



**FLORIDA ART EDUCATION ASSOCIATION
BYLAWS
(As Amended May 14, 2005)**

ARTICLE I – Vision

The vision of the Florida Art Education Association, hereinafter designated as FAEA or as the Association, is to provide Florida visual art teachers with the knowledge, skills and support that will ensure the highest quality instruction possible to all students in Florida.

ARTICLE II – Mission

The mission of the Association is to promote art education in Florida through professional development, service, advancement of knowledge, and leadership.

ARTICLE III – Organization

Section 1: The Association shall be affiliated with the National Art Education Association.

Section 2. The Association shall have Divisions made up of job-alike groups of members. These shall be the Division of Elementary Education, the Division of Middle School Education, the Division of High School Education, the Division of Higher Education, the Division of Supervision and Administration, and the Division of Museum Education.

Section 3. The Association shall have Districts Assembly composed of the presidents or designated representatives of each affiliated district art education association.

Section 4. The FAEA Board of Directors may accept from an established group an application for Affiliated relationship with FAEA, provided there is no conflict or duplication with FAEA or other affiliated organizations.

Section 5: The FAEA Board of Directors may approve the formation of Sections of Special Interest.

ARTICLE IV – Membership

Section 1. Active Membership in the FAEA shall be granted to those individuals engaged in the teaching of art or the direction of programs of art education or in pursuits closely related to the field.

1a. Active membership shall grant participation in the activities of the FAEA including the right to vote upon business matters before the Association and to hold office.



1b. For purposes of voting at the Annual Membership meeting, Active membership will be recognized for individuals whose membership dues are paid for the current membership year as of the date of the Annual Membership meeting.

Section 2. Associate membership in the FAEA will be granted to any individual, organization, institution or business firm, not actively engaged in the teaching of art, interested in the general advancement of art education in the state. Associate members shall have all the privileges afforded Active members except the right to hold elective office or vote in the business affairs of the Association.

Section 3. Active members who retire under the provisions of Florida Law may remain on Active Membership status or become Retired members. Retired members shall have the same privileges as Active members except the right to hold elective office or vote in the business affairs of the Association.

Section 4. Student membership shall be open to undergraduate and full-time graduate students who are not employed as teachers. Student members shall have the same privileges as Active members except the right to hold elective office or vote in the business affairs of the Association.

Section 5. The Membership Year for all classes of members shall be October 1 – September 30.

ARTICLE V – Fees and Dues

Section 1. The FAEA Board of Directors shall set the amount of Annual Dues for all membership categories. Changes in the amount of dues may not be enacted more frequently than once per year. The Board of Directors may approve an increase in dues not to exceed \$5.00 from the current dues level. Any dues increase in excess of that amount shall be approved by a majority vote of the Active members of FAEA present and voting at the Annual Membership meeting.

Section 2. The FAEA Board of Directors shall approve the amount of all other fees assessed by the Association.

ARTICLE VI – Governance

Section 1. The authority and responsibility for the management, policies, and actions of FAEA are vested in the Board of Directors, which shall perform all duties specified in the Constitution and Bylaws. The Board of Directors may, from time-to-time, delegate appropriate authority and responsibility for day-to-day operations as deemed necessary for the efficient management of the association.



Section 2. The Officers of the Association shall be the President, Immediate Past-President, President-Elect, and Secretary. These officers shall comprise the Executive Committee.

2a. It shall be the duty of the President to preside at meetings of the FAEA, to enforce observances of the FAEA Constitution and Bylaws, to order the execution of resolutions, to call meetings of the FAEA, to exercise supervision over the affairs of the Association and to make decisions in cases of emergency when an immediate action is necessary, to appoint all committees for which no provision has been made, and to be a member ex-officio of all committees and task forces. The President shall serve as a State Delegate to the National Art Education Association Delegates Assembly. The President shall make all appointments for which no other provision is made in these Bylaws.

2b. The Immediate Past-President shall serve as advisor to the President, and shall have such other duties as may be assigned by the President.

2c. The President-Elect shall perform all the duties of the President in the absence of the President and shall carry out such other duties as may be assigned by the President or the Board of Directors.

2d. The Secretary shall record the Minutes of each Executive Committee and Board of Directors meeting, and such other meetings as the President may determine; report on the activities of the Board of Directors in the next issue of *Fresh Paint* following a Board of Directors meeting; keep an accurate list of all Sections of Special Interest; ensure that the Constitution and Bylaws of the association are kept up-to-date; send out notices of all meetings as designated by the President; and coordinate record keeping with the association's Historian.

2e. From time-to-time the Board of Directors may employ an individual or association management company to execute FAEA's daily activities, hereinafter referred to as the "Management Functions". The Executive Committee shall negotiate a management contract that shall set the compensation and other terms of employment of the person or persons performing Management Functions. The Executive Committee shall conduct an annual performance review of the Management Functions with input from the Board of Directors.

Section 3. The Board of Directors shall consist of voting and non-voting members, as outlined below:

3a. The voting members of the Board of Directors shall be the President, President-Elect, Immediate Past President, Secretary, Districts Assembly Representative, and Division Directors.



3b. The non-voting members of the Board of Directors shall be Committee and Task Force chairs, and Affiliate group representatives.

3c. Ex-officio, non-voting members of the Board of Directors shall be the ACE/FAAE and DOE Liaisons/State Art Consultant and such other persons as the Board of Directors may from time-to-time approve.

Section 4. The Board of Directors shall have the authority to appoint another Past President, in the event the Immediate Past President cannot fulfill a term of office, President-Elect, and/or other members of the Board to fill a vacancy occurring during a term of office. A President-Elect so appointed shall serve until the next Annual Convention, at which time a special election shall be held to fill the vacancy.

Section 5. The President-Elect shall be elected for a term of two years and shall then automatically assume to the office of President for a term of two years. The retiring President shall automatically assume the office of Immediate Past President for a similar term.

ARTICLE VII – Nominations and Elections

Section 1. In each odd-numbered year, the FAEA President will appoint a Nominating Committee. The Nominating Committee shall be composed of the President-Elect, who shall serve as Chairman of the committee, and one member from each Division.

Section 2. The committee shall prepare a slate of two candidates for the office of President-Elect and for each Division Director position.

Section 3. All candidates must be Active members of FAEA, and provide written confirmation that they agree to serve in the position for which they were nominated.

Section 4. The candidates for President-Elect must have previously served on the Board of Directors either as an elected member or appointed member for at least one term.

Section 5. The President-elect, Secretary, and Division Directors will be elected at the Annual Conference in each odd numbered year by secret ballot of those members present.

Section 6. Elected Board members shall not simultaneously hold more than one office nor succeed him or herself.

Section 7. Elected nominees shall assume office on January 1 following their election.

Section 8. Districts Assembly, in coordination with the President, shall determine the timing and manner of the election of their officers, and the choosing of a representative to the Board of Directors.



ARTICLE VIII – Meetings

Section 1. The Annual meeting of the Board of Directors and the Annual Membership Business meeting shall be held in conjunction with the Annual State Convention.

Section 2. The President may call special meetings of the Executive Committee, Board of Directors or any committee/task force as may be required.

ARTICLE IX – Quorum

Section 1. A quorum for the Annual Membership Business Meeting of the Association shall consist of a majority of the Active members in attendance at the Membership Business Meeting at the Annual State Convention. It shall be the duty of the President to verify and declare that a quorum is present before conducting official FAEA business.

ARTICLE X – Committees and Task Forces

Section 1. The President, in consultation with the Board of Directors, shall appoint each Committee and Task Force chair. Committee and Task Force chairs, in consultation with the President, appoint their members. Committee/Task Force chairs are responsible for keeping the FAEA office informed of the composition of their respective committee/task force.

Section 2. Committees are responsible for long-term association management issues. While their composition may change periodically, their purpose remains constant. Initially there shall be the following committees (sometimes referred to as Standing Committees):

2a. Finance Committee – The Finance Committee shall be composed of the President, President-elect, Immediate Past President, and Secretary. The Committee shall oversee the timely preparation of an annual budget for presentation to the Board of Directors; make reports at each Board of Directors meeting on the financial affairs of the association; ensure the preparation of an annual certified audit and the timely filing of IRS Form 990 tax returns.

2b. Nominating Committee – See Article VII.

Other committees may be formed subsequent to the approval of these Bylaws without a requirement to amend these Bylaws.

Section 3. Task Forces are responsible for short-term, specific goals assigned by the President or the Board of Directors. Upon completion of the assigned specific task, task forces are dissolved.



Section 4. All committee and task force assignments expire on the date of the expiration of the term of office of the President. The incoming President may reappoint chairmen, make new chair appointments, or allow the existence of a committee or task force to terminate, except that the committees mentioned in Section 2 above shall not terminate.

ARTICLE XI – Asset Management

Section 1. No part of the net earnings of the Association shall inure to the benefit of any member, sponsor, donor, creator, trustee, officer, employee, or without limitation, any other private individual, or to the benefit of any corporation, any private individual or any substantial part of the activities of which is carrying on propaganda or otherwise attempting to influence legislation; provided, this shall not prevent payment of reasonable compensation for service actually rendered to or for the Association in its purposes.

Section 2. The Association shall not divert any part of its income or corpus to any member, sponsor, donor, creator, trustee, officer, or employee; by lending any part of its income or corpus without the receipt of adequate security and a reasonable rate of interest; by paying any compensation in excess of reasonable allowance for salaries or other compensation for personal services actually rendered; by making any purchase or security of other property for moiré than adequate consideration for money or money' worth; or by engaging in any other transaction which wither directly or indirectly results in such diversion of its income or corpus.

Section 3. The Association shall not use any income for purposes other than the objects herein before set forth and shall invest income per established policy.

Section 4. The Association shall not act in any way or engage in any activity that might affect its right to full tax deduction of the members' contributions to the Association. The Association shall be operated as to be entitled to, and receive all tax deductions, federal, state, and local, which from time to time may be granted to charitable, scientific, or educational associations or foundations.

Section 5. In the event of dissolution or termination of the FAEA, the residual assets of the Association will be turned over to one or more organizations as the FAEA Board of Directors shall determine and which are exempt organizations described in Section 501 (c)(3) and 170 (c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State or local government for exclusive public purposes. A court of proper jurisdiction shall dispose of any assets not so disposed of exclusively for such purposes or to such organization or organizations, as said court shall determine.



Section 6. It is expressly understood that neither the Board of Directors, nor any members thereof, nor any staff member, nor any member of the Association shall be required to accept personal financial responsibility for the duly authorized bills or obligations or for litigation that may develop from authorized activities of the Association carried out in good faith and in pursuit of the objectives, purposes, and activities prescribed or authorized by the Constitution and Bylaws of the Association.

Section 7. The Association shall purchase Directors and Officers Liability insurance for the protection of the Board and those performing Management Functions.

ARTICLE XII – Fiscal Year

Section 1. The fiscal year of the Association shall be from January 1 through December 31 of each year.

ARTICLE XIII – Handbook of Policies and Procedures

Section 1. The FAEA Board of Directors shall adopt and publish an “FAEA Handbook of Policies and Procedures” that governs the procedures of the Association. The Board of Directors shall review the Handbook bi-annually. Changes to the Handbook may be made by a majority vote of the Board of Directors present at a regular or special Board meeting.

ARTICLE XIV – Amendments

Section 1. Amendments to the Bylaws shall require reading and approval by a majority vote at two consecutive regular or special meetings of the Board of Directors.

Section 2. All approved amendments shall take effect immediately after the second approval of the Board of Directors.

ADOPTED THIS 14th DAY OF MAY 2005 BY A MAJORITY VOTE OF MEMBERS IN GOOD STANDING.

Nancy Dillen
Secretary