Section 1. Definition of RMTC

For the purpose of these by-laws, a Regional Media Technology Center (**RMTC**) is defined as a Media and Technology Center providing media and technological services to multi-buildings on a not-for-profit basis. To be NAMTC member, the objective of an RMTC must include:

- a. Serving as an instructional support system.
- b. Increasing cost-efficiency through multi-system distribution.
- c. Improving learning and instruction through technology utilization, development and integration.

Section 2. Membership Qualifications

- a. Institutional Membership
Institutional memberships shall be granted, upon proper application, to media and technology centers, as defined above, whose purpose is providing media and technology services on a non-profit basis to local education agencies. All professional certificated personnel of the institution will be included in the membership. The NAMTC President will determine official representation in case of conflict. Duly authorized representatives shall be entitled to participate as members of the Board of Directors and as committee members. Full voting privileges are granted.

b. Retirees

A retiree membership shall be granted, upon proper application, from an individual who has retired from a regional media and technology center or a corporate member. After a period of five years, a retiree who has maintained a “retired” membership for this consecutive period of time, may apply for a free retirees membership. A retired member shall be entitled to all privileges except those of holding office and voting.

c. Institutional – Individual

An individual membership, upon application and payment of dues, shall be granted to media and technology center personnel who are:

- Employed by NAMTC member institutions yet chose to pay for an individual membership
- Employed by an institution (Media Technology Center) meeting the NAMTC criteria, but whose institution does not choose to join. An individual member shall be entitled to all privileges.

d. Corporate Membership

An annual corporate membership shall be granted, upon proper application, to commercial firms. Corporate members shall have one (1) vote to be cast by a duly authorized representative or designee. In case of conflict, the NAMTC President will determine official representation. The duly authorized representatives may participate as members of the Board of Directors and as committee members and be allowed full voting privileges.

ARTICLE IV DUES AND PARTICIPATION

Section 1. Dues and Participation

Annual dues as established by the Board of Directors, shall be due and payable on or about July 1. Renewal memberships shall be due and payable July 1 each succeeding year and shall be invoiced by the Association with final payments no later than November 1. Participation in the activities of the Association as a voting member, board member, committee member and/or officer shall be contingent upon payment of dues.

Section 2. Annual Meeting

There shall be one (1) general membership meeting annually for the purpose of conducting official business.

Section 3. Special Meetings

Special meetings of the membership may be called by the President, or may be initiated by a majority vote of the Board of Directors or by petition to the Board by ten percent (10%) of the voting members. Notification to all members, giving time, place, and purpose of such special meeting shall be mailed by the Secretary at least thirty (30) days prior to such meeting.

ARTICLE V BOARD OF DIRECTORS

Section 1. Function and Authority

A Board of Directors, that shall also be the governing body, shall manage the affairs of this Association. It has the power to formulate policies of the Association consistent with its purpose and subject to any specific directions of the membership, as adopted at any duly held membership meeting. The Board of Directors shall have authority to conduct all business pertaining to the Association between official meetings of the membership. The Board of Directors shall be Custodian of the property of NAMTC and shall assume responsibility for the management of its finances.

Section 2. Number, Tenure and Qualifications

The Board of Directors shall consist of the President, President-elect, Past President, Secretary, Treasurer, duly authorized other members of the board and standing committee chairpersons. Board members may be asked to resign from the Board upon their second absence from an official meeting during a term of office. The board members shall be elected and/or selected as follows:

a. Institutional – State Representative Board Members

States that have at least eight (8) member institutions may petition the Board of Directors for a state representative to the Board. The Secretary will notify states whose petition is approved. Members from the state select their representative and report their choice to the Secretary.

- Institutional State Representative(s) are selected for a two-year term that begins at the first general membership meeting on July 1 following their selection.
- Institutional State Representative(s) may serve successive terms.
- If a state's member institution falls below eight (8) for two consecutive years, it will forfeit the right to representation on the Board.

b. Institutional – At Large Representative Board Members

Those institutional members not represented on the Board shall be entitled to nominate and elect four (4) Regional Representatives consisting of 1 each from each of the following time zones. (Eastern, Central, Mountain and Pacific).

- Institutional – At Large Representatives are elected for a two-year term that begins at the first general membership meeting on July 1 following their selection.
- Institutional – In the event there are multiple At Large Representative, their terms will be staggered.
- Institutional At Large Representatives may serve successive terms.
- States already represented on the board can also nominate a Institutional At Large Representative from their state.
- The Nominations Committee will issue a Call for Nominations for At Large Board Representatives. These nominations will be placed on a electronic ballot which will be emailed to all members with instructions on how to vote for candidates electronically.
- The Executive Director conducts the election prior to the annual meeting with the ballots received, tallied and results reported to the Board by the Secretary.

c. Corporate Representative Board Members

The Corporate members shall be entitled to elect and/or select one (1) member of the Board of Directors for each thirty (30) Corporate members or major portion thereof.

- Corporate Representative(s) are selected for a two-year term that begins on July 1 following their selection. In the event there are multiple Corporate Representatives, their terms will be staggered.
- Corporate Representative(s) may serve successive terms.
- The Executive Committee determines the number of Corporate representatives to the Board prior to the annual meeting.
- The Executive Director conducts the election prior to the annual meeting with the ballots received, tallied and results reported to the Board by the Secretary.
- The selection is reported to the Secretary.

Section 3. Regular Meetings

Two (2) regular meetings of the Board of Directors shall be held each year at such times and places as the Board may determine. Written notification, at least four (4) weeks in advance, of time, place and agenda of such meetings shall be the President's responsibility.

Section 4. Special Meetings

Special meetings of the Board of Directors may be called by the President or by a majority of the Board. Notification of such meetings must be sent to each member of the Board of Directors in writing at least four (4) weeks prior to the date of the meeting.

Section 5. Quorum

Members of the Board of Directors or alternates in attendance at a duly called meeting shall constitute a quorum for the transaction of business. Alternates, as designated in writing, of absent board members must be received by the President prior to the start of the meeting.

Section 6. Vacancies

The President, after consultation with the appropriate membership category and the Executive Committee, shall fill any board member vacancies that shall occur. Such appointments shall be for the unexpired term of the vacated Board position.

Section 7. Executive Committee

The Executive Committee of the Board shall consist of the officers and other non-voting ad hoc members designated by the President. The Executive Committee shall be authorized to conduct the day-to-day business of the Association as limited by the By-laws and Policies and Procedures established by the Board of Directors.

**ARTICLE VI
OFFICERS**

The officers of this Association shall consist of the President, President-Elect, Past President, Secretary and Treasurer. The term of office for all officers shall begin July 1 and shall continue for the length of the term.

Section 1. President

The President shall be the President-Elect of the preceding year. The duties of the President shall be to function as the executive head of the Association, to preside at all business meetings and meetings of the Board of Directors, and to carry out the instructions of the Board of Directors. The President, or a designee selected from the Executive Committee, shall represent the Association at any state or national meetings designated by the Board. The Association at the direction of the Board of Directors may pay meals, and travel up to a maximum as stated by the budget, and such expenses as may be necessary and reasonable.

Section 2. President-Elect

The President-Elect shall have a term of one (1) year, followed by successive one year terms as President and Past President. The duties of the President-Elect shall be to serve as executive officer in the President's absence. It shall be the responsibility of the President-Elect to direct the planning of the annual meeting of the Association.

Section 3. Past President

The Past President shall be the President of the preceding year and shall assume this responsibility upon the expiration of the term as president.

Section 4. Secretary

The Secretary shall be responsible for the recording and distribution of all minutes of any meeting and keeping custody of all official reports of the Association. The term of the office shall be two (2) years. The secretary may serve successive terms at the option of the membership.

Section 5. Treasurer

The Treasurer shall be responsible for the safe custody of all Association funds, for the accurate recording of all receipts and expenditures and, in coordination with the Budget Committee, the management of the current **year's funds** and preparation of the next annual budget. The term of office shall be four (4) years and may serve successive terms at the option of the membership.

Section 6. Nomination

The Nominations Committee will nominate at least **one (1)** candidates for each office for which an election is held. These nominations will be placed on the ballot by the Nominations Committee chairperson with a place for write-in votes. The prepared ballot will be **sent** electronically to all voting members.

Section 7. Election

The election of officers shall be through **the received** ballots each year by the voting membership of the Association. Exceptions to this are the Past President, who shall assume the office upon the expiration of the term as President and the President, who shall assume the office upon the expiration of the term as President-Elect. The same process shall elect the Secretary and Treasurer in their respective years. Ballots will be sent to members in good standing no later than February 1 and must be returned within thirty (30) days. The ballots will be returned to the Past President who will count and certify the election of the candidate with the largest number of votes for each office. All ballots received will be filed by the Past-President with the Secretary. The results will be announced at the annual meeting.

Section 8. Vacancies

Should any elected office become vacant, the Board of Directors shall appoint a member of the Board of Directors to fill the unexpired term. In the event of an emergency, the presiding officer may appoint an interim officer from the Board pending Board of Directors approval.

ARTICLE VII COMMITTEES

Section 1. Standing Committees

There shall be six (6) Standing Committees. Membership on Standing Committees, with the exception of the chairperson, shall be appointed by the President for one (1) year terms beginning after the General Membership Meeting at the annual NAMTC Meeting and shall be confirmed by the Board of Directors as follows:

a. Budget Committee

The Budget Committee shall consist of the President, Treasurer and shall be chaired by the Past President. The Budget Committee shall prepare the annual budget for the succeeding year prior to the NAMTC Annual Meeting. The Treasurer will have the financial records reviewed prior to the annual Board Meeting following the end of that fiscal year.

b. Program Committee

The Program Committee shall be chaired by the President-Elect. The Program Committee shall develop the activities for members and review other developmental activities for members.

c. By-laws Committee

The By-Laws Committee shall consist of at least two (2) board members and shall be chaired by the President. The By-laws Committee shall review and when necessary, initiate By-laws Amendments.

d. Nominations Committee

The Nominations Committee shall be chaired by the Past President and consist of at least two (2) past-presidents and other designated board members.

e. Membership Committee

The Membership Committee shall consist of at least two (2) members, one to be from an institutional member and one from a corporate member.

f. Publications Committee

The Publication Committee shall consist of at least two (2) members, one to be from an institutional member and one from a corporate member.

Section 2. Special Committees and Ad Hoc Task Force

Special Committees shall be appointed by the President or at the direction of the Board as needed.

Section 3. Committee Reports

Chairperson or designees of all committees will prepare a report of committee activity and submit a report (oral and written) to the Board of Directors at each board meeting.

Section 4. Committee Expenses

Should any committee incur expenses, they will be paid from Association funds only to the extent they are provided for in a budget submitted to and that has received prior approval from the Board of Directors.

ARTICLE VIII

EXECUTIVE DIRECTOR

The Board of Directors may employ an Executive Director to serve at the pleasure of such board with duties and stipend to be determined by the Board of Directors.

ARTICLE IX

FISCAL YEAR

The fiscal and membership year of the NAMTC shall be from July 1 to June 30.

ARTICLE X

PARLIAMENTARY AUTHORITY

The parliamentary authority for all Association meetings shall be the most recent edition of *Robert's Rules of Orders*.

ARTICLE XI

AMENDMENTS

Section 1. Initiation

Amendments may be initiated by the Board of Directors, the By-laws Committee and Special or Ad Hoc Committees appointed by the Board of Directors for the purpose of recommending or proposing changes to the By-laws. A petition of five percent (5%) of the voting membership of the Association may also initiate proposed amendments.

Section 2. Adoption

An amendment initiated as herein above provided may be adopted by a two-thirds (2/3) vote of all voting membership by ballot in the following manner:

- a. The Board of Directors shall, at a regular or special meeting, cause the amendment to be printed, electronically or otherwise, and made available to all voting members of record.
- b. All ballots will be returned to the Past-President who will count, certify and announce the results. The ballots will then be filed with the Secretary.

ARTICLE XII

DISSOLUTION

In the event that a majority of membership, on recommendation of the Executive Committee, determines to dissolve this Association, all assets, financial and otherwise, shall within sixty (60) days or whenever thereafter practical and after paying or making provisions for the payment of all liabilities of the Association, deliver or pay over all the Association assets to any successor organization approved by the membership on recommendation of the Executive Committee. If no successor organization is recommended, all assets, financial and otherwise, shall within sixty (60) days or whenever thereafter practical and after paying or making provisions for the payment of all liabilities of the Association, be delivered or paid over to the voting membership.

Approved March 2009