



ENVIRONMENTAL EDUCATION ASSOCIATION OF INDIANA BYLAWS

Article I - NAME

Section 1. The name of this organization shall be the Environmental Education Association of Indiana, Incorporated. Hereafter referred to as EEAI.

Article II - PURPOSE

Section 1. The vision of EEAI is an environmentally literate citizenry of lifelong learners who are good stewards of our natural resources.

Section 2. The mission of EEAI is to work cooperatively to promote opportunities that will educate, motivate, and inspire citizens of Indiana to conserve natural resources and meet the needs of our society while maintaining a healthy environment now and in the future.

Article III - MEMBERSHIP

Section 1. Charter members, the founders of EEAI, are those members who make their initial payment of dues within one year after incorporation. Such members shall enjoy the rights and privileges of other members in their respective categories of membership as outlined in the other sections of this article.

Section 2. An active member shall have the right to vote and hold office upon payment of dues. Dues will be set by the Board of Directors.

Section 3. Life memberships shall be available to anyone eligible as an active member. Such members shall enjoy all the rights of active members. Life membership dues shall be set by the Board of Directors.

Section 4. Institutional memberships may be conferred upon any organization after sponsorship by a member in good standing. Upon payment of dues the organization may designate two persons or four persons, dependent on institutional membership type, as representatives and these persons shall enjoy all rights and privileges of active members. The institutional membership dues shall be set by the Board of Directors.

Section 5. Honorary memberships may be conferred upon any person who has rendered outstanding service in the field of conservation or outdoor education. These members shall have the right to vote.

Section 6. Student memberships shall be open to students who are enrolled full-time in an accredited public or private college or university. These members shall have all rights of active members. The board may appoint Student Liaison(s) to serve on the Board. The student membership dues shall be set by the Board of Directors.

Section 7. Family memberships shall include an adult, spouse or partner, and children living in one household. Adult members shall have all rights of active members. The family membership dues shall be set by the Board of Directors.

Article IV - OFFICERS

Section 1. The officers of the organization shall be President, President Elect, Vice President, Secretary, Treasurer, and Immediate Past President. In addition to these officers there shall be three directors elected at large and hereafter referred to as "Directors-at-Large." Regional Chairpersons, Working Group Chairpersons and Student Liaison(s) shall act as ex-officio Board Members.

Section 2. Only active members who are in good standing shall be eligible for office or chairmanship of standing committees.

Section 3. The officers and Directors-At-Large shall constitute the Board of Directors.

Section 4. The Resident Agent shall be the acting Treasurer unless decided otherwise by the Board of Directors. The Resident Agent shall be a member of the organization and resident of Indiana.

Section 5. The Board of Directors shall fill any vacant or unfilled offices with the exception of the President and President Elect. The office of President shall automatically be filled by the President Elect. The office of President Elect shall remain vacant until the next regular election.

Article V - DUTIES OF OFFICERS

Section 1. Except as otherwise provided in the Bylaws and assigned by the Board of Directors, the duties of the various officers shall be those which are customary for such officers.

Section 2. The President shall preside at all business sessions and all meetings of the Board of Directors. The President shall appoint standing and ad hoc committees, and shall serve in ex-officio capacity on such committees. Committee appointments are subject to verification of membership by the Board. The President, under the direction of the Board of Directors, shall have general charge of the affairs of the organization.

Section 3. The President Elect shall perform all duties of the President in his/her absence and shall replace the President as ex-officio member of some committees as directed by the President. The President Elect shall lead the Conference Committee by appointing a Committee Chair or serving as such.

Section 4. The Vice President shall conduct business meetings in the absence of both the President and the President Elect and shall lead the Activities Committee by appointing a Committee Chair or serving as such.

Section 5. The Immediate Past President shall lead the Finance committee by appointing a Committee Chair or serving as such.

Section 6. The Secretary shall keep a correct record of the proceedings of EEAI and the Board of Directors. The Secretary shall conduct the correspondence of the organization and shall send notices of regular and special meetings of EEAI and the Board of Directors. The Secretary shall co-lead the Communications committee with a Director-at-Large by appointing a Committee Chair or serving as such.

Section 7. The Treasurer shall have charge of all monies of EEAI. He/she shall keep records of income and expenditures and shall prepare quarterly reports designed to show cash flow in the organization. The Treasurer shall serve as an ex-officio member of the Finance Committee. The Treasurer shall lead the Nominations/Awards Committee by appointing a Committee Chair or serving as such.

Section 8. One of the Directors-at-Large shall lead the Membership committee by appointing a Committee Chair or serving as such.

Section 9. An Auditing Committee consisting of three members, appointed by the President with approval of the Board of Directors, shall audit the financial records annually.

Section 10. The Board of Directors shall transact the business, approve the overall program for the year, adopt the budget, establish the dues structure, and make recommendations regarding proposed amendments of the Bylaws. It shall establish priorities of functions and goals for the furtherance of EEAI and to that end evaluate and assess progress of the committees. It shall also determine major business to be referred to the general membership and prescribe the method of referral.

Section 11. The Resident Agent – the person to whom the state will send the paperwork for the yearly renewal of the organization’s charter - shall transmit all governmental forms necessary for the continuous existence of EEAI to the proper officers of EEAI.

Section 12. Any member of the Board of Directors not discharging responsibilities or failing to attend two meetings in a row without excuse may face dismissal by the Board of Directors. The President, with Board approval may replace any member so dismissed.

Article VI - COMMITTEES & WORKING GROUPS

Section 1. The standing committees shall be: Activities, Membership, Conference, Finance, Communications, and Nominating/Awards.

Section 2. It shall be the duty of the Activities Committee to initiate and implement projects, meetings, and conventions in line with priorities established by the Board of Directors to achieve the purposes of EEAI. The Activities Committee shall also coordinate the Regional Chairs Network and encourage regional EEAI activities throughout the state.

Section 3. It shall be the duty of the Membership Committee to promote, expand, and stabilize the membership of the Association and keep an accurate list of all members. The Membership Committee may establish subdivisions designed to promote the purposes of EEAI throughout the state.

Section 4. It shall be the duty of the Conference Committee to develop appropriate programming for the association’s annual conference as determined by the Board of Directors and arrange for details and facilities pertaining thereto.

Section 5. It shall be the duty of the Finance Committee to prepare and plan ways and means of raising funds and to receive grants and bequests of money and of property for carrying out the purposes of EEAI. It shall prepare the annual budget and suggest special appropriations. The Treasurer shall be an ex-officio member, without vote, of this committee.

Section 6. It shall be the duty of the Communications Committee to keep the membership, educators, and the public informed as to the activities of EEAI. To accomplish this, the Committee should coordinate and communicate with other organizations. The Committee should promote and coordinate a regular publication of EEAI , and the creation and maintenance of an EEAI website

Section 7. It shall be the duty of the Nominations/Awards Committee to prepare a slate of nominees as described in Article VII, and solicit nominations from the membership for such awards as shall be established by the Board of Directors.

Section 8. It shall be the duty of the Historian to collect and preserve records and artifacts pertaining to the history of the EEAI.

Section 9. The EEAI Board of Directors can form working groups, separate from the standing committees, to work to address pressing environmental education initiatives and needs of the time. Working group chairs and members shall be members in good standing.

Article VII - NOMINATIONS, ELECTIONS, AND VOTING

Section 1. Officers and Directors shall be elected prior to the annual conference. The Nominating Committee shall solicit and consider member suggestions when preparing nominations, then name a slate of Officers and Directors-at-Large and submit the slate to the Board of Directors. After approval by the Board of Directors, a paper ballot and/or e-mail ballot of this slate shall be directed to the members of the EEAI at least 30 days prior to the EEAI annual conference with instructions on voting and returning the ballots to the Committee chair by a specified deadline that allows two weeks for voting. The Committee shall determine the successful candidates and report the results to the Board of Directors who shall retain the ballots/e-mail communication until after the next annual conference.

Section 2. The terms of the office of President shall be for two years. The terms of the offices of President Elect and Immediate Past President shall be for one year each. The terms of the offices of Vice President and Secretary shall be for two years. The term of the office of Treasurer shall be for three years. Directors-at-Large shall serve staggered terms of three years each. The President Elect and Vice President shall be elected on alternate years. Officers and Directors shall take office at the closing of the annual EEAI conference.

Section 3. E-Voting shall be an acceptable voting methodology for electing officers and board members. Ballots can be sent via e-mail with the same timing expectations as paper ballots. The Chair of the Nominations Committee will oversee e-voting efforts.

Article VIII - MEETINGS

Section 1. There shall be at least one regular meeting of the EEAI membership at the EEAI annual conference, the date to be set by the Board of Directors in coordination with the conference committee.

Section 2. Special meetings may be scheduled by the Board of Directors as needed.

Section 3. The Board of Directors shall meet face to face quarterly. One quarterly meeting is to be held at the time of the EEAI annual conference. A status report of EEAI shall be made at the annual conference. The Board of Directors shall meet between these quarterly meetings using conference calls or other meeting technology as needed to conduct the business of EEAI.

Section 4. All committee reports shall be submitted to the President at least two weeks prior to the scheduled meeting date. The president will assimilate these reports into a document to be distributed to the directors for review one week prior to each meeting.

Section 5. Any or all of the members of the Board may participate in a meeting by or through the use of any means of communication by which all persons participating may simultaneously communicate with each other during the meeting (i.e., telephone or electronic media). Participation in a using these means constitutes presence in person at the meeting. Votes conducted in these meetings constitute binding votes of the organization.

Article IX - AMENDMENTS

Section 1. These Bylaws may be amended by a two-thirds vote of the membership present at any regular meeting, provided a copy of the proposed amendment shall have been sent to every member at least 30 days before it is to be voted upon.

Section 2. These Bylaws may be amended by a mailed ballot (paper or electronic) to the total membership. A two-thirds favorable vote of respondents shall constitute approval provided a majority of the memberships responds.

Article X - DISSOLUTION

Section 1. In the event the Directors and members of EEAI decide to dissolve, then all assets of EEAI, over and above those needed to pay off any debts and liabilities of the organization, shall be distributed to other corporations or organizations with similar purposes to those for which EEAI was founded.

Section 2. After the property has be substantially disposed of in such manner, EEAI shall then take such legal steps as may be necessary to dissolve and after the dissolution has been accomplished any money or property shall escheat to the state of Indiana.