

# Constitution of the Utah Coalition for Educational Technology

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## Preamble

In the interest of promoting cooperation, coordination, and expansion of instructional technology in and among the educational entities which serve the learners within the State, this organization is hereby established.

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## Article I: Name of Organization

The name of this organization shall be the "Utah Coalition for Educational Technology" (hereafter "UCET").

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## Article II: Purposes and Limits of UCET

### Section 1 – Purpose of UCET

The purpose of UCET shall be to improve education by:

- promoting the cooperative development and effective use of information technology in Utah's educational institutions;
- providing a forum for the exchange of information on technology by holding conferences, meetings, and workshops, and publishing a newsletter;
- bringing together any and all parties interested in the use of technology in education for the purpose of representing their varied interests to each other and to the public; and,
- doing all other lawful acts appropriate to its mission.

### Section 2 – Limits to UCET

UCET is not organized for pecuniary profit. No part of the property or income of UCET, either during the life of the organization or on its dissolution, shall accrue either directly or indirectly to the benefit of any member, officer, employee, or any private individual; except for the payment of reasonable compensation for services actually rendered or services performed in effecting the purposes of this organization.

## **Article III: Membership**

### **Section 1 – Types of membership**

UCET membership shall include but not be limited to two types: individual and institutional. Membership in either of these types is open to any individual or, on approval of the Board of Directors, any organization that has an interest in the instructional uses of technology. The Board of Directors may, through the UCET Board Policies, establish other types of membership.

### **Section 2 – Individual Membership**

Individual members shall have the right to vote in elections of officers, in all matters placed before an assembly at any general meeting of the membership, through mailed balloting procedures, or by any electronic balloting procedures approved by the Board of Directors. Individual members may also attend and participate in any regular meeting of the Board of Directors, though they may not vote as a member of the Board.

### **Section 3 – Institutional Membership**

Institutional membership must be approved by the Board of Directors. Institutional members do not have a general membership vote. Additionally, institutional members may be represented on the Board of Directors, as per Article V, Section 1 of this constitution. The Utah State Office of Education and all public school districts within the State of Utah are automatically considered institutional members of UCET. Other educational institutions, such as colleges, universities, schools for the disabled, applied technology centers, regional educational service centers, private schools, vendors, etc., may also be eligible for institutional membership. Their dues and other details regarding institutional membership shall be determined in the Board Policies.

### **Section 4 – Other Types of Membership**

Other types of membership, their eligibility to vote, their dues, and other details regarding them shall be established in the Board Policies.

### **Section 5 – Dues and Fees**

The Board of Directors shall establish a schedule of dues appropriate to its various types of memberships. Membership is not transferable.

All membership dues will be paid directly to UCET and managed by the Treasurer.

### **Section 6 – Resignation or Expulsion of Members**

Members may resign from UCET by notifying the Treasurer. A member may be expelled from membership in UCET for cause by a majority of all members of the Board of Directors after the member has been given adequate notice and opportunity for a hearing before the Board of Directors.

- A. Preside at meetings in the absence of the President.
- B. Assume the duties of the President in the event of the President's resignation, incapacity, or ineligibility.
- C. Act as an advisor to the President.
- D. Perform any other duties outlined in the Board Policies or as directed by the Board of Directors.

#### **Section 4 – Election, Duties & Functions of the Past President**

The Past President is the third principal officer of UCET. The President from the previous year becomes the Past President at the beginning of the new fiscal year. The duties of the Past President include the following:

- A. Preside at meetings in the absence of both the President and President-Elect.
- B. Act as an advisor to the President.
- C. Perform any other duties outlined in the Board Policies or as directed by the Board of Directors.

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## **Article V: The Board of Directors**

### **Section 1 – Duties and Functions**

The Board of directors of UCET shall consist of the Executive Officers, the six elected Directors, the appointed Directors, and the Utah State Office of Education (USOE) Representative; and other directors nominated by the Executive Officers.

Duties of the members of the Board of Directors shall be to: attend meetings of the Board; be responsible for planning, implementing, and evaluating the activities and functions of UCET; establish Board Policies; establish various standing and ad hoc committees; authorize disbursements of UCET funds; and, make decisions necessary for the welfare of the organization as provided in this Constitution.

Directors who have voting privileges include the Executive Officers, the elected Directors, and all appointed Directors (except the USOE Representative Director).

All voting members of the Board of Directors shall serve voluntarily and shall not be remunerated for their service on the board except for the reimbursement of expenses entailed in the service to UCET and according to Board Policy.

## **Article IV: Executive Officers**

### **Section 1 – Duties & Functions**

The Executive Officers of UCET shall consist of the President, the President-Elect, and the Past President.

The Executive Officers shall be empowered by the Board of Directors to execute all Board decisions necessary to further the purposes of this organization. It shall be responsibility of the Executive Officers to nominate the Board of Directors additional members to the Board.

The Executive Officers or a quorum of two of them, with the approval of three of the elected board officers, shall have emergency powers to make decisions when it is impossible or impractical to convene the full Board, except in matters affecting Board Policies, the make-up of the Board of Directors, or the dissolution of the organization.

Except as otherwise provided by law, checks, drafts, promissory notes, orders for payment of money, and other evidences of indebtedness of UCET shall be signed by the Treasurer and one of the Executive Officers. Any contract, lease, or other instrument executed in the name of and on behalf of UCET shall be signed by the President and countersigned by the Treasurer, or another Executive Officer.

### **Section 2 – Election, Duties & Function of the President**

The President is the principal officer of UCET. The President-Elect from the previous year becomes the President at the beginning of the new fiscal year. The duties of the President include the following:

- A. Call, prepare the agenda for, and preside at all meetings of UCET and its Board of Directors.
- B. Appoint members to fill offices or Board positions that may become vacant, except for the office of President-Elect. Such appointments shall be made with the approval of a majority of the elected Directors.
- C. Perform any other duties outlined in the Board Policies or as directed by the Board of Directors.

### **Section 3 – Election, Duties & Functions of the President-Elect**

The President-Elect is the second principal officer of UCET. The President-Elect is elected at the general election held at the annual conference and assumes the position at the beginning of the new fiscal year. In the event the President-Elect cannot continue in office, a new election shall be called for by the Board of Directors. The duties of the President-Elect include the following:

## **Section 2 – Election of Elected Directors**

Elected Directors will serve for a two-year term. Of the six elected Directors, three shall be elected in odd-numbered years and three elected in even-numbered years. Elected Directors must be teachers or administrators at an educational institution at the time of their election. Every effort will be made to assure representation from pre-school through higher education.

## **Section 3 – Appointment & Duties of Appointed Directors**

The nomination of appointed Directors will be made by the President and ratified by a majority of elected Directors. Appointed Directors may include a Treasurer, a Secretary, a Newsletter Editor, or other Appointed Directors as ratified and deemed necessary by the board to carry out its mission. Appointed Directors will serve for as one-year term or may be released from their appointment by a majority of the elected Directors.

The USOE Representative Director is an appointed member of the Board of Directors who is appointed by the State Superintendent of Public Instruction of the State of Utah to serve as a liaison between UCET and the Utah State Board of Education. This representative may, with the approval of the Board, serve simultaneously in more than one capacity on the Board but may not be an Executive Officer and does not have voting privileges.

## **Section 4 – Board Meetings**

The Board of Directors shall meet as frequently as necessary to facilitate the proper functioning of UCET. Meeting schedule, location, and time are to be determined by a consensus of the Directors. Board meetings may be conducted through electronic means if approved by the Board of Directors. The Board of Directors shall have the power to make and execute any and all decisions by a simple majority of those present unless otherwise specified. Robert's Rules of Order, Revised, shall be the authority governing all matters of procedure not otherwise provided for in this Constitution or Board Policies. All meetings of the Board of Directors shall be called and conducted by the President, or in his or her absence, another of the Executive Officers, or in their absence a Board member so authorized by the President. All members of the Board are to be notified of the time, place and date of the meeting by the President or his or her designee at least two weeks in advance of the Board meeting. Agenda items may be submitted to the President by any member of the Board.

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# **Article VI: Nominations and Elections**

## **Section 1 – The Nomination and Election Committee**

The President will appoint a chairperson and committee members to the standing Nomination and Election Committee to conduct an annual election of officers. The committee will select and submit to the Board of Directors at least two nominees for each office up for election. No member of this committee may be nominated for any elected position.

## **Section 2 – Nominees**

Nominees must be approved by a majority of the Board of Directors and agree on their candidacy. A candidate-approved vitae will be made available at the annual conference.

## **Section 3 – Election Procedure**

Members must cast their votes by secret ballot during the annual conference.

## **Section 4 – Election Outcomes**

Members of the standing Nominations and Election Committee shall count the votes. Candidates receiving a simple majority of the votes cast will assume the duties of their respective offices at the beginning of the new fiscal year.

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# **Article VII: General Membership Meetings**

General membership meetings will be held twice a year in conjunction with a fall meeting and the regular annual conference to be held in the Winter or Spring.

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# **Article VIII: Amendments and Board Policies**

## **Section 1 – Order of Governance**

UCET shall be govern by; 1<sup>st</sup>, this Constitution, 2<sup>nd</sup>, the Board Policies created according to this Constitution; and 3<sup>rd</sup>, the Board of Directors.

## **Section 2 – The Constitution, It's Ratification and Amendment**

The Constitution of UCET, and any proposals for amendment thereto, shall be approved by a roll-call vote of the governing Board of Directors (the majority must be greater than half the total number of all Directors). Once approved, the constitution or amendments must be ratified by a two-thirds majority of the members present in a general meeting, by a two thirds majority of members responding to a vote by mail, or by a two-thirds majority of the general membership using electronic or automated voting method approved by the Board of Directors. Said ratification must take place within one year of the Boards's amendment proposal and shall be by secret ballot.

## **Section 3 – The Establishment of Board Policies**

The Board Policies of UCET shall be enacted or changed by a majority vote of all governing Board of Directors. Board Policies shall be in effect until a predetermined expiration date or until changed as per this section of the Constitution.

#### **Section 4 – The Establishment of a Fiscal year**

The UCET Board of Directors shall set the fiscal year pursuant to Board Policies.

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### **Article IX: Dissolution**

#### **Section 1 – Dissolution Procedure**

The Board of Directors can initiate dissolution of the organization through a declaration approved by a two-thirds vote of all members of the Board of Directors. The individual members of UCET shall be polled by mail, and if two thirds of the ballots are in favor of dissolution, the organization shall be dissolved.

#### **Section 2 – Disposition of Assets on Dissolution**

If at any time UCET ceases to function, all assets and property held by UCET, whether in trust or otherwise, shall, after the payment of UCET's liabilities, be paid over to an organization(s) selected by the most recent Board of Directors. The selected organization(s) shall have a similar purpose to UCET and shall have been established as a non-profit organization.

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### **Ratification & Amendments**

Constitution ratified on 13 March 1993 at the annual conference at Hunter High School, West Valley City, Utah.

Name ratified on 4 June 1993 at a regular meeting of the Board of Directors held at the Utah State Office of Education, Salt Lake City, Utah.

Amended: Article V, removed specificity regarding appointed directors and forbade board members from being paid for services rendered. Approved at annual conference held at Bingham High School, South Jordan, Utah, on 7 March 1997.

Amended: Article IV, Sections 2,3,4 and Article VI, Section 4 to read that Officers would begin their terms coinciding with the fiscal year.

Amended: Article VIII to include Section 4; that The Board of Directors shall set the fiscal year by Board Policy.