

# ATPE State Bylaws

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## **CERTIFICATION AND SIGNATURE**

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## Article I: Name and Purpose

### Section 1: Name

This organization shall be known as the Association of Texas Professional Educators (hereinafter referred to as the "Association" or "ATPE"). It is incorporated as a non-profit corporation pursuant to Texas state law.

*(amended 7/14/21)*

### Section 2: Purpose

The Association is organized for the following purposes: to further education as a service and as a profession through support of public control of public schools in the state of Texas; to promote activities, services and training for educators; and to develop and maintain high standards of professional ethics among all professional educators. In pursuit of the foregoing purposes, the Association shall be committed to the following principles:

- (a) That compulsory membership in any organization shall not be required as a condition of obtaining or retaining employment as a professional educator;
- (b) That strikes and boycotts, or the threats thereof, and organized work stoppages, actual or threatened, are detrimental to professional educators, to the students, and to the public served by professional educators;
- (c) That there should be continued local public control of the public school systems; and
- (d) That the Association of Texas Professional Educators shall at all times maintain its autonomy.

In the conduct of the affairs of the Association, it shall be operated as a non-profit institution and shall not be empowered otherwise than as an insubstantial part of its activities to carry on activities which are not in the furtherance of its aforementioned purposes. No part of the net earnings of the Association shall inure to the benefit of any private individual, except that reasonable compensation may be paid for services rendered to or for ATPE affecting one or more of its purposes.

*(amended 2 times, last amended 9/24/22)*

## Article II: Offices

### Section 1: Offices

The registered office of the Association in the State of Texas shall be located at 305 E. Huntland Drive in the City of Austin, County of Travis. The Association may have such other offices, either within or without the State of Texas, as

the Board of Directors may determine or as the affairs of the Association may require from time to time.

*(amended 4/25/98)*

### Section 2: Registered Office and Registered Agent

The Association shall have and maintain in the State of Texas a registered office and a registered agent whose office is identical with such registered office, as required by Texas state law. The registered office may be, but need not be, identical with the principal office of the Association in the State of Texas, and the address of the principal office may be changed from time to time by the Board of Directors. Until otherwise changed, the registered office shall be as specified in Section 1 hereof.

*(amended 7/14/21)*

## Article III: Membership

### Section 1: Definition

"Member." Those persons who have paid or who have received a Board of Directors-approved waiver of the prescribed ATPE membership dues for the current membership year and who have not otherwise had their membership suspended.

*(amended 3 times, last amended 9/24/22)*

### Section 2: Membership

Any educator or person interested in public education who believes in and will support the purposes of this organization shall be eligible for membership in ATPE. All "life" members of the predecessor associations (ATE {Association of Texas Educators} or TPE {Texas Professional Educators}) shall be members of ATPE until otherwise directed by the House of Delegates.

*(amended 3/14/92)*

### Section 3: Membership Year

The membership year of the Association shall be established by the Board of Directors.

*(amended 7/12/17)*

### Section 4: Classes of Members

ATPE shall have seven (7) classes of members. The classes and their qualifications are:

- (a) **Professional Members.** Those educators who meet the following qualifications:
  - (1) are employed in Texas by a public school district, institution of higher education, Regional Education

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Service Center, or the Texas Education Agency in a capacity defined yearly by the Board of Directors, or (2) who are life members.

- (b) **Administrator Members.** Those educators who are employed in Texas by a public school district as a principal, assistant/deputy/area superintendent, or superintendent, and whose position requires certification by the State Board for Educator Certification.
- (c) **Retired Members.** Those persons who are retired from an active position in the public education profession after working in the public education profession for at least 10 years and who receive, have received, or are eligible to receive a benefit from a recognized pension program.
- (d) **Associate Members.** Those paraprofessional and support persons who are employed in Texas in a certain capacity (as defined yearly by the Board of Directors) by a public school district, institution of higher education, Regional Education Service Center or the Texas Education Agency.
- (e) **Student Teacher Members.** Those students enrolled in a teacher education program in an accredited college/university or alternative certification program who will be engaged in observation, student teaching, and/or field experience in a Texas public school during the membership year.
- (f) **Public Members.** Those persons other than the foregoing who are interested in public education.
- (g) **College Student Members.** Individuals enrolled in an accredited college or university training program who are preparing to enter the field of education but who will not be involved in the student teaching experience.

*(amended 9 times, last amended 9/24/22)*

## Section 5: Dues

Members must pay the prescribed state dues for each membership year. The annual dues for each class of membership shall be adopted by the Board of Directors at least 60 days prior to the first day of each fiscal year of the association. A motion to adopt the annual dues shall require a four-fifths (4/5) vote of the members of the Board of Directors present and voting at a regular or special meeting of the board.

*(amended 15 times, last amended 2/27/23)*

## Section 6: Voting Rights

A Professional, Administrator, Retired, Associate, Student Teacher, or College Student member with ATPE shall be entitled to vote when a matter is submitted to such vote. The only voting rights accorded to the membership of ATPE shall be to participate in the election of directors and regional officers through their respective regional organizations and to participate in referendums as outlined in Article XVI, Section 3.

No proxy voting shall be recognized.

*(amended 5 times, last amended 9/24/22)*

## Section 7: Transfer

Membership in this Association is not transferable or assignable.

*(amended 9/24/22)*

## Section 8: Resignation

Any member may resign by filing a written resignation with the Secretary, but such resignation shall not relieve the member so resigning of the obligation to pay any dues, assessments, or other charges theretofore accrued and unpaid.

*(amended 9/24/22)*

## Section 9: Suspension or Expulsion of a Member; Reinstatement

A member who fails to pay the ATPE membership dues prescribed by these bylaws within timelines established by the ATPE Executive Director shall be automatically suspended. Except as otherwise provided by law, a suspended member shall not be entitled to rights and privileges of membership during the current membership year. Upon payment of all outstanding dues amounts owed, ATPE shall return the member to active status; however, the availability of any legal and insured benefits of membership to a reactivated member remain subject to the express terms of the master insurance policy issued to ATPE.

The Board of Directors, by affirmative vote of two-thirds (2/3) of all the members of the Board, may expel a member for cause after an appropriate hearing. A member thusly expelled is ineligible for subsequent membership, unless reinstated.

Upon written request by an expelled member, the Board of Directors may reinstate, by the affirmative vote of two-thirds (2/3) of its members, the former member on such terms as the Board of Directors deems appropriate.

*(amended 2 times, last amended 7/13/23)*

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## Article IV: Officers

### Section 1: Officers

The state officers of ATPE shall be a President, a Vice President, a Secretary, a Treasurer, and the Immediate Past President. The State President shall automatically succeed to the office of Immediate Past State President. No two offices may be held simultaneously by the same person.

*(amended 9/24/22)*

### Section 2: Executive Committee

The state officers of ATPE shall collectively constitute the Executive Committee and shall have duties as herein-after described. A majority of the total membership of the Executive Committee shall constitute a quorum for the transaction of business. The Executive Committee shall have and exercise the authority of the Board of Directors in the management of the Association between meetings of the Board of Directors. However, no such committee shall have the authority of the Board of Directors in reference to amending, altering, or repealing the bylaws; electing, appointing, or removing any member of any such committee or any Director or officer of the Association; amending the Articles of Incorporation; adopting a plan of merger or plan of consolidation with another corporation; authorizing the sale, lease, exchange, or mortgage of all or substantially all of the property and assets of the Association; authorizing the voluntary dissolution of the Association or revoking proceedings thereof; adopting a plan for the distribution of the assets of the corporation; or amending, altering or repealing any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered, or repealed by such committee.

*(amended 9/24/22)*

### Section 3: Nomination and Election

**(a) Nominating Committee:** The Board of Directors shall appoint a Nomination/Election Committee to receive nominations of candidates for each office other than that of Immediate Past President. Only nominations received in the state office by the fifteenth (15th) day of March preceding the annual meeting of the House of Delegates at which the election shall be held shall be included by the Nomination/Election Committee on the list of nominated candidates.

**(b) Qualifications:** A candidate for ATPE state office must

be an active Professional, Administrator, Retired, or Associate member of the association and must currently be serving or must have served within the past five (5) years, as a local unit, region, or state officer within ATPE. Such qualifications shall be verified by the Nomination/Election committee as part of their duties.

**(c) List of Nominated Candidates:** Forty-five (45) days' notice of the Nomination/Election committee list of nominated candidates shall be given to the members in accordance with Article IX, Section 4.

**(d) Floor Nominations:** Nominations may be submitted from the floor of the House of Delegates.

**(e) Election:** The officers of the Association shall be elected by a majority vote, by ballot, of the delegates present and voting during the regular annual meeting of the House of Delegates, unless there is a single nominee for an office, in which case the candidate shall be declared elected without vote.

*(amended 13 times, last amended 9/24/22)*

### Section 4: Term

All officers shall take office on August 1 of the year of their election and shall serve through the following July 31. No officer may hold the same office for two years in succession, except that any person who assumes an office for the remainder of an existing term may be elected to a full term in that office immediately following his partial term. No person may be elected to more than two terms in the same office.

*(amended 2 times, last amended 9/24/22)*

### Section 5: Vacancies

A vacancy in the office of President shall be filled by succession of the Vice President to the office of President for the remainder of the term. A vacancy in any other office may be filled for the unexpired portion of the term by an appointee of the Board of Directors.

### Section 6: Removal

Any officer who commits financial impropriety, is convicted of a criminal act, or violates their job duties as outlined in these bylaws may be removed by a four-fifths (4/5) vote of the full membership of the Board of Directors after an appropriate hearing.

*(amended 3 times, last amended 9/24/22)*

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## Section 7: Duties

The officers of ATPE shall have and shall exercise the following duties:

- (a) State President.** The State President shall preside at all meetings of the Board of Directors and the House of Delegates and shall be empowered to designate the chairperson of all standing committees as hereinafter provided. The State President shall be authorized to sign, with the Secretary or any other proper officer of the Association authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors, or by these Bylaws, or by statute to some other officer or agent of the Association. The State President shall submit a report to the House of Delegates at the annual convention stating the progress and/or resulting actions by committees, the Board of Directors and state staff on behalf of ATPE on current resolutions. In general, the State President shall perform all duties incident to the office of State President and such other duties as may be prescribed by the Board of Directors or the House of Delegate from time to time.
- (b) State Vice President.** In the absence of the State President or if, in the judgment of the Board of Directors, the State President is unable to act or refuses to do so, the State Vice President shall perform the duties of the State President. When so acting, the State Vice President shall have all the powers of and be subject to all the restrictions upon the State President. The State Vice President shall perform such other duties as may be assigned from time to time by the State President, the Board, or the House of Delegates.
- (c) State Secretary.** The State Secretary shall keep the minutes of the meetings of the Board of Directors and the House of Delegates; give all notices in accordance with the provisions of these bylaws or as required by law; be custodian of the corporate records and of the seal of the Association, and affix the seal of ATPE to all documents, the execution of which on behalf of the Association under its seal is duly authorized in accordance with the provisions of these bylaws; keep a register of the post office addresses of each member; and in general perform

all duties incident to the office of State Secretary and such other duties as may be assigned from time to time by the State President, the Board of Directors, or the House of Delegates. The State Secretary may utilize the services of the Executive Director and administrative staff for the performance of any of the above duties.

- (d) State Treasurer.** Upon assuming office, the State Treasurer shall give a fidelity bond for the faithful discharge of the duties of the office in such sum and with such surety or sureties as the Board of Directors shall determine. The cost of such bond shall be borne by the Association. The State Treasurer shall have charge and custody of and be responsible for all funds and securities of the Association; receive and give receipt for monies due and payable to ATPE from any source whatsoever, and deposit all such monies in the name of the Association in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of these bylaws; and perform all the duties as may be assigned by the State President, the Board of Directors, or the House of Delegates. The State Treasurer shall keep the Board of Directors or the House of Delegates apprised of the financial condition of the Association and shall render a written report of its financial condition at least annually to the membership. The State Treasurer may utilize the services of the Executive Director and administrative staff for the performance of any of the above duties. The Executive Director and administrative staff shall be covered by a fidelity bond as is the State Treasurer.
- (e) Immediate Past State President.** The Immediate Past State President shall serve as a member of the Executive Committee and shall perform such other duties as may be assigned from time to time by the State President, the Board of Directors, or the House of Delegates.

*(amended 2 times, last amended 9/24/22)*

## Article V: Board of Directors

### Section 1: General Power

Subject to these bylaws, the affairs of the Association shall be managed by its Board of Directors, and the Board of Directors shall be the governing body of the Association.

*(amended 7/14/21)*



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## Section 2: Number, Tenure, Qualifications and Term of Office

- (a) The members of the Board of Directors shall be the five (5) association officers and a Regional Director from each of the twenty (20) regions herein described. No two positions on the Board may be held simultaneously by the same person.
- (b) All Directors shall be voting members of the Association.
- (c) The members of the Board of Directors other than the state officers shall be elected by the members eligible to vote from each board member's respective region.
- (d) Each Director shall hold office until a successor shall have been elected. For each even-numbered year, the even-numbered regions shall elect Directors for two-year (2) terms of office, and for each odd-numbered year, the odd-numbered regions shall elect Directors for two-year (2) terms of office.
- (e) Each Director shall serve a two-year (2) term of office, beginning on August 1 following his election through July 31, two (2) years thereafter.
- (f) No Director may be elected to serve more than two full consecutive terms of office.

*(amended 6 times, last amended 9/24/22)*

## Section 3: Duties

The Board of Directors shall have the power to:

- (a) Determine annually the number of members of, and appoint such members to, all standing committees. To facilitate this, the Executive Committee shall recommend a committee list for consideration. The Board will take such action at its first regular meeting following its election. From the committee members so appointed, the President shall have the authority to designate the chairman.
- (b) Appoint such special committees as considered necessary or desirable.
- (c) Determine the location of all offices of the corporation.
- (d) Hire the Executive Director.
- (e) Establish the fiscal year of the Association.
- (f) Employ such legal, audit, consulting and specialized services as may be deemed necessary or desirable.
- (g) Require each Association officer, the Executive Director, and all committees to submit periodic and annual reports to the Board of Directors. Such reports shall be subject to such action as the Board of Directors may deem appropriate. Annual reports from standing committees shall be forwarded by the Board of Directors to the House of Delegates, and the Board shall have authority to present all others as appropriate.
- (h) Receive, review, and present to the House of Delegates the annual report of the Treasurer and the auditor's annual report of financial matters of the Association. Following approval, the auditor's report shall be printed and distributed to each member of the House of Delegates at its annual meeting.
- (i) Adopt an annual budget of the Association with the advice and recommendations of the Executive Committee.
- (j) Set the time and place of the annual, as well as any special, meetings of the House of Delegates and to approve the minutes of such meetings.
- (k) Set Association policy not inconsistent with these bylaws.
- (l) Charter local units and regional organizations.
- (m) Address ethical issues and disputes of regions and local units, including but not limited to instances of alleged financial malfeasance, when reported.
- (n) Develop and adopt, in collaboration with local units and regions, a set of standards and requirements for local units and regions intended to ensure that the funds and revenues of local units and regions are used only for, and the activities and operations of the local units and regions are consistent with, the purposes of ATPE as set forth in these Bylaws.
- (o) Take such action as the Board of Directors determines to be necessary or appropriate in connection with the failure of any local unit or region to comply with such standards and requirements adopted by the Board of Directors or as set forth in any charter agreement, including, without limitation, (i) the suspension or termination (whether temporary or permanent) of the payment of any rebates otherwise payable to such local unit or region under these Bylaws, (ii) the removal and replacement of any one or more of the officers of such local unit or region, and/or (iii) the revocation of the charter of any noncomplying local unit.
- (p) Provide for a process by which local units and regions may petition the Board of Directors to seek redress with respect to any grievances relating to activities or performances of the Association.

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- (q) Approve and make amendments to these Bylaws.
- (r) Approve and make amendments to the Articles of Organization, Certificate of Formation, or other governing documents required or permitted by Texas state law.
- (s) Adopt annual dues amounts for each class of membership.  
*(amended 6 times, last amended 2/27/23)*

## Section 4: Meetings

- (a) Regular Meetings:** The Board of Directors shall hold regular meetings at least quarterly. Notice of any meeting of the Board of Directors shall be given at least ten (10) days previously via email to each Director, and such notice shall be deemed to be delivered when the email is sent.
- (b) Special Meetings:** Special meetings may be held at the request of the President with at least five (5) days' notice. Special meetings shall be held upon written request of 10 members of the Board of Directors. Such request shall be delivered to the Secretary, who shall send notice for the meeting to occur not less than 5 but not more than 15 days after the request is received. Only those items of business included in the notice may be considered at a special meeting of the Board.
- (c) Action without Meeting:** Any action which may be taken at a meeting of the Board, may be taken without a meeting if a consent-in-writing setting forth the action to be taken is signed by all of the directors. Such consents shall be reported in the minutes of the next regular meeting of the Board.

*(amended 9/24/22)*

## Section 5: Vacancies

Vacancies on the Board of Directors will be filled in one of the following methods:

- (a) If the vacancy is effective prior to December 1 of the year prior to the election, the vacancy will be filled by an election within the regional organization.
- (b) If the vacancy is effective on or after December 1 of the year prior to the election, the Board of Directors shall fill the vacancy by appointment from the membership within that respective region.

*(amended 9/24/22)*

## Section 6: Quorum

A majority of the members of the Board of Directors shall

constitute a quorum for the transaction of business.

*(amended 2 times, last amended 9/24/22)*

## Section 7: Attendance

A member of the Board of Directors who misses two (2) consecutive meetings will be contacted by the President concerning the member's absence. Absence of the member at the following meeting without just cause, as determined by the Board of Directors, shall result in an immediate vacancy in that directorship.

*(amended 9/24/22)*

## Article VI: Executive Director

### Section 1: Contract

The Board of Directors shall execute a contract with the Executive Director on such terms and conditions as may be agreeable to the Executive Director and the Board of Directors. Provisions for annual evaluation of the Executive Director shall be included in the contract.

*(amended 7/9/15)*

### Section 2: Salary

The amount of salary to be paid to the Executive Director shall be established in his contract.

### Section 3: Duties

The Executive Director shall be the principal executive of the Association with the responsibility for the general supervision and day-to-day management and direction of the business affairs of the Association. In so doing, the Executive Director shall be organizationally responsible to the Board of Directors. The Executive Director shall perform all duties specified in the employment contract and such other specific duties as shall be assigned from time to time by the Board of Directors. The Executive Director's duties shall include safeguarding the Association's corporate seal and its official use.

*(amended 2 times, last amended 9/24/22)*

### Section 4: Hiring of Staff

The Executive Director shall have authority to employ, assign duties, supervise, evaluate, and dismiss all employees of the Association. Salaries for employees will be set by the Executive Director, subject to the annual budget total for staff salaries.

### Section 5: Ex Officio Duties

The Executive Director shall be a non-voting, ex-officio member of all committees, the Board of Directors, and the

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House of Delegates. He shall act as advisor to the President, the Board of Directors, and the House of Delegates in their respective planning and policy-making functions. The Executive Director will attend, or designate a staff representative to attend, all meetings of these bodies when necessary to assist with such meetings.

## Article VII: Local Units

### Section 1: Authority for Organization

ATPE is to be composed of local units which shall be associated with the parent organization.

### Section 2: Procedure for Organization of Local Units

Members of a local unit must meet the following qualifications and comply with the following procedures:

- (a) All members of a local unit who have paid the prescribed dues to the Association are members of ATPE. Membership in a local unit shall not confer membership in ATPE on those who have not paid ATPE dues or been exempted from paying dues as a life member of ATPE.
- (b) Each local unit will submit a copy of its duly adopted bylaws and its officer list.
- (c) The Board of Directors shall thereafter decide whether to charter a local unit.
- (d) Only one local unit will be chartered within each public school district within the state of Texas with the following exceptions: A local unit may be chartered in each state school, state-approved charter school, college or university student body, college or university faculty, and regional service center, and in circumstances where the school district is situated in more than one city with several miles between campus locations (subject to review by the Board of Directors).
- (e) A person may join more than one local unit, but a member of the state Association may be affiliated with only one local unit for purposes of membership rights and benefits, including voting rights and eligibility to become certified as a member of the House of Delegates.

*(amended 5 times, last amended 9/24/22)*

### Section 3: Local Unit Requirements

Once a local unit is chartered, it shall comply with such standards and requirements as are adopted, from time to time, by the Board of Directors and/or the House of

Delegates in order to ensure that the funds and revenues of the local unit are used only for the purposes of ATPE as set forth in these Bylaws and that the operation and activities of such local unit are consistent with such purposes. Such standards and requirements may include the execution of a charter agreement between the Association and such local unit.

*(amended 2 times, last amended 9/24/22)*

### Section 4: Functions

The functions of local units shall be:

- (a) To enroll members in the Association
- (b) To select delegates to the annual House of Delegates as provided by established local unit procedures
- (c) To promote activities consistent with the purpose of ATPE

*(amended 3/23/91)*

### Section 5: Meetings

Local units shall conduct meetings as necessary.

### Section 6: Membership Fees

Local units may require a membership fee. Each local unit shall be responsible for its own operational expenses.

### Section 7: Officers

All officers of a local unit shall be members of the Association, as prescribed in Article III, Section 1.

*(amended 4/9/94)*

### Section 8: Operational Year

All chartered local units of the Association shall operate under an August 1 through July 31 year for their membership, fiscal and officer terms.

*(amended 7/21/11; editorial change made 7/16/12)*

## Article VIII: Regional Organizations

### Section 1: Purposes

The purpose of an ATPE regional organization shall be to:

- (a) Elect a representative to serve on the Board of Directors in accordance with Article V, Section 2, and elect other region officers as necessary to carry out the functions of the region.
- (b) Facilitate information sharing between the Director and ATPE members in the region.
- (c) Recruit and support at-large members and at-large campus representatives throughout the region.



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- (d) Engage in efforts to raise awareness of ATPE within the region.
- (e) Assist local unit leaders within the region and support the formation of new local units.
- (f) Provide support to region members attending statewide ATPE events.
- (g) Certify region officers and at-large delegates from the region for the House of Delegates.  
*(amended 3 times, last amended 7/13/23)*

## Section 2: Boundaries and Membership

Geographical regions of ATPE shall align with boundaries as established by the Texas Commissioner of Education for Regional Education Service Centers. The Board of Directors of ATPE shall approve and charter each affiliated regional organization.

Members of ATPE within the boundaries of the region are members of that respective regional organization.  
*(amended 2 times, last amended 7/13/23)*

## Section 3: Charter Procedures

Each regional organization will submit a copy of its duly adopted bylaws and its officer list.

## Section 4: Officers

The officers of each ATPE regional organization shall be a president, a vice president, a secretary, a treasurer, an immediate past president and a director; each regional organization may provide for additional officers. The regional officers shall collectively constitute the Region Executive Committee. Each officer of a regional organization shall be a member of the Association, as prescribed in Article III, Section 1, and shall be a member of the region served.  
*(amended 4 times, last amended 9/24/22)*

## Section 5: Duties of Region Officers

The officers shall have and exercise the following duties:

- (a) Region President.** The region president shall plan the meetings, preside at those meetings, direct the planning of all programs, assist in the coordination of the activities between ATPE and the regional organization, and perform all duties incident to the office of region president and all other duties given by the bylaws of the regional organization.
- (b) Region Vice President.** In the absence of the region president, or in the event the region president is unable

to act or refuses to do so, the region vice president shall perform the duties of the region president. When so acting, the region vice president shall have the powers of and shall be subject to all the restrictions placed upon the region president. The region vice president shall perform such other duties as may be assigned by the region president or the regional organization.

- (c) Region Secretary.** The region secretary shall keep the minutes of all meetings and perform all duties incident to the office of region secretary and such other duties as may be assigned by the region president.
- (d) Region Treasurer.** The region treasurer shall have charge and custody of and shall be responsible for all funds. The region treasurer shall perform all the duties incident to the office of region treasurer and such other duties as may be assigned by the region president. The region treasurer shall keep the officers fully apprised of the financial condition of the regional organization and shall render a written fiscal report at least annually.
- (e) Immediate Past Region President.** The immediate past region president shall perform such duties as may be assigned from time to time by the region president.
- (f) Director.** The director shall perform the duties as outlined in Article V, Section 3. In addition, the director shall be responsible for the coordination of the activities between ATPE and the director's region and aid in the formation of local units.  
*(amended 3 times, last amended 7/13/23)*

## Section 6: Term of Office

The president, vice president, secretary, and treasurer of the regional organization shall hold office from August 1 following their election through the next July 31. The Director shall be elected for a two-year (2) term as provided in Article V, Section 9.  
*(amended 7/21/11; editorial change made 7/16/12)*

## Section 7: Voting Rights

The president, vice president, secretary, treasurer, immediate past president, and Director of each region shall be voting delegates in the House of Delegates of ATPE during their respective terms of office.

## Section 8: Meetings

Regional meetings shall be held at least annually at a time determined by the Region Executive Committee. Region

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members voting at regional meetings shall be selected in the manner stated in that region's bylaws.

*(amended 4/25/98)*

## Section 9: Finances

Each region shall:

- (a) Prepare an annual financial statement and shall present said statement to the members of the region at the annual region meeting and to the ATPE Region Director; and
- (b) Undergo a mandatory biennial financial review coordinated with the state association and present the results of the financial review to the members of the region at the annual region meeting.

*(amended 2 times, last amended 9/24/22)*

## Article IX: House of Delegates

### Section 1: Duties and Responsibilities

The House of Delegates shall, subject to the powers vested in it by the Board of Directors, assist in policy-making, recommending overall direction and focus of the Association to the Board of Directors and exercising such powers as may be delegated to the House of Delegates by the Board of Directors.

In the event of conflict between action or policy of the House of Delegates and the Board of Directors, that of the Board of Directors shall prevail.

The House of Delegates shall:

- (a) Adopt the legislative program for the Association, and
- (b) Elect all state officers of ATPE.

*(amended 7/14/21)*

### Section 2: Composition

The House of Delegates shall include the following voting Association members:

- (a) All state officers during their respective terms of office.
- (b) All dues-paying Past State Presidents of the Association.
- (c) One Region President, Region Vice President, Region Secretary, Region Treasurer, Immediate Past Region President, and the Director from each regional organization.
- (d) One president from each recognized Local Unit organization.
- (e) Delegates selected by each recognized local unit who are members of the state Association affiliated with that local unit. A local unit's delegation shall be calculated on the basis of its membership composition as of February

1 of the same calendar year, excluding any members of the local unit who are not also recognized as members of the state Association affiliated with that local unit. Each local may select, pursuant to its own bylaws:

- (1) one voting Professional Member delegate for each twenty-five (25) of its Professional Members, or major fraction thereof;
  - (2) one voting Administrator Member delegate for each twenty-five (25) of its Administrator Members, or major fraction thereof;
  - (3) one voting Associate Member delegate for each twenty-five (25) of its Associate Members, or major fraction thereof;
  - (4) one voting Retired Member delegate for each twenty-five (25) of its Retired Members, or major fraction thereof; and
  - (5) one voting Student Teacher/College Student Member delegate for each twenty-five (25) of its Student Teacher/College Student Members, or major fraction thereof. (Student Teacher and College Student Members shall be considered one (1) membership classification.)
- (f) Associate and Retired Members who hold office in the local unit or who serve as campus representatives may be certified as voting delegates in the Professional Member category in the event the number of Professional Member delegates attending from a local unit is less than the number allotted under Subsection (e)(1).
- (g) At-large member delegates who are members of the state Association an an affiliated regional organization but are not affiliated with a local unit. Regions may select, pursuant to their own bylaws, one at-large member delegate for each twenty-five (25) at-large members, or major fraction thereof. The calculation of the number of at-large member delegates permitted from each region shall be based upon the total number of at-large members within the region as of February 1 of that same calendar year, as determined by the state office.
- (h) Notwithstanding (a) through (g) above, each local unit shall be allowed to select a minimum of one (1) Professional Member delegate, one (1) Administrator Member delegate, one (1) Associate Member delegate, one (1) Retired Member delegate, and one (1) Student

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Teacher/College Student Member delegate.

- (i) No member of the House of Delegates shall have more than one vote.

*(amended 13 times, last amended 9/24/22)*

## Section 3: Meetings

The House of Delegates shall meet annually at the association's annual convention, which shall be held at a time determined by the Board of Directors. All members of ATPE shall be entitled to attend meetings of the House of Delegates. Special meetings of the House of Delegates may be called by petition of one-third (1/3) of the voting membership or by majority vote of the Board of Directors. In the event of petition, such meeting shall be called not less than thirty (30) days after the Board of Directors received the membership petition.

*(amended 3/16/85)*

## Section 4: Notice

Each member who has provided the Association with a valid electronic mail and/or postal mail address shall be notified of the time and place of the annual or special meeting of the House of Delegates not less than forty-five (45) days prior to the first day of such meeting. The notice shall include the deadline for certification of delegates. The Board, or such of its members as might be empowered by the Board, shall prepare and publish an agenda for the meeting.

*(amended 4 times, last amended 9/24/22)*

## Section 5: Quorum

A majority of the duly certified delegates who have been verified in attendance at the annual meeting of the House of Delegates or a special meeting of the House of Delegates, shall constitute a quorum for the transaction of business.

*(amended 5 times, last amended 9/24/22)*

## Section 6: Term of Office

Unless otherwise specified herein, delegates who serve in the annual House of Delegates shall continue in their office until a duly selected successor serves.

*(amended 2 times, last amended 3/23/91)*

## Section 7: Presiding Officer

The State President shall preside at all meetings of the House of Delegates.

*(amended 9/24/22)*

## Section 8: Vacancies

- (a) With the exception of state and regional officer delegates and Past Presidents of the Association delegates, vacancies in the House of Delegates shall be filled by selection from their respective local unit (for local unit delegates) or region (for at-large member delegates) and shall be certified to the State Secretary as outlined in Article IX, Section 9 (c).
- (b) The local unit president may make a written request to the State Secretary for an emergency substitution when extenuating circumstances prohibit the attendance of certified delegates or alternates. The written request shall describe the extenuating circumstances and shall be presented at registration.
- (c) The region president may make a written request to the State Secretary for an emergency substitution when extenuating circumstances prohibit the attendance of a certified at-large delegate or alternate. The written request shall describe the extenuating circumstances and shall be presented at registration.

*(amended 5 times, last amended 7/12/18)*

## Section 9: Certification of Delegates

- (a) The State President shall be responsible for certifying and updating the names of State Officer delegates, Past State President delegates, and at-large member delegates to the ATPE State Secretary. In the absence of a Region President, the Region Vice President may certify the names of Regional Officer delegates and at-large member delegates.
- (b) Each Region President shall be responsible for certifying and updating the names of Regional Officer delegates and at-large member delegates to the ATPE State Secretary. In the absence of a Region President, the Region Vice President may certify the names of Regional Officer delegates and at-large member delegates.
- (c) Each Local Unit President shall be responsible for certifying the names of Local Unit delegates and alternates to the ATPE State Secretary. In the absence of a Local Unit President, the Local Unit Vice President may certify the names of Local Unit delegates. In the absence of a College/University Local Unit president or vice president, the region president or vice president may certify the names of college student/student teacher

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delegates in consultation with the college/university sponsor.

- (d) The deadline for certification of delegates by submitting their names to the ATPE State Secretary shall be established by the ATPE Executive Director and included in the notice of the annual meeting as required by Section 4 of this article.

*(amended 7 times, last amended 9/24/22)*

## Article X: Committees

### Section 1: Standing Committees

The Standing Committees of ATPE shall be the following:

- (a) Nomination/Election
- (b) Resolutions
- (c) Legislative
- (d) Membership
- (e) Public Information
- (f) Leader Development

*(amended 6 times, last amended 7/14/21)*

### Section 2: Duties of Standing Committees

The Standing Committees of ATPE shall have the following duties and responsibilities:

- (a) **Nomination/Election.** To receive all nominations for state officers, to propose a slate of candidates as provided in Article IV, Section 3 and to recommend for approval by the Board of Directors the rules to govern the election of state officers at the annual meeting. These rules are to be presented to the Board of Directors prior to the date necessary to give notice as provided in Article IX, Section 4.
- (b) **Resolutions.** To review and/or propose resolutions to be considered by the House of Delegates.
- (c) **Legislative.** To research, draft, and promote legislation to be endorsed, or opposed, by ATPE; to represent ATPE in any appropriate activities involving legislation; and to monitor political activities that would affect the membership of ATPE or education in Texas.
- (d) **Membership.** To promote the growth of ATPE by reviewing and providing input and recommendations on the development and implementation of recruitment programs and materials.
- (e) **Public Information.** To recommend to the Board methods that would increase public awareness of the

association's goals, objectives and accomplishments; and to recommend to the Board the recipients of the annual Alafair Hammett Media Award.

- (f) **Leader Development.** To review and make recommendations regarding association programs related to the identification, recruitment, training, maintenance and recognition of ATPE's volunteer leader corps.

*(amended 13 times, last amended 7/14/21)*

### Section 3: Appointment

The membership of Standing Committees shall be appointed from among association members. A list of proposed Standing Committee appointments shall be submitted to the Board of Directors by the President. The Board of Directors will make necessary changes and approve the appointments.

*(amended 2 times, last amended 3/25/95)*

### Section 4: Other Committees

The Board of Directors shall appoint, from among Association members, such special committees as are considered necessary or desirable. A committee member may be removed by the Board of Directors whenever, in its judgment, the best interests of the Association shall be served by such removal.

### Section 5: Term of Office

Each member of a committee shall serve for one year from the date of appointment, or until the duties of the committee are fulfilled, unless the committee shall be terminated sooner, or the member be removed, or cease to qualify.

The above paragraph notwithstanding, members of the Membership Committee and the Legislative Committee shall serve a term of two (2) years on the committee, with the terms being staggered so that one half (1/2) of the committee's members will be appointed each year. Members of the Membership Committee and the Legislative Committee may not serve more than two (2) consecutive two-year terms.

All other standing committees should have a partial carryover of members to that committee.

*(amended 5 times, last amended 9/24/22)*



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## Section 6: Chairmen

One member of each committee so appointed shall be designated chairman by the President.

## Section 7: Vacancies

Vacancies in the membership of any committee may be filled by appointment as stated in Article X, Section 3.

## Section 8: Quorum

Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum.

*(amended 9/24/22)*

## Section 9: Rules

Each committee may adopt rules for its own government not inconsistent with these bylaws or with rules adopted by the Board of Directors. All recommendations for implementation of programs will be the responsibility of the Board of Directors unless these bylaws specify action by the House of Delegates.

## Section 10: Limitation of Service on Committees

No member of ATPE may simultaneously serve on more than two (2) committees of ATPE, whether standing or special.

## Article XI: State Group Alliances

### Section 1: Eligibility

State professional associations may be provided allied status provided that any association seeking allied status shall be an education association:

- (a) Whose purposes are compatible with those of ATPE,
- (b) Whose membership is provided freedom of choice in joining national association affiliations, and
- (c) Whose membership does not endorse strikes, agency shop, or any labor union mechanism to accomplish goals in the field of public education.

### Section 2: Entitlement

An association granted allied status shall be entitled to:

- (a) Participate in leadership training and other professional improvement programs sponsored by ATPE,
- (b) Work cooperatively toward the achievement of legislative goals, participate in legislative workshops, and receive related materials sponsored by ATPE,
- (c) Receive assistance from ATPE in service areas as

approved by the Board of Directors,

- (d) Receive limited quantities of ATPE material, and
- (e) Work jointly with ATPE toward achievement of mutually agreeable goals.

*(amended 9/24/22)*

## Section 3: Responsibilities of Allied Groups

Allied groups shall:

- (a) Operate by a formally adopted constitution and bylaws based on democratic principles,
- (b) Promote the ideals expressed in the ATPE purposes,
- (c) Conduct association meetings regularly, and
- (d) Provide reports and information necessary for ATPE to discharge its obligations and duties.

## Section 4: Mechanism for Alliance

- (a) The Board of Directors of ATPE is authorized to establish orderly procedures for granting allied status to associations in keeping with the requirements set forth in this Article. Final authority to grant allied status shall rest with the House of Delegates. Authority to review or withdraw shall rest with the Board of Directors pending final review and action by the House of Delegates.
- (b) The allied organization shall pay an annual registration fee set by the Board of Directors.

## Article XII: Contracts, Checks, Deposits and Funds

### Section 1: Contracts

The Board of Directors may authorize any officer or officers, agent or agents of the Association in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association. Such authority may be general or confined to specific instances.

### Section 2: Checks and Drafts

All checks, drafts, orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Association shall be signed by such officer or officers, agent or agents of the Association in the manner determined by resolution by the Board of Directors. In the absence of such designation by the Board of Directors, the instruments shall be signed by the Treasurer and countersigned by the President or Vice-President of the Association.

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## Section 3: Deposits

All funds of the Association shall be deposited from time to time to the credit of the Association in such banks, trust companies, or other depositories as the Board of Directors may select.

## Article XIII: Miscellaneous Provisions

### Section 1: Rebates

All chartered regional organizations that are in compliance with Article VIII, Section 9, and local unit organizations that are in compliance with Article VII of these Bylaws shall receive a rebate from the Association. The total of rebates paid shall not exceed six percent (6%) of state membership dues collected from members of such organizations. The rebates may be used for membership development, professional growth services, officer expenses, and officer candidate expenses as deemed appropriate by the regional organization and/or the local unit membership. Rebates shall be determined by the count of the total state membership as of February 1 of each year and shall be payable as soon thereafter as is reasonably possible.

*(amended 3 times, last amended 9/24/22)*

### Section 2: Procedure

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Association and its component regions and local units in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Association may adopt.

*(amended 9/24/22)*

### Section 3: Licensing of Use of ATPE Logo

Any regional or local unit of ATPE may petition the Board of Directors for a license to use the logo of the Association. Such petition shall contain a specific description of the use to be made of the logo and a pledge that all monies collected through such use will be paid directly to the unit presenting the petition and not to any individual. The Board may approve such uses by majority vote.

*(amended 2 times, last amended 9/24/22)*

### Section 4: Dissolution

No officer, director, or employee of ATPE, or other private individual, shall share in the distribution of the assets of the Association on its dissolution. The Association shall distribute its assets, upon dissolution or the winding up of

its affairs, exclusively to one or more corporations organized and operated as charitable, religious, scientific, testing-for-public-safety, literary, or educational organizations which then qualify as exempt organizations under the provisions of Section 501(c)(6) of the Internal Revenue Code and its regulations as they now exist or may hereafter be amended. The specific corporation or corporations to which such distribution shall be made, and the extent thereof, shall be determined by the majority vote of the Board of Directors of ATPE, as constituted immediately prior to such distribution.

*(amended 9/24/22)*

## Article XIV: Amendments to Bylaws

### Section 1: Authority to Amend

The Board of Directors shall have the sole authority to adopt any proposed amendments to these bylaws. These bylaws may be amended by a four-fifths (4/5) vote of the members of the Board of Directors present and voting at any meeting of the Board of Directors, provided that each member of the Board of Directors has received the required notices set forth in these bylaws.

*(amended 3 times, last amended 9/24/22)*

### Section 2: Submission Requirements

All proposed amendments to these bylaws shall be submitted either by a member of the Board of Directors as outlined in subsection (a) or by a member of the Association who meets the criteria outlined in subsection (b) of this section. Any amendments to these bylaws properly presented to the Board of Directors shall be considered in accordance with the internal policies and procedures of the Board of Directors and these bylaws.

(a) Amendments Proposed by Members of the Board of Directors

A member of the Board of Directors may propose a bylaws amendment for consideration by the Board of Directors by submitting it in writing to the Executive Director at least 45 calendar days prior to the meeting at which the proposed amendment will be presented.

(b) Amendments Proposed by Members of the Association

Any member who is eligible to serve as a delegate of the Association may propose an amendment to these bylaws in accordance with this section by submitting it in writing to the Executive Director by December 15. Proposed amendments submitted by any person other than a member

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of the Board of Directors shall be considered by the Board of Directors only at the first meeting of the Board of Directors each calendar year and shall not be considered at any other time.

Any proposed bylaws amendment submitted by a member pursuant to this subsection and received by the Executive Director between January 1 and December 15 shall be treated as if it were submitted on December 15 and considered at the first meeting of the Board of Directors of the following calendar year. For purposes of this subsection, any proposed bylaws amendment that is received by the Executive Director after December 15 will be deemed to have been submitted on January 1 of the following calendar year.

The Board of Directors shall, at the first meeting of the Board of Directors each calendar year, consider in good faith all proposed bylaws amendments that were timely submitted by the members in accordance with this subsection. Subject to the rules and procedures established by the Board of Directors, the author of any proposed amendment may attend the meeting at which the amendment is being considered to present the proposed amendment. The Board of Directors may impose any limits on such presentation that it, in its sole discretion, deems appropriate.

*(amended 4 times, last amended 7/14/21)*

### Section 3: Notice to Members

#### (a) Notice of Proposed Bylaws Amendments

The Association shall provide notice of any proposed bylaws amendment by providing a copy of the amendment to the Board of Directors and placing it on the Association's website. This notice shall occur no later than the following business day on which the state office is open after the proposed amendment has been received by the Executive Director in accordance with Section 2.

#### (b) Notice of Adopted Bylaws Amendments

Following the adoption of any bylaws amendments, notice shall be placed on the Association's website the next business day on which the state office is open and published in the first membership newsletter distributed after the Board of Directors meeting at which the amendment was adopted. A summary of bylaws amendments adopted by the Board of Directors shall be provided annually to the

members in conjunction with the Association's annual meeting.

*(adopted 7/14/21)*

### Section 4: Effective Dates of Adopted Bylaws

Unless otherwise noted, bylaws that are adopted by the Board of Directors are effective immediately.

*(amended 2 times, last amended 7/14/21)*

### CERTIFICATION AND SIGNATURE

**Certified** as the true and correct bylaws of the **Association of Texas Professional Educators**, as amended and adopted on December 13, 1980, and effective December 31, 1980. This certification executed on the 8th day of February 1981.

#### Jason Forbis, Secretary of ATPE

Ratified by ATE House of Delegates. . . . . March 15, 1980

Ratified by TPE Membership . . . . . March 29, 1980

Amended by ATPE Board of Directors . . . . . July 13, 2023