

BYLAWS

HOWARD COUNTY EDUCATION ASSOCIATION, INC

Article I – Name/Affiliation

Name and Place of Organization

- (a) The name of this association shall be Howard County Education Association, Inc. (HCEA)
- (b) This association shall be affiliated with Maryland State Education Association (MSEA) and the National Education Association (NEA)

Article II - Purpose of the Association

The purpose of this Association shall be to protect and advance the interests of its members, to promote educational welfare, to foster professional zeal, and to advance educational standards.

To unify and strengthen school employees as to enable members to speak with a common voice on all matters of mutual concern and to represent individual and common interests of members before the Board of Education and other legal authorities.

To develop and promote a continuing program to secure and maintain better employment benefits, uniform practices, and improvements in terms and conditions of employment.

Article III - Membership

Section 1 – Membership Rights, Conditions, and Limitations

- (a) Members shall subscribe and abide to the purposes of the Association as stated in the HCEA Bylaws.
- (b) Members engaged in educational work shall adhere to the HCEA Code of Ethics
- (c) Members shall be entitled to benefits appropriate to their membership class upon payment of dues.
- (d) Members may attend all open sessions of Association meetings, but must sit apart from the joint body and may only participate under that body's adopted rules.
- (e) Members who fail to adhere to any conditions of membership as stated in these Bylaws shall be subject to censure, suspension, or expulsion as hereinafter provided.
- (f) Membership shall be continuous.
- (g) Requests for termination of membership must be in writing and received at the HCEA office between August 10 and August 31 of the membership year.
- (h) Members shall also belong to the Maryland State Education Association (MSEA) and the NEA.
- (i) Members will receive local Association publications and invitations.

Section 2 – Regular Membership Rights, Conditions and Limitations

- (a) Only Regular members shall have the right to run for officers' and Board of Directors' positions within the Association.
- (b) Only Regular members shall have the right to vote in the Association elections.

- (c) Regular members may serve as HCEA delegates to the NEA and the MSEA Conventions.
- (d) Regular members may serve as committee members on any standing committee
- (e) Regular members may serve as committee chairs or co-chairs.
- (f) Regular members shall be active employees of the Howard County Public School System.
- (g) All regular members shall abide by the HCEA Ethics Policy.

Section 3 – Retired Membership Rights, Conditions and Limitations

- (a) Retired membership shall be offered to Board of Education employees who are Regular members in HCEA and who are in good standing at the time of retirement.
- (b) ~~No more than six (6) Retired members may serve as delegates to the MSEA Convention.~~ **Retired members may not run for any HCEA office.**
- (c) Retired members may serve as a co-chair and/or a committee member on any standing or special committee **and may participate in HCEA events or activities.**
- (d) All retired members shall abide by the HCEA Ethics Policy.

Section 4 – Membership Dues

- (a) The HCEA Representative Council shall determine Regular membership dues annually during the approval of the operating budget.
- (b) The annual dues of Regular members (i) who join during their first year of eligibility, (ii) who become eligible for Regular membership after the commencement of the membership year or (iii) who return to educational employment from limited leave of absence after commencement of the membership year, shall be the annual dues commensurate with the remaining portion of the membership year.
- (c) The annual dues of a Regular member who is on approved leave of absence shall be:
 - 1. Full dues, if such leave is with full pay;
 - 2. One-half (1/2) of dues if such leave is with partial pay or if the employee initiated a leave without pay.
- (d) The annual dues for Regular members who are employed fifty (50) percent or less shall be one-half the annual dues for a Regular member.
- (e) Upon retiring from Howard County Board of Education, and from being a member of HCEA, a retiree shall have the option of becoming a Retired member for a set annual fee of the HCEA portion of the HCEA dues to be determined by the Board of Directors.

Article IV - Officers

Section 1 – Identification of Officers

- (a) President
- (b) Vice-President
- (c) Secretary
- (d) Treasurer

Section 2 – Qualifications for Officers

- (a) All candidates for the office of the President, Vice-President, Treasurer, and Secretary shall have been Regular members of the Association for at least two (2) years immediately preceding the election.
- (b) All officers shall maintain Regular membership in the Association.

Section 3 – Terms of Office

- (a) The office of President/Vice President shall be elected for a three (3) year term.
- (b) The office of Secretary/Treasurer shall be for a three (3) year term.
- (c) Officers will assume office on July 1 of their elected year.
- (d) No officer will serve more than two consecutive three (3) year terms.
- (e) For the purpose of transition, incumbent officers at the time of adoption of this amendment shall be eligible for no more than one (1) additional three-year term in the office to which elected.
 - The next Secretary/Treasurer election will be in 2019, in which they will be eligible for only one 3-year term, if currently in these positions.
 - The next President/Vice President election will be in 2020, in which they will be eligible for only one 3-year term, if currently in these positions.

Section 4 – Vacancy and Succession

- (a) Whenever the office of President becomes vacant, the Vice-President shall immediately assume the office of the President until the term is completed.
- (b) Whenever the offices of the Vice-President, Secretary or Treasurer become vacant, the Board of Directors shall recommend to the Representative Council one of its members to serve in that capacity until the next general election, with the approval of the Board of Directors.
- (c) The Representative Council shall vote on the Board of Directors' recommendation.

Section 5 – Removal from Office

- (a) Whenever two-thirds (2/3) of the Ethics Review Board and two-thirds (2/3) of the Board of Directors agree that an officer has been grossly negligent of his/her duties or becomes incapacitated, the Board of Directors shall recommend to the Representative Council that the office be declared vacant.
- (b) Also, the Board of Directors shall refer the matter to the Ethics Review Board for appropriate due process through written resolution.
- (c) If the Ethics Review Board agrees with the resolution from the Board of Directors, then the matter is forwarded to the Representative Council for a vote.
- (d) If the Representative Council so agrees by two-thirds (2/3) vote of representatives present, the office shall be declared vacant.

Section 6 – Duties

- (a) President - The President shall be the full-time Executive Officer of the Association. The President shall:
 1. Prepare the agendas and preside over all meetings of the Representative Council and the Board of Directors;
 2. Serve as the official spokesperson for the Association;

3. Attend or designate persons to attend public meetings on behalf of the Association;
4. Appoint the members of standing and special committees from the Regular and Retired membership;
5. Appoint the chairpersons, for standing and special committees from the Regular membership. Retired members may be appointed as co-chairs for standing and special committees. All chair and co-chair persons shall be approved by the Board of Directors.
6. Serve as a member ex-officio of all standing and special committees unless otherwise prohibited by these Bylaws or by statute;
7. Make a report at each regular meeting of the Representative Council and Board of Directors;
8. Report on a regular basis, at least quarterly, to the membership;
9. Maintain a detailed monthly written log of his/her daily Association activities.
10. File an annual written report of the "State of the Association" at the June Representative Council meeting. The report should include but not be limited to the association's accomplishments and a status of the Association's action plan;
11. Call special meetings of the Representative Council and Board of Directors;
12. Serve as delegate to the MSEA, NCUEA, and NEA conventions and shall act as chairperson for the HCEA delegations. The incoming President shall serve as delegate to the NEA convention;
13. Make necessary school visitations in order to ensure that the concerns of the members are being addressed;
14. Perform or delegate the performance of all other functions usually attributed to this office.
15. Appoint or delegate persons using leave for Association activity with the consent of the Board of Directors, except in emergencies.
16. Serve as a signer of the Master Agreement as Ratified by the HCEA membership.
17. Serve as one of the two required signatures on all Association checks.

(b) Vice-President –

The Vice-President shall:

1. Assist the President in the performance of his/her duties, as requested;
2. Assume the duties of the office of President in the event the President is unable to fulfill his/her responsibility to the Association.
3. Serve as delegate, and as a contact person for the HCEA delegation, to the MSEA and the NEA convention. Only the incoming Vice President shall serve as delegate to the NEA ;
4. Serve as one of the two required signatures on all Association checks.

(c) Secretary –

The Secretary shall:

1. Keep accurate minutes of the Board of Directors and the Representative Council meetings;
2. Present the minutes at least one week prior to the next meeting of each body.
3. Serve as one of the two required signatures on all Association checks.
4. Serve as delegate to the MSEA Convention and track the local delegation's position

on all NBIs presented and voted in caucus.

(d) Treasurer –

The Treasurer shall:

1. Hold the funds of the Association and disburse consistent with the adopted budget or upon authorization by the Board of Directors;
2. Oversees the collection of the annual dues.
3. Ensure that the agreement between HCEA and MSEA is fulfilled according to MSEA's guidelines;
4. Maintain a roll of all members ;
5. Keep accurate accounts of receipts and disbursements;
6. Report on the financial condition of the Association at each regular meeting of the Representative Council and Board of Directors;
7. Prepare an annual financial statement for publication to members;
8. Serve as chair of the Budget Committee and prepare the annual budget for submission to the Board of Directors and Representative Council;
9. Be bonded by the Association;
10. Arrange for an annual audit.
11. The President may delegate responsibilities of the Treasurer to HCEA staff whenever appropriate including the review of all financial and membership rolls.
12. Serve as one of the two required signatures on all Association checks.

Article V- Board of Directors

Section 1 – Powers

The Board of Directors (BOD) shall:

- (a) Implement all motions, resolutions, bylaws, and policies adopted by the Representative Council and for the general management of the Association;
- (b) Continually review the fiscal affairs of the Association;
- (c) Suggest policies and programs for consideration by the Representative Council;
- (d) Have the privilege to introduce business at all meetings of the Representative Council;
- (e) Propose the Association calendars for each year;
- (f) Within policies established by these Bylaws and the Representative Council, represent, or delegate to a team its authority to represent the Association in negotiating the Master Agreement with the Board of Education;
- (g) Within provision duty made in the annual budget, have the power to employ a staff for the efficient management of the Association;
- (h) Organize a training program for all members of the Board of Directors and the Representative Council at the beginning of each school year;
- (i) Invite representatives of such groups, departments or associations it deems advisable to attend and report at the Board of Directors' meetings.
- (j) Receive minutes and reports of all Association committees or special committees;
- (k) Serve as a member of the Representative Council.**

Section 2 – Composition and Election

- (a) The Board of Directors shall consist of the four (4) elected officers and the nine (9) elected Directors;

- (b) All directors will be elected at-large by the Regular membership of the Association;
- (c) There shall be a total of nine (9) Directors, and four (4) officers including at least three (3) Education Support Professional (ESP);
- (d) Directors shall be elected to serve a two (2) year term. Directors will serve no more than three (3) consecutive two (2) year terms.
- (e) Four (4) Directors will be elected in odd numbered years. Five (5) Directors will be elected in even number years.
- (f) ESP representation on the Board of Directors shall be no less than the proportion reflected by the membership. In the event that the required number of ESPs falls below the required three (3) members at a time other than an election, the president shall appoint an ESP to the position, with the approval of the Rep Council. In the case of an election, the ESP with the highest number of votes shall be seated for a two-year term. This action may result in up to sixteen (16) Directors.
- (g) Directors will assume office July 1 of their elected year.

Section 3 – Responsibilities and Duties

All Directors shall:

- (a) Attend meetings of the Board of Directors;
- (b) Communicate on a regular basis with assigned Association Representatives;
- (c) Attend meetings of the Representative Council;
- (d) Serve on a committee and/or as a liaison to at least one committee.
- (e) Attend as a delegate to the MSEA convention unless relinquished by the individual Director.
- (f) Adhere to the HCEA Ethics Policy, including upholding all majority votes of the Board in all forums.

Section 4 – Removal from Office

- (a) Whenever two-thirds (2/3) of the Ethics Review Board and two-thirds (2/3) of the Board of Directors agree that a Director has engaged in misconduct, been grossly negligent of his/her duties or becomes incapacitated, the Board of Directors shall recommend to the Representative Council that the office be declared vacant.
- (b) Also, the Board of Directors shall refer the matter to the Ethics Review Board for appropriate due process through written resolution
- (c) If the Ethics Review Board agrees with the resolution from the Board of Directors, then the matter is forwarded to the Representative Council for a vote.
- (d) If the Representative Council so agrees by two-thirds (2/3) vote of its composition, the office shall be declared vacant.

Section 5 – Meetings

- (a) Regular meetings of the Board of Directors shall be held during the school year according to the calendar approved each June. The President shall prepare the agenda and distribute it prior to the beginning of each meeting.
- (b) Special meetings of the Board of Directors may be called by the President or upon the written request of five (5) members of the Board of Directors. Business to be discussed at the special meeting must be clearly stated in the written notice. The written request to attend must be distributed to each BOD at least three (3) business days prior to the meeting.

Section 6 – Quorum

- (a) Association business may only be transacted when a quorum is present.
- (b) A quorum is hereby defined as more than fifty (50) percent of the total Board of Directors composition.

Section 7 – Vacancy

Whenever any Board of Director's seat (excluding officers) becomes vacant, the President shall appoint a Regular member to complete the Director's term. Appointment is then subject to the approval of the Representative Council. The term of an appointed Director will extend only until the next general election. At this election, the appointed Director's seat will only be to complete the vacant term.

Article VI - Representative Council

Section 1 – Powers

As the legislative and policy forming body of the Association, the Representative Council shall:

- (a) Adopt the general objective of the Association in the form of resolution or action programs;
- (b) Adopt the budget and set the dues for the Association;
- (c) Act on reports of committees;
- (d) Adopt its calendar for each year;
- (e) Adopt the agenda and rules governing its meetings;
- (f) Move to fill any elected vacancy in the Association other than President, according to rules and procedures it adopts; (See Article IV, Section 4 (b) and (c))
- (g) Assume all powers not vested in other persons or groups in the Association;
- (h) May permit the attendance of representatives of such groups, departments or associations as it may deem advisable upon the recommendations of the Board of Directors;
- (i) The Secretary shall keep accurate minutes of the Representative Council and provide a written report to the Representatives at least one week prior to the next regular meeting of the body.

Section 2 – Closed Meetings

All meetings of the Representative Council shall be closed to members only except as provided hereinabove.

Section 3 – Composition and Election

- (a) An election of HCEA Association Representatives shall take place in each public school building, any designated groups not assigned to a public school building, and in the Central Administrative Office. An Association Representative shall be elected for a term of two (2) years and an alternate for each twenty-five (25) members or major fraction thereof. (A "public school" is one that has been assigned a number by the State Department of Education) There shall be at least one (1) Representative and Alternate from each building.
- (b) Elections shall be held in May and Representatives will assume their positions at the annual HCEA Representative Council Training;

- (c) A member may **be** a voting member on both the Representative Council and the Board of Directors concurrently.
- (d) In the case of a vacancy, the President shall appoint, with approval of the Representative Council, a member from the building to serve as a Representative.

Section 4 – Responsibilities and Duties

Each Association Representative shall:

- (a) Make every effort to attend all meetings of the Representative Council, abide by debate and decorum guidelines and avoid taking any action that could be construed by a reasonable person to subvert the integrity, respectability, or purpose of the Association;
- (b) Report the business of the Representative Council to his/her Regular Members on a monthly basis;
- (c) Establish and chair an HCEA committee at their work site as needed;
- (d) Report extended illness, deaths, and impending retirements among faculty members promptly;
- (e) Conduct all HCEA, MSEA and NEA elections and return all necessary materials promptly. If the Representative is on the election ballot, then another regular member will be requested to run the election.
- (f) Organize and oversee the enrollment of staff members into the Association.

Section 5 – Removal from Office

If an Association Representative has engaged in misconduct, been grossly negligent of his/her duties or become incapacitated, the President shall prepare and issue charges to the Representative. The Representative shall be provided an opportunity to appear before the Board of Directors to respond to the charges. If the Board of Directors finds a sufficient factual basis for the charges, the President shall declare the seat vacant and declare the Alternate as Representative. If the Alternate refuses to assume this position, the President will direct the members in that building to meet and elect a new Representative.

Section 6 – Meetings

- (a) Regular meetings of the Representative Council will be held during the school year according to the calendar approved each June. The President shall prepare the agenda for each meeting and distribute it to all Representatives at least one week prior to the scheduled date of the meeting.
- (b) Special meetings of the Representative Council can be held at the request of the President or upon written request to the President from ten (10) percent of the Association Representatives. Business to be discussed at the special meeting must be clearly stated in the written notice. This written notice of special meetings must be distributed to each Representative, at least three (3) business days prior to the meeting.

Section 7 – Quorum

- (a) Decisions can only be made when a quorum of the Representative Council is present.
- (b) A quorum is hereby defined as twenty-five (25) percent or more of the Representative Council composition and twenty-five (25) percent or more of the work sites. The composition is defined as the total number of identified Representatives per building.

Article VII - Negotiations

Section 1 – Role of the Representative Council

The Representative Council shall:

- (a) Establish the procedure to be followed by the Contract Committees for gathering and organizing the proposals to be considered in negotiations with the Board of Education;
- (b) Inform the membership of the procedures for gathering proposals.

Section 2 – Role of the Board of Directors

- (a) The Board of Directors shall represent the Association in negotiations of the Master Agreements with the Board of Education within the policies established by the Representative Council.
- (b) The Board of Directors may delegate this authority to another committee or representative. If it does so, this person(s) will be called the “Negotiations Teams” and will follow all policies established by the Representative Council.
- (c) The Board of Directors shall establish priorities to guide negotiations conducted by the legally recognized “Negotiations Team” and report a general overview of the priorities to the Regular members prior to the first negotiating session with the Board of Education.
- (d) The Board of Directors shall forward the recommendations of the contract committees to the “Negotiations Teams.”

Section 3 – Ratification of the Master Agreement

- (a) The Master Agreement and any addendum(s) will be considered ratified and accepted when:
 - FIRST: a majority of the Negotiations Team accept the tentative agreement, and;
 - SECOND: a majority of the Board of Directors that casts votes to accept the tentative agreement at a scheduled meeting voted on it, and;
 - THIRD: a majority of the Representative Council that casts votes to accept the tentative agreement at a scheduled meeting voted on it, and;
 - FOURTH: having been given a written record of the voting results of the Board of Directors and the Representative Council, a majority of the membership that casts secret ballot accepts the tentative agreement, and;
 - FIFTH: it has been duly signed by the appropriate representatives of HCEA and the Board of Education;
- (b) Any memorandums of understanding will be considered ratified and accepted when a majority of the negotiations team and a majority of the Board of Directors accept them.
- (c) Any Master Agreements, addendums, or memorandums of understanding shall be executed by the President and at least one other officer of the Association.

Article VIII - Committees

Section 1 – Standing Committees

All appointive bodies of the Association, except the Ethics Review Board, shall be designated by the term “committee.” All committees shall be established or discontinued by the President, the Board of Directors or the Representative Council.

Standing Committees of HCEA shall be:

- (a) Bylaws and Rules
- (b) Contract (Paraprofessional)
- (c) Contract (Certificated)
- (d) Nominations, Elections, and Credentials
- (e) Government Relations & Organizing
- (f) Professional Standards and Practice
- (g) Membership
- (h) Minority Affairs
- (i) ESP Advisory
- (j) Sick Leave Bank (Paraprofessional)
- (k) Sick Leave Bank (Teacher)
- (l) Human and Civil Rights
- (m) Budget

Section 2 – Meetings

Each Standing Committee shall meet regularly (at least annually) throughout the school year, or at the call of the chairperson.

Section 3 – Direction

- (a) Each Standing Committee shall establish an action plan consistent with its duties, the purpose of the association, and charges issued to it by the Board of Directors. This plan should include its goals, projected expenses, and activities for the year.
- (b) Unbudgeted Standing Committee expenses shall be submitted to the BOD for consideration.

Section 4 – Accountability

Each Standing Committee will report its progress throughout the school year to the Representative Council and to the Board of Directors.

Article IX – Nominations Elections and Credentials

Section 1 – The Nominations Elections and Credentials shall prepare guidelines for the nomination, accreditation of officers, delegates and other representatives on the Board of Directors. The guidelines and an election calendar shall be presented annually to the Representative Assembly for review and adoption by June 30.

A. These guidelines shall include but not be limited to the following:

- 1. Open nominations;
- 2. Provision for the distribution and collection of nominating forms and preparation of the candidate slate;
- 3. Provision for the publication of the list of nominations prior to and during the election;

4. Provision for secret ballot election by the membership;
 5. Provision for the tally of the ballots; and
 6. Provision for the election of officers and representatives of the Board of Directors by a majority of the valid ballots cast or by acclamation where only one candidate is nominated.
- B. Local delegates to the MSEA and NEA Representative Assemblies shall be elected in accordance with the guidelines prepared by the Committee and adopted by the Representative Assembly. Such guidelines shall be consistent with the requirements contained in the Bylaws of MSEA and NEA.
- C. The Committee shall rule on election disputes. Said disputes must be presented to the Committee within ten (10) calendar days after the announcement of the results. If a member is not satisfied with the Committee's decision, an appeal may be filed with the Ethics Review Board within ten (10) calendar days.
- D. The Committee shall provide assistance to buildings in the conduct of elections for HCEA Representatives per Article VI, including the selection of appropriate members to conduct the building election and ensure that the aforementioned guideline provisions found in Section A(1-5) of this Article are implemented in all building votes for HCEA Representatives.**
- E. The Committee shall ensure that guidelines provisions in Section A(1-5) of this Article are implemented in votes taken on bylaw amendments, recall of an officer or director, and contract ratification.**

Article X - Ethics Review Board

Section 1 – Composition

The Ethics Review Board shall be composed of five (5) members at least one (1) of which shall be an ethnic minority, an ESP, and no more than one (1) shall be a Retired member. The President with the advice and approval of the Board of Directors and the Representative Council shall appoint the Ethics Review Board for a three (3) year staggered term beginning September 1. A member shall be eligible for reappointment for one additional term.

Section 2 – Qualifications

- (a) Members of the Ethics Review Board shall have been members of the Association for three (3) consecutive years immediately prior to appointment and shall maintain membership in the Association during their term.
- (b) A member of the Ethics Review Board shall not hold or be elected to an HCEA Office, Board of Directors, or Association Representative, nor any other appointive position in the Association.
- (c) No officer or other member of the Board of Directors shall be appointed to the Ethics Review Board within three (3) years following separation from such office.

Section 3 – Jurisdiction

The Ethics Review Board shall:

1. Rule on matters of censure, suspensions, or expulsions of members, in accordance with the HCEA Code of Ethics Policy bylaws, rules, policies and procedures of the Association.
2. Provide for a hearing in such cases, which shall guarantee due process to the member affected;
3. Rule upon and be final judge on all election appeals;
4. Perform its Bylaws function of voting on the removal from office any Officer or Director.

Section 4 – Rules of Procedure

- (a) The members of the Ethics Review Board shall select the chairpersons annually from its members.
- (b) It shall develop its own rules of procedure with the advice of MSEA General Counsel.
- (c) The Ethics Review Board shall have the discretionary authority, within its allocated budget, to employ consultants.
- (d) Except as otherwise provided in these Bylaws, all decisions made by the Ethics Review Board are final.

Article XI - Authority

Section 1 – Disputes

ROBERT'S RULES OF ORDER, NEWLY REVISED, shall be the parliamentary authority for the Association on all questions not covered by the Bylaws and such rules as the Representative Council or Board of Directors may adopt.

Section 2 – Parliamentarian

The President shall appoint a parliamentarian who shall serve all the Association in accordance with guidelines established in ROBERT'S RULES OF ORDER, NEWLY REVISED.

Section 3 – The President shall appoint any position necessary to ensure the efficient operation of Association meetings, including, but not limited to, a historian and Sargent of Arms.

Article XII - Amendments

Section 1 – Bylaws

- A. Proposed amendments to these Bylaws may be proposed by the Bylaws and Rules Committee, by a majority vote of the Board of Directors, or by petition signed by 10% of the Representative Council.
- B. These Bylaws may be amended by two-thirds (2/3) majority of those voting at any meeting of the Representative Council provided that the following conditions have been met:
 1. Copies of the proposed amendments have been sent to all Association Representatives at least two (2) calendar weeks in advance of the votes, and

2. The Bylaws and Rules Committee has studied the proposed amendments and reported to the Representative Council, and
3. The Board of Directors has been made aware of the proposals prior to the meeting at which the vote will be taken.

Section 2 – Articles of Incorporation

Amendments to the Articles of Incorporation may be made providing the following conditions have been met:

1. Copies of the proposed amendments have been distributed at least two calendar weeks prior to the time the votes are to be taken, and
2. The Board of Directors approves the amendments by a two- thirds ($2/3$) vote of those present when the vote is taken, and
3. The Representative Council approves the amendments by a two- thirds ($2/3$) vote of those present when the vote is taken.
4. If adopted, the Board of Directors shall be charged with effecting the amendment with the State Department of Assessments & Taxation.

Revised: October 8, 2019