

## Proposed NCBEA Bylaws Changes

The NCBEA Bylaws and Standing Rules Committee has proposed changes to the NCBEA bylaws that were last amended April 4, 2012. Comments from the general membership on these proposed bylaws changes will be accepted at the NCBEA Annual Meeting which will be held on Friday, November 18, 2016, from 7:45 a.m. to 8:30 a.m. at the 2016 MBEA/NCBEA Convention in Grand Rapids, Michigan. A vote on the bylaws will be taken during the annual meeting.

The following are rationales for proposed changes:

1. The NBEA Representative title was changed years ago to NCBEA Director to the NBEA Board. This change is reflected in the proposed bylaws changes.
2. NBEA now selects the NCBEA Director to the NBEA Board, so NCBEA no longer nominates and elects candidates for this position. This change is reflected in the proposed bylaws changes.
3. The president no longer is the one who is registered on bank records. For the past four years, a new policy has been in place which has been followed. All bank accounts of the organization are now in the names of the treasurer and president-elect whose term begins with the commencement of the treasurer's three-year term. The new procedure never got changed in our bylaws, so this updates the bylaws to reflect current practice.
4. It has become increasingly difficult to fill the student representative Board position. We have fewer NABTE schools in our region than ever before. In, at least, the past seven years, our NABTE schools have had difficulty nominating students or getting them to follow through with the nomination packet. When we do get a student representative, they have not always been able to attend our meetings. NCBEA is not in a financial position to pay expenses for a student representative, and we think this may be a factor as well. We surveyed SBEA, M-PBEA, and WBEA, and those regions have never had a student representative. We have valued the input of our past student representatives, but it is recommended that the student representative Board position be eliminated.
5. For years, there has been confusion of the role of the Marketing/Linkages Committee. In reviewing the Marketing/Linkages Committee and the Membership Committee, we determined that the role of these two committees is really the primary responsibility of the state membership directors and the regional membership director to market NCBEA/NBEA, link NCBEA to NBEA and to the NCBEA states, and to promote and develop membership in NCBEA/NBEA. With the recent efforts to include the NCBEA Director to the NBEA Board in NBEA membership initiatives, we are proposing the addition of the NCBEA Director to the NBEA Board as a member of this committee and renaming it Marketing/Membership/Linkages Committee.

**BYLAWS  
OF THE  
NORTH CENTRAL BUSINESS EDUCATION ASSOCIATION, INC.**

**Article I  
Name**

The name of this organization shall be the North Central Business Education Association (NCBEA). This association includes the states of Illinois, Indiana, Iowa, Michigan, Minnesota, Missouri, Ohio, and Wisconsin; and the Canadian provinces adjacent to the North Central Region.

**Article II  
Objectives**

The objectives of this association are as follows:

- a. To improve the relationship in business education at the state, regional, and national levels;
- b. To promote the professional growth of those in business education;
- c. To promote better business education through whatever means seem desirable; provided that, since it is the objective of the association to be a non-profit educational organization, it shall only engage in activities consistent with its status as defined in Section 501(c)(3) of the Internal Revenue Code of 1954 or any successor provision thereof;
- d. To offer assistance and service to state associations within the region.

**Article III  
Membership**

- SECTION 1. The rules and regulations governing membership and voting privileges shall be in accord with the NBEA Bylaws.
- SECTION 2. Any person interested in advancing the objectives of the association shall be eligible for membership in the professional category; and, upon payment of annual dues, shall be entitled to the services and publication of the association and shall be eligible to vote, hold office, and serve on committees.
- SECTION 3. Any undergraduate student interested in advancing the objectives of the association shall be eligible for membership in the student category; and, upon payment of dues, shall be entitled to the services and publications of the association. Student members shall not have voting or office holding privileges ~~except for the NCBEA student representative serving on the administrative board.~~
- SECTION 4. Any retired professional members, upon payment of dues, shall be entitled to the services and publications of the association, and shall be eligible to vote, hold office, and serve on committees.
- SECTION 5. Any life members of the NBEA located in the North Central Region shall automatically become life members of the NCBEA and shall be entitled to all the rights and privileges of the association. **NBEA life members are NBEA past presidents.**

## Article IV

### Dues

- SECTION 1. All members shall pay annual dues as stipulated by the NBEA.
- SECTION 2. The student membership year shall extend from July 1-June 30, inclusive. The membership year for all other members shall extend for twelve months from the month during which dues are paid.

## Article V

### Officers and Their Duties

- SECTION 1. The officers of the association shall be a president, a president-elect, a secretary, a treasurer, and an immediate past president.
- SECTION 2. The president shall:
- a. preside at all meetings of the association and the administrative board;
  - b. appoint the NCBEA Newsletter Editor to a three-year term when necessary;
  - c. appoint the NCBEA Webmaster to a three-year term when necessary;
  - ~~d. be registered, along with the treasurer, on all bank accounts of the organization.~~
  - d. e- perform all other duties as stated in the NCBEA Policies and Procedures Handbook.
- SECTION 3. The president-elect shall:
- a. preside at all meetings of the association and the administrative board in the absence of the president;
  - b. perform all other duties as stated in the NCBEA Policies and Procedures Handbook.
- SECTION 4. The secretary shall:
- a. keep accurate minutes of the proceedings of all meetings of the association and the administrative board and distribute copies to the administrative board;
  - b. maintain the archives' copies of all proceedings;
  - c. perform all other duties as states in the NCBEA Policies and Procedures Handbook.
- SECTION 5. The treasurer shall:
- a. receive and have custody of all monies and other assets of the association, including incorporation documents;
  - b. pay all expenditures approved by the administrative board;
  - c. keep accurate financial records and submit a report of the receipts, expenditures, and the balance on hand at each administrative board meeting;
  - d. prepare a written financial report for the fiscal year for distribution at the general membership business meeting;
  - e. at the expense of the organization, be bonded by October 1 of the year elected;
  - f. register all bank accounts of the organization in the names of the treasurer ~~and the president.~~ **and the president elect whose term begins with the commencement of the treasurer's three-year term; and**

g. perform all other duties as stated in the NCBEA Policies and Procedures Handbook.

SECTION 6. The immediate past president shall:

- a. serve in an advisory capacity to the president and administrative board;
- b. perform all other duties as stated in the NCBEA Policies and Procedures Handbook.

SECTION 7. The administrative board shall implement the policies of the association.

SECTION 8. The administrative board shall establish and implement the goals in accordance with the objectives of the association.

SECTION 9. **Upon a vacancy of a state or affiliate representative on the NCBEA Administrative Board, the administrative board shall request that the state or affiliate organization replace its representative on the NCBEA Administrative Board within 30 days.** A vacancy in any **other** board position may be filled by **majority vote of the** administrative board ~~appointment~~ for the unexpired term of the office, except that a vacancy in the office of president shall be filled by the president-elect.

## Article VI

### Executive Committee and Administrative Board

SECTION 1. The executive committee shall consist of:

- a. president
- b. president-elect
- c. secretary
- d. treasurer
- e. immediate past president
- f. ~~NBEA representative~~ **NCBEA Director to the NBEA Executive Board**
- g. regional membership director

SECTION 2. The administrative board shall consist of:

- a. The executive committee
- b. ~~The student representative~~
- b. ~~e.~~ The state membership directors
- c. ~~d.~~ The NCBEA Newsletter Editor
- d. ~~e.~~ The NCBEA Webmaster
- e. ~~f.~~ The president and executive director of the NBEA and the representative of ISBE from the North Central Region shall serve as ex-officio, non-voting members.

~~SECTION 3. The student representative shall be the recipient of the NCBEA student representative recognition award and shall serve for a one year term.~~

SECTION 3. ~~4.~~ The state membership directors, selected by each state association, and regional membership director shall serve a three-year term.

SECTION 4. ~~5.~~ The administrative board year is from July 1 to June 30.

**Article VII**  
**Removal of Board Members**

An elected member or a member appointed by a state or an affiliate to the NCBEA Administrative Board may be removed from that position by a two-thirds vote of those administrative board members eligible to vote for any of the following reasons:

- a. current membership in NBEA not maintained
- b. consistent absence from regularly scheduled NCBEA Administrative Board meetings
- c. failure to fulfill board responsibilities and assigned tasks
- d. failure to maintain regular communication with the NCBEA Administrative Board
- e. other reasons deemed appropriate by the NCBEA Administrative Board

**Article VII-VIII**  
**Committees**

SECTION 1. The association shall function with the following standing committees:

- a. Awards Committee. The awards committee shall select the recipients of the annual NCBEA Distinguished Service Awards ~~and the Student Recognition Award~~. The committee shall consist of one administrative board member and one person from each member state, not necessarily a member of the administrative board. The administrative board member shall serve as the chair and shall appoint the other members, with the approval of the president.
- b. Budget Committee. The budget committee shall prepare the budget for the fiscal year, July 1 to June 30. The committee shall consist of the treasurer, the president, the immediate past president, and the former treasurer in a year of a new treasurer. The treasurer shall serve as the chair.
- c. Bylaws and Standing Rules Committee. The bylaws and standing rules committee shall be composed of at least three (3) members, including the immediate past president who will serve as chair and the ~~NBEA Representative~~ **NCBEA Director to the NBEA Executive Board**. The bylaws and standing rules committee shall:
  - 1) consider, edit, and/or correlate such bylaw amendments and standing rules as it may originate and as are referred to it by the administrative board, officers, or individual member;
  - 2) verify that bylaw amendments and standing rules are not in conflict with any higher governing authority;
  - 3) present to NCBEA members changes to the bylaws or standing rules necessitated by amendments made in NBEA policies;
  - 4) send proposed bylaw amendments with recommendations to the NCBEA newsletter editor for inclusion with the call to the NCBEA convention;
  - 5) review past minutes to determine if changes are needed to the bylaws or standing rules;

- 6) review and update the NCBEA Policies & Procedures Handbook as needed; and,
- 7) send a copy of the current bylaws to the NBEA headquarters.
- d. Legislative Committee. The legislative committee shall work to encourage teachers to be involved in legislative issues regarding business education at the local, state, regional, and national levels. The committee shall consist of the president, immediate past president, and three members of the administrative board or past board members. The president shall appoint the chair.
- e. Marketing/~~Membership~~/Linkages Committee. The marketing/~~membership~~/linkages committee shall engage in activities to enhance the image and identity of NCBEA **and to promote membership development in the region**. The committee shall consist of the state membership director from each member state, **the NCBEA Director to the NBEA Executive Board**, and the regional membership director. **The regional membership director shall serve as the chair.** ~~The president shall appoint one of the committee members to serve as chair.~~
- ~~f. Membership Committee. The membership committee shall promote membership development in the region. The committee shall consist of at least all eight state membership directors, the student representative, and the regional membership director. The regional membership director shall serve as the chair.~~
- ~~f. g.~~ Nominating Committee. The nominating committee shall select nominees for officers ~~and representatives to the NBEA Executive Board~~. The committee shall consist of five persons as follows: (1) the immediate past president, and (2) four other current or former board members. The immediate past president shall serve as chair.
- ~~g. h.~~ Program of Work Committee. The program of work committee shall develop and monitor a program of work to promote business education in the region. The plan will be reviewed and updated on an annual basis. The committee shall consist of the president, president-elect, treasurer, and at least three other members of the administrative board. The president shall serve as chair and the president-elect shall serve as vice-chair.
- ~~h. i.~~ Publications Committee. The publications committee shall monitor the publication of the NCBEA newsletter and the special publication. Members of this committee will include the ~~NBEA Representative~~ **NCBEA Director to the NBEA Executive Board**, the newsletter editor, the webmaster, and the immediate past president. The president shall appoint one of the committee members to serve as chair. ~~The marketing/linkages committee will be charged with the distribution and sales of the publication.~~
- ~~i. j.~~ Strategic Planning Committee. The strategic planning committee shall develop a strategic plan for NCBEA. Through an effective long-range planning program, the plan will project goals and actions for a minimum of two years. The committee shall consist of the president, president-elect, immediate past

president, treasurer, and at least three other members of the administrative board. The president shall serve as chair and the president-elect shall serve as vice-chair.

- j. ~~k.~~ Technology Committee. The technology committee shall explore avenues to disseminate NCBEA news and business to the membership in an efficient and cost-effective manner. The technology committee will be in charge of developing and implementing a social media strategy to promote NCBEA. The committee shall be composed of the president, president-elect, webmaster, and newsletter editor. The webmaster will serve as chair.

- SECTION 2. The NCBEA president shall appoint committee members and chairs except as otherwise provided in these bylaws.
- SECTION 3. The chair of each standing committee shall be a member of the administrative board.
- SECTION 4. Each committee shall be governed by the policies established for that committee by the administrative board.
- SECTION 5. Special committees may be established by the president of the administrative board.

## **Article VIII IX**

### **Nominations and Elections**

- SECTION 1. The nominating committee may conduct elections by mail or by an electronically secure method in the annual NCBEA election. The candidate receiving the greatest number of votes shall be elected to the office as provided in the NCBEA Policies and Procedures Handbook.
- SECTION 2. The following officers, ~~NCBEA Representative to the NBEA Executive Board~~, and Regional Membership Director shall be elected by ballot for their respective terms:
  - a. The president-elect shall be elected to serve consecutive one-year terms as president-elect, president, and immediate past president. The nominee must have previously served on the NCBEA Administrative Board.
  - b. The secretary and treasurer shall each be elected for three-year terms. The nominees need not have previously served on the NCBEA Administrative Board.
  - ~~c. The NCBEA Representative to the NBEA Executive Board shall be elected for a three-year term. The nominees must have previously served on the NCBEA administrative board.~~
  - ~~c. d.~~ The Regional Membership Director shall be elected for a three-year term. The nominees must have served as a state membership director on the NCBEA Administrative Board.
- SECTION 3. The President, President-elect, and Immediate past president shall not be elected to the same administrative board office for two consecutive terms.
- SECTION 4. Each nominee for and each member of the administrative board must be a member of NBEA at the time of nomination and during the term of office.
- SECTION 5. The NCBEA Director to the NBEA Executive Board will be selected by the NBEA Board following the NBEA Policies and Procedures.**

**Article IX X**  
**Meetings**

- SECTION 1. The association shall hold a general membership business meeting at each NCBEA convention, which shall be known as the annual meeting.
- SECTION 2. The administrative board shall meet at least once a year.
- SECTION 3. The NCBEA is encouraged to meet in conjunction with and at the invitation of a state organization.
- SECTION 4. An NCBEA convention will be held in conjunction with and according to the rotation plan adopted by the NCBEA.
- SECTION 5. The Administrative Board, Executive Committee, Standing Committees, and Special Committees are authorized to meet by telephone conference or through other electronic communications media so long as all members may simultaneously hear each other and participate during the meeting. Electronic voting may be used for NCBEA business as needed.
- SECTION 6. A quorum shall be a majority of members for any NCBEA Administrative Board meeting.
- SECTION 7. A quorum at an NCBEA business meeting shall be the number of members present at the time of the NCBEA business meeting. The date, time, and location of the business meeting must be published at least 30 days prior to the business meeting.

**Article XH XI**  
**Financial Reserve**

The association shall maintain a financial reserve of \$5,000. These funds shall be placed in a low-risk investment instrument with a high degree of liquidity (i.e. fixed rate, long-term bonds should be avoided), when possible. Withdrawals from the reserve may be made only when the following conditions prevail:

- a. Accounts payable exceed the non-reserve assets of the organization and/or short-term cash flow problems prevent accomplishment of the association's programmed activities and/or threaten the solvency of the organization and when advances cannot otherwise be obtained (e.g. from NBEA), and/or
- b. Higher returns from alternative investments can be obtained without significantly increasing the risk to the organization or decreasing the liquidity of the investment, and
- c. A majority of the administrative board agrees to the withdrawal of funds or when time and/or money constraints prohibit action by the full board, a majority of the executive committee may authorize a withdrawal from reserves.

**ARTICLE XII**  
**Dissolution**

**SECTION 1. A two-thirds vote from the Board of Directors shall be required to dissolve the North Central Business Education Association.**

SECTION 2. All bills of the Association will be paid upon presentation of proper documentation. Once all bills are paid, there will be a waiting period of 30 days.

SECTION 3. The NCBEA Executive Committee shall recommend to the NCBEA Administrative Board a proposal for the distribution of any remaining assets after outstanding bills have been paid according to Section 2 of this Article. A two-thirds vote shall be required to distribute assets as determined by the Administrative Board. No member of the Board will personally benefit from the distribution.

### **Article ~~X~~ XIII**

#### **Parliamentary Authority**

The rules contained in the current edition of Roberts Rules of Order Newly Revised shall govern in all deliberations of the ~~association in all cases to which they are applicable and in which they are not inconsistent with these bylaws, the NBEA Bylaws, or any special rules of order the association may adopt.~~

### **Article ~~XI~~ XIV**

#### **Amendment of Bylaws**

SECTION 1. Amendments to the bylaws require approval of the Administrative Board, notification of NCBEA members 30 days in advance of the business meeting, and a majority vote of members present at the business meeting.

SECTION 2. The bylaws shall be reviewed every year by the immediate past president.

~~Last amended April 4, 2012~~