

Rochester Area Literacy Council
Rochester, New York
BYLAWS
Approved by Executive Board
April 9, 2018

ARTICLE I - NAME AND AREA SERVED

The Council shall be called the Rochester Area Literacy Council, hereafter referred to as RALC, serving the Greater Rochester New York area.

ARTICLE II - NATURE AND PURPOSES

SECTION 1 - NATURE: RALC is a professional organization whose members are dedicated to promoting and enhancing literacy education through professional development and community service.

SECTION 2 - PURPOSES/GOALS: The goals of the Council shall be:

- A. to provide opportunities for networking with other professionals
- B. to sponsor conferences, meetings and workshops to disseminate current research and to share best practices in literacy education
- C. to provide information and opportunities to encourage all members to be literacy advocates at the local, state and national levels.

ARTICLE III - MEMBERSHIP AND DUES

SECTION 1 - ELIGIBILITY: Membership in the Council shall be open to all persons currently or formerly engaged in teaching or supervision at any school level, parents, and all others interested in the purposes of the Council.

SECTION 2 - ACTIVE MEMBERS: Active membership in the Council shall become effective upon payment of Council dues for the fiscal year beginning July 1 and ending June 30.

SECTION 3 - COUNCIL DUES: Dues for annual membership in the Council shall be set by the Executive Board and approved by the Executive Committee. Dues are payable to the Membership Chairperson on or before July 1 for the upcoming fiscal year. Anyone may join or renew membership after July 1 but will pay the full amount of dues before being deemed an "active member" as defined in Article 3, Section 2. Payment in full is expected, with membership form, within 30 days of registration.

SECTION 4 - ARREARS: Any member who has not renewed or paid Council dues by November 15 will be notified by the Membership Chairperson. If dues are not received by November 15, the member's name will be dropped from the membership roster.

SECTION 5 - STATE AND INTERNATIONAL MEMBERSHIPS: Paid members of the RALC automatically become paid members of the New York State Reading Association (NYSRA).

Membership in the International Literacy Association is strongly encouraged for all council members, but ILA dues are not included in the RALC dues. *The RALC shall be considered "in good standing" and entitled to representation at the meeting of the International Literacy Association Delegates Assembly if at least 10 members have paid dues to the ILA for the current year.*

ARTICLE IV- OFFICERS

SECTION 1 - OFFICERS: The officers of the Council shall be the President, Past President, President-elect, Vice-President, Treasurer, Secretary and Membership Chairperson. Any member in good standing is eligible to be an officer of the Council.

SECTION 2 - TERM OF OFFICE: The President-elect shall serve for one year and then automatically succeed to the office of President for one year. At the expiration of the term as President, the person shall become Past-President for a period of one year. The terms of Vice-President, Treasurer, Secretary, and Membership Chairperson shall be for one year. These officers may be re-elected to these positions.

SECTION 3 - ASSUMING OFFICE: Each officer shall assume the duties of office on July 1, following the spring election.

SECTION 4 - DUTIES OF THE PRESIDENT: The President shall:

- act as the executive officer of the Council
- schedule and preside at all meetings of the Council
- act ex officio as chairperson of the Executive Board
- serve as a member of the Executive Board and Executive Committee
- be ex-officio member of all standing committees and keep a record of all correspondence and communications related to the office of President
- exercise general leadership and supervision over the affairs of the Council and with other elected officers, bear ultimate responsibility for the affairs of the Council in implementing its purposes
- act as the official NYSRA and ILA delegate
- attend, or appoint an alternate to attend, NYSRA and ILA meetings
- oversee the general planning of annual programs
- work in conjunction with the Treasurer to update the bank authorization records to reflect current President and Treasurer at the beginning of the fiscal year
- sign checks and make any other form of payment for expenses approved by the Executive Committee in the absence of the Treasurer
- maintain a list containing the names of Executive Board members, along with their respective contact information
- plan Executive Board retreats
- compose presidential messages for distribution to the membership on a schedule as determined by the Executive Board
- assess the Council's strengths and weaknesses and seek appropriate resources through local, state, and national organizations
- meet with the in-coming President to review the status of the Council

- assume other responsibilities for this office listed in the current ILA/NYSRA leadership resources, as approved by the Executive Board, along with any other duties approved by the Executive Board.

SECTION 5 - DUTIES OF THE PAST-PRESIDENT: The Past-President shall:

- serve as a member of the Executive Board
- act as chairperson of the Awards Committee
- assume other responsibilities for this office listed in the current ILA/NYSRA leadership resources, as approved by the Executive Board, along with any other duties approved by the Executive Board.

SECTION 6 - DUTIES OF THE PRESIDENT-ELECT: The President-elect shall:

- serve as a member of the Executive Board and Executive Committee
- act as chairperson of the Nominating Committee
- attend NYSRA and ILA Delegates' Assemblies or appoint an alternate to attend
- become president until the next election, in the event that the President is unable to serve
- assist the President in any official duties deemed necessary by the President
- assume other responsibilities for this office listed in the current ILA/NYSRA leadership resources as approved by the Executive Board, along with any other duties approved by the Executive Board.

SECTION 7 - DUTIES OF VICE-PRESIDENT: The Vice President shall:

- serve as a member of the Executive Board and Executive Committee
- keep permanent and official records of all programs including contracts for speakers and presenting organizations
- maintain Continuing Teacher and Leadership Education (CTLE) records
- assume other responsibilities for Vice President as listed in the current ILA/NYSRA leadership resources, as approved by the Executive Board, along with any other duties approved by the Executive Board.

SECTION 8 - DUTIES OF TREASURER: The Treasurer shall:

- serve as a member of the Executive Board
- maintain accurate and up-to-date records including insurance policies and tax filing
- have custody of the funds of the Council deposited in the name of the Council
- work in conjunction with the President to update the bank authorization records to reflect current President and Treasurer at the beginning of the fiscal year.
- sign checks as approved by the Executive Committee
- develop a proposed budget in co-operation with the Executive Board
- submit to NYSRA membership dues, council fee and insurance payment in accordance with the NYSRA timeline
- prepare records for periodic audits
- provide the Executive Board with financial statements at each scheduled meeting
- turn over to the succeeding Treasurer all funds, accounts, and books of the Treasurer by September 1 of the year of retirement

- assume other responsibilities for this office listed in the current NYSRA/ILA leadership resources, as approved by the Executive Board, along with any other duties approved by the Executive Board.

SECTION 9 - DUTIES OF SECRETARY: The Secretary shall:

- serve as a member of the Executive Board
- ensure that duplicate permanent copies of the minutes of all meetings are kept on file with one copy being given to the President
- maintain a current contact list of all council members and a separate contact list of executive board members
- turn over to the succeeding Secretary all official Council records and correspondences by September 1 of the year of retirement
- provide for the timely distribution of the Council newsletter and other correspondence to the Membership in conjunction with the President, minimally four times a year or as approved by the Executive Board
- work in conjunction with the President to prepare and distribute correspondence/recognition to individuals, school districts, or other entities on behalf of the Council, which shall be signed by the President
- circulate proposed amendments to the membership, as noted in Article XIV
- assume other responsibilities for this office listed in the current ILA/NYSRA leadership resources, as approved by the Executive Board, along with any other duties approved by the Executive Board.

SECTION 10 - DUTIES OF MEMBERSHIP CHAIRPERSON: The Membership Chairperson shall:

- serve as a member of the Executive Board
- coordinate with the Treasurer to collect dues and maintain records
- keep an accurate computerized record of the total membership including names, contact information, and school affiliation
- provide every Executive Board member with a current membership list
- plan ways, including an annual membership campaign, to secure new members and to retain current membership in conjunction with the Executive Board
- notify non-paying members by November 1 that they will be deleted from the roster unless dues are paid by November 15
- turn over to the succeeding Membership Chairperson all membership documents and materials by June 15 of the year of retirement
- assume other responsibilities for this office listed in the current ILA/NYSRA leadership resources, as approved by the Executive Board, along with any other duties approved by the Executive Board.

ARTICLE V - EXECUTIVE BOARD

SECTION 1 - COMPOSITION: The Executive Board shall consist of all Council officers, as noted in Article IV Section 1, the chairs of all standing committees, as noted in Article VIII, and four Regional Representatives, as noted in Article VI. The President shall serve as chairperson.

SECTION 2 - FUNCTION: The Executive Board shall exercise general supervision over and administration of the property and affairs of the Council. It shall report its actions to the membership at Assembly meetings and at other times, and by such means, as the Board may decide. Duties include, but are not limited to, reviewing and/or acting upon:

- the creation of ad hoc committees
- budgets
- programming
- chairs of standing and ad hoc committees
- the work of all committees, including reports and proposals submitted by committee chairpersons
- services and resources provided by the NYS ILA Coordinator and ILA headquarters
- articles and program information submitted to the editors of NYSRA and/or ILA publications prior to respective deadlines.

SECTION 3 - MEETINGS: A minimum of five (5) meetings per year shall be held prior to June 15; any additional meetings may be called by a majority vote of the elected officers.

SECTION 4 - REMOVAL OF AN EXECUTIVE BOARD MEMBER FROM OFFICE:

An Executive Board member, who has been determined as being unable to perform the duties of office as outlined in the bylaws, shall be removed from office by majority vote of the Executive Board. An interim appointment shall be made by the Executive Board until the next regular election.

SECTION 5 - QUORUM: A quorum for a meeting of the Executive Board shall consist of half or more of its members.

ARTICLE VI - REGIONAL REPRESENTATIVES

SECTION 1- REGIONAL REPRESENTATIVES: Four Regional Representatives shall be appointed by the Executive Board. Representatives will be Council members, but not elected officers. To the extent possible, and at the discretion of the Executive Board, representatives will represent varying levels of education and a variety of geographical areas within the greater Rochester area.

SECTION 2 - FUNCTION: Regional Representatives will serve as members of the Executive Board for a period of two (2) years, beginning July 1 of the year of appointment, or upon Executive Board approval in the case of a mid-term appointment.

Duties include:

- serving as official liaisons between their assigned region and the Council
- encouraging membership, disseminating council information and publicizing events
- attending a majority of Executive Board meetings.

ARTICLE VII - EXECUTIVE COMMITTEE

SECTION 1 - COMPOSITION: The Executive Committee shall be comprised of the President, who will serve as chairperson, the President-elect, and the Vice-President.

SECTION 2 - FUNCTION: The Executive Committee shall:

- serve as members of the Executive Board and be subject to all applicable provisions as noted in Article V
- authorize all council expenditures
- consult the NYSRA Council Coordinator and or NYSRA headquarters, if at least two (2) of its three (3) members deem it necessary, to address an unusual and/or serious matter, and to act upon any advice or direction provided.

SECTION 3 - MEETINGS: The Executive Committee shall meet only as necessary, at the request of any Executive Committee member.

ARTICLE VIII - ASSEMBLY

SECTION 1 - COMPOSITION: The Assembly shall consist of all active Council members other than elected officers.

SECTION 2 - FUNCTION: The Assembly shall:

- receive regular updates and reports from the Executive Board, as noted in Article V
- serve in an advisory capacity to the Executive Board
- participate in the processes of nominating and electing candidates to serve as Council officers, as noted in Articles IV and IX
- participate in meetings, as noted below in Section 4
- participate in a non-binding vote on any item for which a “Sense of the Assembly” is requested by the Executive Board
- propose a Bylaws amendment, as noted in Article XIV
- vote to adopt any Bylaws amendment, as noted in Article XIV.

SECTION 3 - QUORUM: A quorum is required in order for voting to take place. A quorum shall consist of at least 10% of active members. In the event that there is not a quorum, voting will be tabled until the next meeting.

SECTION 4 - MEETINGS: The Assembly of the Council shall meet at least four (4) times annually.

SECTION 5 - NOTIFICATION OF MEETINGS: The Executive Board shall set the calendar for all meetings of the Assembly, with the President presiding. The membership shall be notified, by mail and/or electronic means, at least two (2) weeks in advance of the date, time, location, and purpose of an Assembly meeting.

ARTICLE IX - NOMINATION AND ELECTION OF OFFICERS

SECTION 1 - ELECTION: All officers, except the President and Past-President, shall be elected annually, by no later than March 31.

SECTION 2 - NOMINATING COMMITTEE: The Nominating Committee shall:

- be chaired by the President-elect and
- composed of at least three (3) additional members appointed by the President, who may not be officers, and approved by the Executive Board
- prepare a slate of qualified candidates for offices, as noted in Article IV.

SECTION 3 - NOMINEE QUALIFICATION: To be a qualified candidate, each nominee must be a current member of NYSRA and the Council, and must have demonstrated interest by attendance at Executive Board meetings and/or presence at or participation in a majority of RALC events.

SECTION 4 - MODE OF NOMINATION AND CANDIDACY: The Nominating Committee shall solicit the names of qualified nominees from the membership at an Assembly meeting and/or by other means prior to February 15. Members may nominate themselves or other members. The Nominating Committee shall secure consent from each nominee in order for the nominee's name to appear on the ballot. A nominee who meets qualifications as stated above in Section 3 shall be considered a candidate for the office sought.

SECTION 5 - MODE OF ELECTION: The Nominating Committee shall present the slate of candidates to the Assembly at a meeting to be held between February 16 and March 31. If there is more than one candidate for an office, the Assembly shall vote by secret paper ballot, and simple majority of votes cast shall determine the winner. Ballots shall be counted by the Nominating Committee, and the results reported to the Assembly by the President-elect. If there is a single candidate for an office, the Secretary shall cast a unanimous vote, therein electing the candidate(s) to the office. The current President shall be responsible for reporting the newly elected officers to NYSRA prior to the due date using the official forms provided.

SECTION 6 - TERM OF OFFICE: Each elected officer shall assume the duties of office on July 1 following the spring election and shall continue until June 30 of the following year.

SECTION 7 - VACANCY OF OFFICE: In the event of a vacancy in any office, an interim appointment shall be made by the Executive Board.

SECTION 8 - RE-ASSIGNMENT OF DUTIES: In the event that an officer cannot perform an assigned duty, it shall be re-assigned by the Executive Board

ARTICLE X - COMMITTEES

SECTION 1 - STANDING COMMITTEES: There shall be such standing committees as specified in this Article, Sections 6-15. There should be a carry-over of at least two (2) members on each standing committee from year to year. When the available members willing to serve on these committees is not feasible, the Executive Board will take responsibility for the duties of these committees.

SECTION 2 - NUMBER OF STANDING COMMITTEES: The number of standing committees may be increased or decreased upon the recommendation of the Executive Board and with notification to the general membership.

SECTION 3 - NUMBER OF MEMBERS ON STANDING COMMITTEES: The number of members on standing committees should be no fewer than three (3), unless otherwise determined by the Executive Board.

SECTION 4 - CHAIRPERSONS OF STANDING COMMITTEES: The chairpersons of each standing committee shall be appointed yearly, by the President, with the approval of the Executive Board except as otherwise specified in these by-laws. These chairpersons shall serve as members of the Executive Board.

SECTION 5 - MODE OF APPOINTMENT AND TERMS OF STANDING COMMITTEES: Appointment of members of standing committees shall receive approval from the Executive Board and shall serve for the term of the President unless otherwise specified in the charge to the committee.

SECTION 6 - PUBLICITY COMMITTEE: The Publicity Committee, making use of current social and public media shall:

- publicize all Council meetings, programs, and activities
- maintain close contact with persons representing various interests in reading, including public and nonpublic school administrators and teachers, college administrators and teachers, parents, the public librarians and other interested parties
- be responsible for maintaining a network of liaisons throughout the Council and the community for the purpose of disseminating information
- present a status report at all Executive Board and Assembly meetings.

SECTION 7 - NOMINATING COMMITTEE: The Nominating Committee shall function as defined in Article IX of these bylaws.

SECTION 8 - FINANCE COMMITTEE: Members of the Finance Committee shall be the President, President-elect, Past-President, Vice President, and Treasurer, who will serve as chairperson. The Finance Committee shall:

- examine the income and expenditures of the Council
- be responsible for preparing the annual budget prior to June 30
- arrange for a periodic audit with the results of this audit being presented to the Executive Board prior to June 1
- present a status report at all Executive Board meetings.

SECTION 9 - LEGISLATIVE COMMITTEE/NYSRA Delegates: The Delegates will inform members of pertinent federal and state actions, either proposed or actual. The Delegates to NYSRA shall act as the liaison with the NYSRA and ILA Advocacy/Legislative contact persons. The Delegates will present a status report at all Executive Board and Assembly meetings.

SECTION 10 - BYLAWS COMMITTEE: The Bylaws Committee shall continuously study the bylaws of the Council to ensure that the bylaws are meeting the Council's needs and to recommend proposed changes to the Executive Board and the Assembly. At least one member shall be a current Council officer, preferably the Past-President, President, or President-elect.

The Bylaws Committee will present a status report at Executive Board and Assembly meetings, as directed by the Executive Board.

SECTION 11 - AWARDS COMMITTEE: The chairperson of the Awards Committee shall be the Past President. The Awards Committee shall:

- be responsible for nominations for awards presented by the Council
- serve as a conduit of information regarding awards available from NYSRA and ILA to the general membership
- present a status report at all Executive Board and Assembly meetings.

SECTION 12 - AD HOC COMMITTEES: An Ad Hoc committee may be formed and charged to complete a specific task for a specified period of time. During this period an Ad Hoc committee shall present a status report at Executive Board and Assembly meetings, as directed by the Executive Board.

SECTION 13 - MODE OF APPOINTMENT OF, AND DISSOLUTION OF, AD HOC COMMITTEES: Appointment of a chairperson and members to an ad hoc committee shall be made by the President with the approval of the Executive Board. An Ad Hoc committee shall dissolve after the time specified in the initial charge, unless renewed by the Executive Board.

ARTICLE XI - REPRESENTATION AT THE ANNUAL ASSEMBLIES

SECTION 1 - REPRESENTATION AT THE ANNUAL ILA ASSEMBLY: Representation of the Council at the ILA Delegates' Assembly shall be in accordance with the bylaws of the ILA (Article VI, Section 1), which reads in part as follows:

“Each local council of 10-50 members who have paid current dues to the (International Reading) Association shall be entitled to one delegate and an additional delegate for each 50 additional members who have paid current dues to the Association...One person may represent only one council in the Assembly. A council may send an alternate for each delegate; an alternate may vote only when the delegate is absent.”

SECTION 2 - REPRESENTATION AT NYSRA ASSEMBLIES AND OTHER MEETINGS: Representation of the Council at NYSRA assemblies shall be in accordance with that specified in the NYSRA bylaws, or by action of the RALC Executive Board in the absence of a specific NYSRA bylaw directive. The President or designee shall act as the Official Council Delegate. In the case of two delegates the President-elect or designee shall represent RALC with the President or the President's designee.

ARTICLE XII - PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order, Newly Revised, shall govern the proceedings of the Council, except in cases governed by the bylaws and special rules adopted by this Council.

ARTICLE XIII – DISSOLUTION

In case of the dissolution of this Council, any assets remaining after paying or making provision for payment of all the liabilities of the Council will revert to the NYSRA.

ARTICLE XIV- AMENDMENTS

SECTION 1 - ORIGIN: An Amendment to the bylaws shall be proposed by a quorum of the Executive Board, the Bylaws Committee, or a majority of the voting members present at an Assembly meeting, provided that a quorum of members has been declared (refer to Article VIII, Section 3).

SECTION 2 - PROCEDURE FOR AMENDING: A proposed amendment may be adopted by an affirmative vote of two-thirds (2/3) of the members present at a Council meeting provided that a quorum has been declared (refer to Article VIII, Section 3). A proposed amendment must be presented for discussion and possible modification at an Assembly meeting in which a quorum is declared. Following this meeting, the proposed amendment must be circulated to each member by US or electronic mail. At least thirty (30) days must pass from the date of circulation before the Assembly may vote on the proposed amendment.

SECTION 3 - INCORPORATION: Adopted amendments shall be incorporated into these bylaws, and become effective immediately. The Bylaws Chair, at the direction of the Executive Committee, shall send a copy of the complete Bylaws, as amended, to the NYSRA Council Coordinator/NYSRA headquarters.

ARTICLE XV - CONFLICT OF INTEREST

Whenever a Member of the Executive Board has a financial or personal interest in any matter coming before the board; the Executive Board shall ensure that:

- the interest of such member is fully disclosed to the Executive Board
- no interested member may vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting of the Executive Board at which such matter is voted upon
- any transaction in which a member has a financial or personal interest shall be duly approved by members of the Executive Board not so interested or connected as being in the best interests of the Council
- payments to the interested member shall be reasonable and shall not exceed fair market value
- the minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval.

ARTICLE XVI – TAX EXEMPT STATUS

RALC remains tax exempt under the auspices of the NYSRA group tax exempt status from IRS.

ARTICLE XVII – AFFILIATION WITH THE INTERNATIONAL LITERACY ASSOCIATION

RALC is a component of NYSRA’s Limited Non-Group Affiliation with the ILA and, as such, will pay for additional services provided by the ILA, such as awards and speakers, on an “as needed” basis in accordance with fees established by ILA.

ARTICLE XVIII – CONTINUING TEACHER AND LEADER EDUCATION (CTLE)

SECTION 1 – PROFESSIONAL DEVELOPMENT: As an approved CTLE sponsor, RALC will offer professional development in accordance with the Regulations of the Commissioner of Education to implement Chapter 56 of the Laws of 2015 relating to the establishment of CTLE requirements for Professional and Level III Teaching Assistant certificate holders.

SECTION 2 – MAINTENANCE OF RECORDS: The Vice-President will collect attendance and participants’ records upon completion of each professional development activity. These records will be stored in a locked, fire-proof box for at least eight years from the completion of each activity, in accordance with SED guidelines.

Bylaws Committee 2018
Cherie Gerych
Lynne Keefer
Jan Marchetti