

BYLAWS
of the
TENNESSEE
READING ASSOCIATION

An Affiliate of the
International Reading Association

November 10, 2007

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Adopted August 6, 1966
Revised March 24, 1972
Revised April 13, 1973
Amended April 5, 1974
Amended March 21, 1975
Amended April 9, 1976
Amended October 18, 1977
Amended October 11, 1979
Editorial Changes March 20, 1981
Amended March 6, 1982
Amended November 19, 1982
Revised March 15, 1986
Revised November 29, 1990
Revised April 22, 1995
Revised April 18, 1998
Revised December 3, 2002

MISSION STATEMENT

The mission of the Tennessee Reading Association is to promote the development of literacy among all segments of the population in the state of Tennessee, in order to foster an informed, productive citizenry.

ARTICLE I – Name and Area Served

The council shall be called the Tennessee Reading Association, serving the area of Tennessee.

ARTICLE II – Nature and Purposes

Section 1: Nature

The Tennessee Reading Association shall be a professional organization of individuals concerned with the improvement of reading.

Section 2: Purposes

The purposes of the council should be: (1) to form a partnership with the International Reading Association by promoting membership and participating in IRA sponsored council activities; (2) to encourage the study of reading problems at all educational levels; (3) to stimulate and promote research in developmental, creative, corrective, and remedial reading; (4) to study the various factors that influence progress in reading; (5) to publish the results of pertinent and significant investigations and practices; (6) to assist in the development of improved teacher training programs; (7) to act as a clearinghouse for information relating to reading; (8) to disseminate knowledge helpful for solving problems related to reading; (9) to sponsor conferences and meetings; (10) to promote mutual understanding and cooperation among educators in elementary school, middle/junior high, high school, special areas, college, and leadership positions.

ARTICLE III – Membership and Dues

Section 1: Eligibility

Membership in the Association shall be open to all persons engaged in the teaching or supervision of reading at any school level, to parents, and to all others interested in the purpose of the Association.

Section 2: Active Members

Membership in the Association shall become effective upon payment of Association dues for the fiscal year beginning July 1 and ending June 30.

Section 3: Council Dues

Dues for annual membership in the council shall be set by the Board of Directors with the approval of the assembly. Dues are payable to the council for the fiscal year on or after the preceding March 1, and shall apply to the year beginning July 1 and ending June 30 of the following calendar year.

Section 4: IRA Membership

A council shall be in good standing and entitled to representation at the meeting of the International Reading Association Delegates Assembly if at least 10 members have paid dues to the Association for the current year.

Section 5: IRA Dues

Membership in the International Reading Association is strongly recommended for all council members. Dues to the International Reading Association, which entitle members to certain benefits and services, may be collected by the council and sent to Association Headquarters or paid directly to Association Headquarters.

ARTICLE IV – Officers

Section 1: Officers

The elected officers of TRA shall be a president, president-elect, vice-president, recording secretary, corresponding secretary, and treasurer. Any member in good standing, who is also a member of the International Reading Association, is eligible for election as an officer of the Association.

Section 2: Term of Office

The term of office of the vice-president shall be one year. The vice president shall then automatically succeed to the office of president-elect for one year, and, at the expiration of this term as president-elect, shall become president for a period of one year. The terms of treasurer, recording secretary, and corresponding secretary shall be one year; however, these officers may serve a second term immediately following their first.

Section 3: Time of Assuming Office

Each office shall assume the duties of office on June 1, following the election. The election shall have been completed by April 1.

Section 4: Duties of the President

The president shall act as the executive officer of the Association and shall preside at the meetings of the Association, act as chair of the Board of Directors, appoint standing committee chairs, and assist with the appointment of members of standing committees provided by the Bylaws, and exercise general leadership and supervision over the affairs of the Association in implementing its purposes.

Section 5: Duties of Past President

The immediate past president shall automatically become a member of the Board of Directors for a period of one year and shall serve as chairman of the Nominating Committee, chairman of the Long Range Planning Committee, and keep the Policy Handbook updated.

Section 6: Duties of President-Elect

The president-elect shall serve as a member of the Board of Directors and as chairperson of the Program Committee, shall coordinate the TRA Fall Conference and fulfill such other duties as are assigned by the Board of Directors. The president-elect shall assume and perform the duties of the president in the event of absence, incapacity, or resignation of the president. Should the office of president become vacant, the president-elect shall serve the unexpired portion of the president's term, in addition to the term for which the president-elect was elected. If for any reason the president-elect is unable to assume the duties of president immediately, the vice-president shall assume the duties of the president.

Section 7: Duties of the Vice-President

The vice-president shall serve as a member of the Board of Directors and as a member of the Program Committee. Should the office of president-elect become vacant, the vice-president shall serve the unexpired portion of the president-elect's term in addition to the term to which the vice-president was elected.

Section 8: Duties of the Recording Secretary

The recording secretary shall: (1) execute the duties essential to the recording of all business and happenings at all Association meetings and meetings of the Board of Directors; (2) keep a permanent book of the minutes of all meetings; (3) cooperate fully with the elected successor by turning over up-to-date records within thirty (30) days of retirement from office.

Section 9: Duties of the Corresponding Secretary

The corresponding secretary shall: (1) notify total membership of the date, time, and place of all general meetings at least two (2) weeks before the meeting; (2) circulate proposed amendments to each member at least thirty (30) days in

advance of the meeting at which the amendments are to be voted upon; (3) handle correspondence and notices; (4) send articles and notices to International Reading Association Headquarters and the state president and coordinator; (5) cooperate fully with the successor by turning over an up-to-date record of correspondence within thirty (30) days of retirement from office.

Section 10: Duties of the Treasurer

The treasurer shall: (1) have custody of the funds of the Association, which shall be deposited in the name of the Tennessee Reading Association; (2) collect dues and other monies for the Association; (3) sign checks and drafts on behalf of the Association for disbursement of funds in accordance with the Bylaws; (4) cooperate fully with an annual audit and within sixty (60) days of retirement from office, turn over to the successor all funds, accounts, and documents pertinent to the operation of the office; (5) maintain accurate and up-to-date records supporting the receipt and expenditure of funds.

Section 11: Interim Replacement

In the event of a vacancy in the office of vice-president, treasurer, recording secretary, or corresponding secretary, the Board of Directors shall have the power to fill the vacancy until the next regular election.

ARTICLE V – Board of Directors

Section 1: Function

The Board of Directors shall exercise general supervision over the property and affairs of the Association and shall exercise the option of calling special elections. It shall have the power to administer the affairs of the Association between general business meetings and shall report its actions to the next meeting. Its actions shall have the approval of the members at a general business meeting.

Section 2: Composition

The Board of Directors shall consist of the officers of TRA, the president of each local council or the designated representative, all past presidents who have indicated that they wish to remain active by attending at least two (2) meetings during the previous year, the Director of Membership Development, the Editors of Publication, and the chairs of TRA committees. The State Coordinator shall be a member of the Board. The Board of Directors may, by a vote of two-thirds of its members present at any session, extend an invitation to other members of councils and to persons representing groups with allied interests in reading to sit as members of the Board. The total numbers of such persons shall not exceed

one-sixth of the total number of persons named in paragraph one of this section. Terms of persons so affiliating shall be for one (1) year or less and shall not extend beyond the tenure of current officers. These invited members shall be accorded all the privileges of Board members except that they may not vote.

Section 3: Meetings

The first meeting of the Board of Directors shall be held during the Leadership Workshop. Not fewer than three (3) meetings shall be held a year. The president shall exercise the option of calling special meetings of the Board of Directors as necessary.

Section 4: Quorum

A quorum for a meeting of the Board of Directors shall consist of ten (10) members.

ARTICLE VI – Assembly

Section 1: Composition of the Assembly

The Assembly shall consist of the Board of Directors and all members of the Association.

Section 2: Function

The Assembly shall be the legislative body of the Tennessee Reading Association and shall have full power and authority over the affairs of the Association within the limits set by these Bylaws. It shall have authority to review decisions made by the Board of Directors and accept or reject them.

Section 3: Quorum

A quorum shall consist of a majority of those present and eligible to vote in the Assembly.

Section 4: Meetings

The Assembly of TRA shall meet at least two (2) times each year: one meeting in the fall and one meeting in the spring.

Section 5: Notification of Meetings

At least two (2) weeks in advance of each meeting, the corresponding secretary shall notify all members of the date, time, and place of the meeting.

Section 6: Amendments to the Bylaws

The Assembly of the Tennessee Reading Association shall have the power to amend these Bylaws as provided in Article XII.

ARTICLE VII – Nomination and Election of Officers

Section 1: Election

All officers, except the president and president-elect, shall be elected prior to April 1.

Section 2: Nominating Committee

The Nominating Committee shall prepare a slate of nominees annually. The Nominating Committee shall be composed of at least five (5) members appointed by the president and approved by the Board of Directors.

Each nominee must be a member of the International Reading Association. Advance consent to serve if elected from each nominee shall be secured by the committee.

Section 3: Mode of Election

All officers shall be elected at the annual spring meeting. After the slate from the Nominating Committee has been presented, the president shall give an opportunity to propose nominations from the floor for each office. If nominations are not given from the floor, then the recording secretary shall be directed to cast a unanimous vote. If there shall be more than one (1) nominee for any office, voting shall be by ballot and majority of the votes cast shall be necessary for election.

Section 4: Term of Office

Each elected officer shall assume the duties of office on June 1 following the election and shall continue to serve for the duration of the term set in Article IV, Section 2.

Section 5: Reporting

The president shall be responsible for reporting the newly elected officers to IRA headquarters via the state coordinator, using the official forms provided by the International Reading Association, by the date specified on the form.

ARTICLE VIII – Committees

Section 1: Standing Committee

There shall be such standing committees as specified in Sections 9 through 32 of this Article. There shall be a carry-over of one member on each outgoing committee into the membership of the newly formed standing committees.

Section 2: Number of Standing Committees

The number of standing committees may be increased or decreased upon the recommendation of the Board of Directors and approval shown by a majority of votes cast at the Assembly.

Section 3: Number of Members of Standing Committee

The number of members of each standing committee shall be determined by the Board, provided that each committee shall not have fewer than three (3) members.

Section 4: Mode of Appointment and Terms of Standing Committees

The members of the standing committees shall be appointed by the president with the approval of the Board of Directors and shall serve for the term of the president unless otherwise specified in the charge to the committee.

Section 5: Chair

The chair of each standing committee shall be appointed yearly by the president with the approval of the Board of Directors, except as specified in Article IV, Section 6 and Article VIII, Section 6.

Section 6: Special Committees

Special committees may be authorized from time to time by the Board of Directors or members at a council meeting and shall serve for a specified period.

Section 7: Number of Members of Special Committees

The number of members of each special committee may be determined by the Board of Directors or the members at a council meeting. The number of members shall not be less than three (3).

Section 8: Mode of Appointment of Special Committee

The members and chairpersons of special committees shall be appointed by the president with the approval of the Board of Directors and/or members at a council meeting.

Section 9: Auditing Committee

The Auditing Committee shall make an annual audit and report at the first meeting of the next fiscal year.

Section 10: Awards Committee

The Awards Committee is charged with coordinating and reviewing all individual, group, and council awards given by the state association. It shall formulate for Board of Directors approval procedures for making awards when changes become needed.

The Awards Chair will send criteria forms for awards to local council presidents by February 1 of each year. The past presidents of the local councils receiving awards will be notified by September 1 of that year.

Section 11: Budget Committee

The Budget Committee shall examine the income and expenditures of the Association and shall be responsible for preparing the annual budget at the Leadership Workshop. Membership of the Budget Committee shall be the president, past president, president-elect, treasurer, and three (3) or more members of the Association.

Section 12: Bylaws and Policies Committee

The Bylaws and Policies Committee will review the bylaws and policy manual, make recommendations for revisions, and oversee the bylaws amendment process as outlined in the council's current bylaws.

Section 13: Celebrate Literacy Committee

The Celebrate Literacy Committee will administer literacy awareness and literacy improvement projects in the area served by the Council.

Section 14: Council Support Committee

The Council Support Committee will administer the TRA Scholarships and be of assistance to local councils and at-risk councils in implementing supportive programs.

Section 15: Executive Committee

A committee consisting of the officers of the Association, the State Coordinator, and the Director of Membership Development shall function as an Executive Committee, whose principal duties will be the preparation of agendas and giving of advice and council to the president in the day-to-day operation of the Association. The authority of the Executive Committee resides in the president, who will chair all sessions and meetings as needed.

Section 16: Family Literacy Committee

The Family Literacy Committee will work with representatives of each of the local councils to promote adult involvement in the reading education of children and adults. The committee will disseminate brochures, information, and pertinent research to Association members throughout the state.

Section 17: Honor Council Committee

The Honor Council Committee will encourage and assist local councils with the IRA Honor Council Program guidelines and assist TRA chairs with the IRA Award of Excellence Program Guidelines.

Section 18: International Projects/Programs Committee

The International Projects/Programs Committee will administer projects and programs designed to promote literacy outside the United States and Canada.

Section 19: Legislative Committee

The Legislative Committee shall represent the Association in matters involving pending or established rules, regulations, or laws. Positions to be taken in these matters are subject to prior approval of the Board of Directors.

Section 20: Long Range Planning Committee

The Long Range Committee's responsibilities as defined by TRA bylaws are as follows: The committee will be chaired by the immediate past president. If the person cannot convene the meetings, the president shall do so.

It shall be composed of the immediate past president, president, president-elect, treasurer, and all past presidents who are active on the Board of Directors, State Coordinator, and Director of Membership Development.

The committee shall meet at least twice a year.

They shall study problems referred by the Board of Directors, keep the policy handbook up-to-date, and make recommendations as deemed appropriate.

Section 21: Membership Committee

The Membership Committee will plan comprehensive membership campaigns that encompass the local, state, and international levels. It will be responsible for securing and maintaining student membership.

Section 22: Newspaper in Education Committee

The Newspaper in Education Committee will plan appropriate council activities for Newspaper in Education Week.

Section 23: Nominating Committee

The Nominating Committee shall be composed of at least five (5) members appointed by the president with the approval of the Board of Directors. The Nominating Committee shall secure consent from each candidate prior to preparing an annual slate of officers. The immediate past president shall serve as chairman.

Section 24: Publications Committee

The Publications Committee shall be responsible for official publications. The Editor or Co-editors of any publication shall be elected by the Publications Committee with approval of the Board of Directors. The Editor or Co-editors shall be ex officio members of the Committee and members of the Board of Directors. The committee will be responsible for maintenance of the Home Page.

Section 25: Publicity Committee

The Publicity Committee shall publicize all meetings and activities of the Association.

Section 26: Committee on Studies and Research

The Committee on Studies and Research shall seek to disseminate research information in the Association. It shall encourage the members to study problems that merit their efforts.

Section 27: Support Storytelling Committee

The Support Storytelling Committee provides and distributes guidelines and materials to classroom teachers that enable the teachers to guide and encourage their students in developing skills in the art of storytelling.

Section 28: TEA Reading Section Committee

The TEA Committee works closely with the Tennessee Education Association to promote the development of literacy among all segments of the population in the State of Tennessee in order to foster an informed and productive citizenry. All TEA section officers shall be TEA members appointed by the TRA Executive Board.

ARTICLE IX – Representation at the Annual Assemblies

Section 1: Representation at Annual IRA Assembly

Representation of the council at the Delegates Assembly of the International Reading Association shall be in accordance with the bylaws of the International Reading Association as specified in the current International Reading Association Bylaws, which read as follows:

“Each state council of the International Reading Association shall be entitled to one delegate, provided the delegate has paid dues for the current year to the Association. One person may represent only one council in the Delegates Assembly. A council may send an alternate for each delegate; an alternate may vote only when the delegate is absent.”

Section 2: Delegates and Alternates

The delegate for the Tennessee Reading Association to the annual IRA convention shall be the current president-elect of the Tennessee Reading Association. The vice-president shall serve as alternate.

Section 3: Expenses of Delegate

The expense for the delegate representing TRA at the annual IRA convention shall be budgeted annually in an amount to be determined by the Budget Committee and approved by the Board of Directors.

Section 4: Other Representation

The Board of Directors may by majority vote at any business meeting encourage other officers and members of the Board of Directors to attend the annual or regional convention by appropriating to those attending such meetings amounts of money that are within the realm of economic feasibility for the Association.

ARTICLE X – Parliamentary Authority

Section 1: Rules of Order

The rules contained in Robert’s Rules of Order (Newly Revised) shall govern the proceedings of this council, except in cases governed by the constitution, bylaws, and special rules adopted by this council.

ARTICLE XI – Dissolution

Section 1: Origin

In case of the dissolution of this council, any assets remaining after paying or making provision for the payment of all liabilities of the council shall revert to the International Reading Association. Rationale: Assets remaining will be held in escrow for a period of three years following dissolution. In the event the council is rechartered with this time, IRA will return the assets to the council. It is necessary for this article to be included in the bylaws of all U.S. councils in order to fulfill the requirements of the IRA Group Income Tax Exemption. All IRA councils in the United States are included in the group exemption under the provisions of Section 501 (c) (3) of the Internal Revenue Code for nonprofit organizations; this is also why councils are required to obtain an Employer Identification Number from the Internal Revenue Service. The Group Income Tax Exemption is important when a council applies for a special nonprofit mailing permit or bank account.

Group Income Tax Exemption applies to U.S. federal taxes only. Separate exemption must be obtained for state and local taxes.

ARTICLE XII – Amendments

Section 1: Origin

Amendments to the bylaws shall be proposed by (1) a quorum of the Board of Directors; (2) the Bylaws Committee; or (3) a majority of the voting members present at a meeting of the council. All proposed amendments shall be sent to International Reading Association Headquarters for approval before presenting them to the members for adoption.

Section 2: Procedures for Amending

Amendments may be adopted by the affirmative vote of two-thirds of the members present at a meeting of the council, provided a quorum has been declared (see Article VI, Section 3). The amendments must have been presented at the previous meeting, or circulated to each voting member at least thirty (30) days in advance of the meeting at which voting on the amendments is to take place.

Section 3: Incorporation

Amendments adopted as described in Section 2 above shall be incorporated into these bylaws. Copies of all amendments shall be sent immediately to IRA Headquarters and to the state president and coordinator.

