

BYLAWS

MINNESOTA EDUCATIONAL MEDIA ORGANIZATION

PREAMBLE

The Minnesota Educational Media Organization is a professional organization established to support educators who play a vital role in fostering information and technology literacy, reading, and applying technology to improve school management. These educators include library media specialists, teachers who focus on technology integration, administrators, technology support specialists, building and district technology coordinators, curriculum specialists, and the paraprofessional staff who support library media and technology programs. MEMO provides leadership, promotes professional growth, and facilitates communication between its members, with other professional groups, and the community.

ARTICLE I - NAME

The name of this organization will be the Minnesota Educational Media Organization, hereinafter referred to in these Bylaws as the Organization.

ARTICLE II – PURPOSE AND RESPONSIBILITIES

SECTION A. The purpose of this organization is to ensure that all Minnesota students and educators become effective users of information and information technologies. This includes effective instructional use of learning resources in all formats and the effective application and support of all information technologies used in schools.

SECTION B. The responsibilities of the Organization are as follows:

1. To promote the professional growth of its members.
2. To promote the application of high standards in the selection, evaluation, production, dissemination, and use of all learning resources and technical systems that support the educational community.
3. To provide leadership in the effective use of instructional technology in the learning process and information technologies that support the educational community.
4. To monitor emerging trends and explore new applications of information technologies in teaching and learning, information systems and infrastructure support.
5. To promote reading for personal enjoyment and learning, appreciation of literature in all genres, and improving reading abilities of all learners.

6. To promote the involvement of library media/technology personnel in curriculum planning and instructional design.
7. To work with the Minnesota Department of Education, other libraries, professional organizations, and government agencies and higher education institutions of the state in developing programs in information and technology.
8. To develop and support state and national guidelines for information and technology literacy.
9. To work with other professional, national, state, and community organizations to promote information and technology literacy, access to high quality instructional resources, and efficient technological systems used in schools.
10. To preserve the right of the individual to have access to ideas in any format and the principles of intellectual freedom.
11. To promote public understanding of the value of information and technology literacy in the teaching and learning process, collections of and access to educational resources that support and extend the curriculum, and all information and communication systems within the educational community

ARTICLE III - MEMBERSHIP

SECTION A. Membership Authority

1. Power of Membership

All authority, unless otherwise provided in these Bylaws, is inherent to the Membership of the Organization. The Organization is instituted for the benefit of its Members. The Membership reserves the right to alter, reform, amend, or abolish the Organization in accordance with these Bylaws and the MEMO Articles of Incorporation.

2. Rights and Responsibilities

An Active Member will be entitled to all of the rights, privileges, and responsibilities conferred by these Bylaws or conferred from time to time by the Board of Directors, including the right to vote, hold office, receive the official publication of the Organization as designated by the Board of Directors, attend Organization conventions, and other privileges as available. Complimentary Membership will be as above with the exception of voting rights and holding office.

SECTION B. Types of Membership

1. Active Membership

a. Individual Members

Any individual who supports Article II and pays the annual Individual Membership dues is an Active Member of the Organization.

b. Organizational Members

Any individual who supports Article II and pays the annual Organizational Membership dues is an Active Organizational and Individual Member of the Organization.

c. Student Members

Any student enrolled in a program in information and educational library media who supports Article II and pays the annual Student Membership dues, is a Student Member of the Organization.

d. Retired Members

Any retired person who supports Article II and pays the annual Retired Membership dues, is a Retired Member of the Organization.

e. Honorary Members

Based upon criteria established by the Executive Committee, a person who has been given a Presidential citation as recommended by the Executive Committee and approved by a majority vote of the Board of Directors is an Honorary Member of the Organization. Membership will be perpetual unless revoked by a 2/3 vote of the Board of Directors.

f. Library Media/Technology Paraprofessional Member

Any part-time or full-time library media/technology assistant supervised by a certified library media or technology professional and who supports Article II and pays the annual Student Membership dues is a Paraprofessional Member.

2. Complimentary Membership

A one-year Complimentary Membership may be given to a person or an organization recognized by the officers or committee chairperson as being instrumental in furthering the cause of the organization. Such membership will be granted subject to approval by the Board of Directors.

SECTION C. Dues

1. Upon approval by the Board of Directors, an annual dues structure for Members will be established.
2. Honorary and Complimentary Members will not be assessed dues.

SECTION D. Voting

1. Voting in the Organization will proceed as follows: by mail, in person, or by proxy.
2. An Individual Member will be a voting member of the Organization.
3. An Organizational Member will be a voting member of the Organization. The individual membership that corresponds to the Organizational membership will vote its one vote.
4. Student, Retired, and Honorary Members will be voting members of the Organization.
5. Complimentary Members will be non-voting members of the Organization.

SECTION E. Continuation and/or termination of membership

1. The membership year will be for 12 months.
2. Membership will be continuous but may be terminated by a) written resignation from Membership to the membership chair effective with the last month of the membership year; b) nonpayment of dues; c) for cause. Membership will be terminated by a 2/3 vote of the Board of Directors.

3. Any individual who's Membership has been terminated will have the right of appeal to the Board of Directors within 30 calendar days after notification of termination. Any individual terminated may appeal the decision of the Board of Directors to the entire Organization Membership at a regularly scheduled meeting. A majority vote will sustain the Board of Directors. The Membership vote will be final.

ARTICLE IV - AFFILIATION WITH OTHER ORGANIZATIONS

Upon the recommendation of the Executive Committee and a 2/3 vote of the Board of Directors, the Organization may affiliate with other organizations.

ARTICLE V - OFFICERS: THEIR ELECTION AND DUTIES

The term of office of the Organization's elected officers will run from the Summer Board of Directors Meeting until the next Summer Board of Directors Meeting or until duly replaced. The officers will be voting members of the Board of Directors and of the Executive Committee.

SECTION A. Officers

1. President

The President will:

- a. call and preside over all meetings of the Membership, the Executive Committee, and the Board of Directors;
- b. make necessary appointments to committees;
- c. execute the policies and procedures of the Organization set forth by the Board of Directors and these Bylaws;
- d. have administrative authority over all affairs of the Organization;
- e. be responsible to the Membership;
- f. assume the responsibilities of the office of Past-President upon completion of his/her term; and
- g. be a voting member of the Finance Committee.

2. President-Elect

The President-Elect will:

- a. call and preside over meetings in the absence of the President;

- b. serve on the Program Committee;
- c. execute the policies and procedures of the Organization and these Bylaws;
- d. be a voting member of the Finance Committee;
- e. be liaison with all SIDs;
- f. review Bylaws; and
- g. be responsible for planning the annual leadership development conference.

3. Past-President

The Past-President will:

- a. be chair of the Nominations Committee;
- b. be chair of the Finance Committee;
- c. execute the policies and procedures of the Organization and these Bylaws; and
- d. assume the office of President should that office become vacant.

4. Secretary

The Secretary will:

- a. keep minutes of all meetings of the Executive Committee, the Board of Directors, and the Membership;
- b. keep a file of all official correspondence;
- c. prepare and distribute the agenda and minutes for all meetings of the Executive Committee, Board of Directors, and notify the newly elected officers;
- d. be responsible for notifying the Membership of proposed changes in the Bylaws;
- e. prepare and distribute the Official Ballot and proposed changes in the Bylaws; be responsible for all voting and/or election procedures of the Organization as adopted by the Executive Committee, the Board of Directors, and these Bylaws; and
- f. execute the policies and procedures of the Organization and these Bylaws.

5. Treasurer

The Treasurer will:

- a. be a voting member of the Finance Committee;
- b. review and report on deposits and expenditures;
- c. submit all financial records for external auditing 30 days prior to the end of office as directed to do so by the Board of Directors;
- d. submit all financial records for internal audit in alternate years;
- e. be bonded; and
- f. execute the policies and procedures of the Organization and these Bylaws.

SECTION B. Nomination and Election of Officers

1. The Nominations Committee will nominate Individual Members, as defined in Article III. Section B. 1. a., as candidates for each office. This committee will be composed of the current Past-President, as chair, and four Active Members selected by the Board of Directors at its summer meeting. At least two of those selected will not be members of the Board of Directors.
2. To be eligible for election to an Organization office a person must have been an Individual Member of the Organization for not less than 2 years immediately preceding the election.
3. Candidates for each office will be nominated by the Nominations Committee.
4. A candidate for office who is an Individual Member, as defined in Article III. Section B. 1. a. may be nominated by petition. The petition, signed by 25 members, together with the written consent of the nominee, will be filed with the Past-President, 45 calendar days prior to the election.
5. The offices of Past-President, President, and President-Elect will be for one year.
6. The office of Secretary will be for two years elected in the even-numbered years.
7. The office of Treasurer will be for two years elected in the odd-numbered years.

8. All candidates for office will be listed in the official publication of the Organization at least once prior to the election.
9. All officers will be elected on an Official Ballot. A candidate must receive a majority of those ballots cast. Only Members listed in Article III. Section D. are eligible to vote. The election will be held at a time designated by the Executive Committee, no later than May 1, in accordance with these Bylaws.
10. The Executive Committee will declare the winner for each office and will preserve the ballots until new officers are installed. In the event of a contested election the Nominations Committee will provide a procedure for resolution.
11. All officers will be formally installed during the Summer Board of Directors Meeting at a time on the agenda determined by the President in consultation with the President-Elect.

SECTION C. Vacancies in Office

1. The Executive Committee will declare vacancies in office and will be empowered to determine a procedure, consistent with these Bylaws, to fill the vacant office(s). This authority will not be used as a recall or impeachment power.

ARTICLE VI - ADMINISTRATION

SECTION A. Board of Directors

1. The Board of Directors will determine Organization policy in a manner consistent with these Bylaws and will make effective the actions and commitments of the Organization Members.
2. The following will constitute the voting membership of the Board of Directors:
 - a. Officers of the Organization
 - b. Other directors:
 - 1) Chair or designee from each qualifying Special Interest Division as defined in Article VII. Section B. 4., and

- 2) The chair or designee from each Geographical Region. A Region will be entitled to an additional Director member of the Board of Directors for every one hundred Active Members or major fraction thereof.
 - 3) The chair from each standing committee will be an ex-officio, non-voting member to the Board of Directors.
 - 4) The Board of Directors may appoint as an ex-officio non-voting member to the Board of Directors, an individual who holds a position in the Minnesota Department of Education which has a relationship to the work and purpose of the organization. The term(s) of said member(s) will be designated by the Board of Directors.
 - 5) The President may appoint, subject to majority approval of the Board of Directors, advisors and/or consultants to the Board of Directors. Appointees will be non-voting members of the Board of Directors.
3. The Board of Directors will meet at least four times a year. These meetings may be held in person or virtually (telephone conference or ITV) at the discretion of the president.
 4. In the absence of the President, the President-Elect will preside over meetings.
 5. By written petition to the President by 1/3 of the Board of Directors, the Board will be called to order to conduct official Organization business.
 6. Vacancies on the Board of Directors will be filled by the body each Director represents.
 7. A Director's term will be consistent with these Bylaws and/or the provisions of the body each Director represents.
 8. Geographical Regions and Special Interest Divisions will have the authority to recall their representative to the Board of Directors.
 9. Upon recommendation of the Finance Committee the Board of Directors will approve the budget.

SECTION B. Executive Committee

1. The Executive Committee will implement the Organization policy by supervising, administering, and coordinating the professional, the financial, and the other activities of the Organization, in accordance with procedures authorized by these Bylaws, the Board of Directors, and the Membership.
2. The officers, as set forth by these Bylaws, will constitute the voting membership of the Executive Committee.
3. The Board of Directors may appoint as an ex-officio non-voting member to the Executive Committee, an individual who holds a position in the Minnesota Department of Education which has a relationship to the work and purpose of the Organization. The term(s) of said member(s) will be designated by the Board of Directors upon appointment to the Executive Committee.
4. The President may appoint, subject to majority approval of the Executive Committee, advisors and/or consultants to the Executive Committee. Appointees will be non-voting members of the Executive Committee.
5. Members of the Executive Committee will meet at the call of the President.
6. By written petition to the President by 1/3 of the Executive Committee, the Committee will be called to order to conduct official Organization business.

SECTION C. Committees - There will be Committees as follows:

1. Standing Committees

a. Auditing

The Treasurer's annual financial statement will be audited by a Committee of two Members appointed by the President. This Committee will examine the Treasurer's books after the end of the fiscal year and will make its report to the Board of Directors at its next meeting.

b. Awards

c. Legislative

The Legislative Committee plans and coordinates the legislative program of MEMO.

d. Finance - Chaired by Past-President

The Finance Committee will prepare an annual budget in consultation with the President, President-Elect, Treasurer, and one member of the Board of Directors as selected by the Board of Directors; and other duties as necessary.

e. Archives and History

The Archives and History Committee will collect, organize, and maintain an archival collection of all of the records and artifacts of the Organization at a place designated by the Board of Directors. All records created or received while in an official capacity as an officer or as a chair of a committee, region, or division, are the property of the Organization.

f. Communications

The communications committee will oversee, monitor and make recommendations regarding the Organization's print and electronic publications. These include MEMORandom, Minnesota Media, the Membership Directory, MEMOweb, and special publications. Responsibilities include making sure the publications are timely, continuous, pertinent. Members of the committee include the editors of MEMORandom, Minnesota Media, the Webmaster and the MEMO administrative assistant.

g. Program

The Program Committee will coordinate programs and conferences of the Organization. The chair will be appointed in even years by the President to hold the position for at least a 2-year term. The President-Elect will be a member of this Committee.

h. Intellectual Freedom

- i. Nominations - chaired by the Past-President. See Article V. Section B. 1.
 - j. Bylaws
The President-Elect will review the Bylaws.
2. Ad Hoc committees
Other Committees may be appointed by the President with the approval of the Executive Committee.
 3. Each Committee will be charged with its task(s) by any and/or all of the following:
 - a. by the Bylaws,
 - b. by Organization policy,
 - c. by the President,
 - d. by the Executive Committee, and
 - e. by the Board of Directors.
 4. The terms of the committee members will be concurrent with the term of the President. The chair of all committees and all the committee members with the exception of those specified in the Bylaws will be appointed by the President subject to the approval of the Executive Committee.

ARTICLE VII - GEOGRAPHICAL REGIONS AND SPECIAL INTEREST DIVISIONS

SECTION A. Geographical Regions

1. The Membership will be divided into Geographical Regions as determined by the board.
2. Geographical Regions are established to promote the purpose of the Organization, to provide for the needs of its members, to represent the Region in the State Organization, and to administer the Region's activities. Region activities are open to all Members.
3. The Members of each Region will elect for a two year term, a chair, a vice chair, and any other officers necessary. The following regions shall elect officers during even-numbered years: Northeast, West Central, Metro, and South Central. The following Regions shall elect officers in the odd-numbered years: Northwest, East Central, Southwest and Southeast. Officers of each Region will be elected in

the spring. The election results of the Regions will be reported to the President of the Organization by the current Region Chair. The officers of the Region will take office no later than the Summer Board of Directors meeting of the election year.

4. The Chair of each Region will be responsible for the program at Regional meetings, will represent, or designate an individual Member of the Region to represent, the Region as a Director at meetings of the Board of Directors, and will keep the Region members informed about the Organization's activities. The Chair will submit each year a written report of its goals and activities to the Board of Directors by the Summer Board of Directors meeting.
5. A Region may be entitled to additional Directors to sit on the Board of Directors as defined in Article VI, Section A. 2. b. 2.
6. A Member of the Organization may choose which regions(s) he/she wishes to join. If a region is not specified on the application, the default will be the member's place of employment.
7. Financial assistance for the operation of regional activities will be provided upon application to and approval by the Board of Directors.
8. The Board of Directors reserves to itself the right to redraw geographical areas.

SECTION B. Special Interest Division (SID)

1. Members within a defined field of interest may unite to form a Special Interest Division, hereinafter referred to in these Bylaws as SID.
2. A SID will be established upon authorization of the Board of Directors whenever a group of Members presents a letter requesting Division status, a list of members, a statement of the purposes of the proposed Division and a proposed program of activities. Organization Membership as of August 31 of the previous year will be used for determining the number of Members necessary for establishing each SID, but in no instance will a SID be established unless the number of members in the SID equals at least the membership of the Geographical Region with the fewest number of members.

3. A SID may be eligible for financial assistance from the Organization treasury for special projects and operating expenses. Application for assistance will be submitted by a written proposal to the Board of Directors.
4. Each SID will submit each year a written report of its goals and activities to the Board of Directors by the Summer Board of Directors meeting.
5. Each SID is entitled to a vote on the Board of Directors and will designate its voting representative.
6. A SID may lose its Director on the Board of Directors if its membership falls below the qualification set in Article VII. Section B. 2. or for some other reason as determined by the Board of Directors.
7. A SID may be dissolved by action of the Board of Directors when the SID fails to meet the criteria and obligations as specified in Article VII. Section B. 1. - 6. A SID may request to be reinstated by the Board of Directors upon compliance with Article VII, Section B. 1. - 6.

ARTICLE VIII - MEETINGS AND FISCAL YEAR OF THE ORGANIZATION

SECTION A. Meetings

1. All meetings will be open to Members of the Organization.
2. Membership meetings will be held at least once a year at a place and time designated by the Executive Committee.
3. The Executive Committee will cause to be printed in the official publication of the Organization official notice of meetings, giving time and place of the meeting.
4. Special meetings may be called by officers, by the Executive Committee, and by the Board of Directors, in accordance with these Bylaws. Such notice will include a statement of purpose and of the time and place of the meeting.

5. Special meetings of the Membership may be called by the Board of Directors, by the Executive Committee, by the President, or by a petition signed by twenty percent of the Active Members. The time, place, and purpose for the special meeting of the Membership will be set by the authority calling the special meeting.

SECTION B. Conferences

1. Conferences will, in so far as possible, correspond with the Membership meeting dates and places and will be designed to meet the unique interests of all groups.
2. The first words in the titles of all MEMO activities, conferences, and workshops will be the acronym MEMO.

SECTION C. Fiscal Year

The Fiscal Year will be from July 1 to June 30th of the following year.

ARTICLE IX - QUORUM

SECTION A. Membership

Five percent of the total voting Membership will form a quorum of the Membership.

SECTION B. Board of Directors

One person more than one-half of the voting members of the Board of Directors will compose a quorum.

SECTION C. Executive Committee

Two-thirds of the voting members of the Executive Committee will compose a quorum.

ARTICLE X - RULES OF ORDER

The latest edition of Robert's Rules of Order will be the parliamentary authority for the conduct of business meetings of the Organization.

ARTICLE XI - AMENDMENTS

SECTION A.

These Bylaws will be amended in two ways: 1) at any official meeting of the Membership by an affirmative vote of two-thirds of the voting Members present and voting, or 2) by a mail ballot by an affirmative vote of two-thirds of those Members casting a ballot provided that the total number of ballots cast is at least 15 percent of the total voting Membership. Both ways of voting will meet the requirements in Article XI. Section B.

SECTION B.

1. Proposed Bylaws amendment(s) with signatures of 50 Active Members or motion made and passed by the Board of Directors will be submitted in writing to the Secretary.
2. The Secretary will cause the amendment(s) to be published in advance of the balloting in two consecutive issues of the official Organization publication.
3. When a written ballot procedure is utilized, the principle of a secret ballot will be observed in accordance with procedures specified by the Executive Committee and the Board of Directors and these Bylaws.

SECTION C.

Upon passage by the Organization, amendments will be effective.

Adopted

Amended

Amended

Amended 10/3/92

Amended 10/4/96

Amended 7/15/01

Amended 10/1/04