

BYLAWS of the NEW ENGLAND EDUCATIONAL ASSESSMENT NETWORK

ARTICLE I: NAME

Section 1: The name of the organization shall be the New England Educational Assessment Network (NEEAN), referred to as NEEAN.

ARTICLE II: MISSION

Section 1: The mission of the New England Educational Assessment Network (NEEAN) is to enhance student learning and development by promoting and supporting evidence-based assessment.

NEEAN works toward this mission by:

- A. Offering its membership opportunities to learn about best practices and emerging trends in assessment through conferences, workshops, institutes, publications and other means;
- B. Reaching out to professionals in higher education as well as to a wide range of associations and policy-making bodies with an interest in higher education;
- C. Promoting the scholarship of assessment through networking, the open exchange of ideas, scholarly publications and grant-funded projects;
- D. Communicating with the wider public about the complexities of higher education and its value to a democratic society;
- E. Striving to become New England's resource of choice for consulting, referrals, and other assessment related services.

NEEAN is guided by the following Values:

- Student success/Student learning
- Multidisciplinary: Meet faculty where they are
- Institutional Inclusiveness/Diversity
- Scholarship/Professional development
- Community/Collaboration/Collegiality

ARTICLE III: MEMBERSHIP

- Section 1:* Membership in NEEAN is open to faculty, administrators, staff, students, and other individuals interested in issues of assessment in higher education.
- Section 2:* Membership in good standing shall be established by payment of annual membership dues. Dues and benefits of membership shall be determined each year by the Board of Directors. The membership year runs from November 1st to October 31st
- Section 3:* Each member is entitled to vote in NEEAN elections, bylaw changes, and proposals submitted by the Board of Directors for member consideration. Members may also participate in surveys and other requests for advice requested by the Board.
- Section 4:* Membership shall not be denied on the basis of age, employment status, race, creed, gender identity, sexual orientation, or disability.

ARTICLE IV: BOARD OF DIRECTORS

- Section 1:* The Board of Directors is the executive branch of NEEAN.
- Section 2:* The Board of Directors shall consist of twelve members:

Elected NEEAN officers:

- A. President,
- B. Vice President,
- C. Program Director,
- D. Communications Director,
- E. Treasurer,
- F. Parliamentarian;
- G. Past President as appropriate;
- H. 5 members of NEEAN elected at large if there is a Past President, or 6 members of NEEAN elected at large if there is no Past President.

Section 3: Duties of the Board of Directors

- A. Establish policies and procedures for NEEAN;

- B. Develop, implement and evaluate annual events, and program as determined by the Board of Directors;
- C. Carry out policies as determined by the membership;
- D. Adopt the annual budget;
- E. Make available all official documents to members upon request;
- F. Adopt the annual meeting schedule;
- G. Act on problems that need immediate attention;
- H. Give general direction to the work of all standing and select committees;
- I. Establish membership policies and fees.

Section 4: The term of office shall be two years. Elected members of the Board of Directors are eligible to seek reelection. Terms of office shall begin May.

Section 5: A quorum of the Board of Directors shall consist of at least seven members.

Section 6: The Board of Directors shall meet a minimum of four times during each year. The dates, times and locations for the entire year shall be set by the Board of Directors at the last meeting of the previous year.

Section 7: Special meetings of the Board of Directors may be called for specific purposes at the request of the President or six members of the Board.

Section 8: The Board of Directors may appoint an Executive Director with authority to act on behalf of the Board. The procedures for appointment and conditions of service shall be determined by the Board of Directors as appropriate.

ARTICLE V: OFFICERS

Section 1: NEEAN Officers include the President, Vice President, Communications Director, Treasurer, Program Director, Parliamentarian, and Past President.

Section 2: The term of office shall be two years. All incumbent officers are eligible to seek reelection.

Section 3: Duties of the President:

- A. Act as chief executive officer of NEEAN;
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- B. Act on behalf of the Board of Directors in the interim between meetings;
- C. Appoint Standing and Select Committees, with approval by the Board of Directors;
- D. Represent NEEAN as spokesperson on matters of policy or assign responsibility for such representation;
- E. Prepare the agenda and preside at all meetings of the Board of Directors;
- F. Serve as ex-officio member on all standing committees.

Section 4: Duties of the Vice President:

- A. Preside at meetings of the Board of Directors in the absence of the President;
- B. Serve as chair of the Membership committee;
- C. Maintain a complete file of members and a mailing list of NEEAN contacts;
- D. Assume the office of President upon resignation of the President;
- E. Perform other duties as delegated by the President and/or the Board of Directors;

Section 5: Duties of the Treasurer:

- A. Supervise the receipt, safekeeping and accounting of all funds;
- B. Provide financial reports at each meeting of the Board of Directors;
- C. Disburse NEEAN funds as required;
- D. Prepare the annual NEEAN budget in cooperation with the President;
- E. Maintain appropriate fiscal/financial records of NEEAN;
- F. Perform other duties as required by the President and/or the Board of Directors.

Section 6: Duties of the Communications Director

- A. Serve as the Chair of the Communications Committee;
- B. Coordinate the planning and implementation of communication and marketing activities of NEEAN;
- C. Coordinate with the Executive Director to collect and transmit accurate records and files of all proceedings of meetings of the Board of Directors and responses from membership;
- D. Maintain an archive of NEEAN projects, events, meeting minutes and other relevant files;
- E. Perform other duties as required by the President and/or the Board of Directors.

Section 7: Duties of the Program Director:

- A. Serve as Chair of the Program Committee;

- B. Plan, supervise and implement all NEEAN program in cooperation with appropriate others;
- C. Maintain a program planning file providing guidelines for preparing conferences, forums, workshops or other programs;
- D. Maintain records and materials of all NEEAN programs;
- E. Perform other duties as required by the President and the Board of Directors.

Section 8: Duties of the Parliamentarian:

- A. Advise the presiding officer and/or the Board of Directors regarding the application of parliamentary procedure as appropriate;
- B. Perform other duties as required by the President and or the Board of Directors;

Section 9: Duties of the Past President:

- A. The Past President will automatically become a member of the Board of Directors for one two-year term;
- B. Perform duties as required by the President or the Board of Directors

Section 10: Officers shall deliver records and materials relating to their offices to their successors immediately following the close of their terms of office.

ARTICLE VI: AFFILIATED MEMBER OF THE BOARD OF DIRECTORS

Section 1: The Affiliated Member of the Board is a non-voting member. (S)he offers advice, counsel and other services on an annual basis and as the Board may determine.

Section 2: Affiliated members shall be (1) nominated by a member of the Board and (2) receive affiliation by a formal motion of the Board.

Section 3: Affiliated members shall serve a term of two years and may be renewed by Board endorsement.

ARTICLE VII: COMMITTEES

Section 1: There shall be three standing committees of the Board: Program, Membership, and Communication. The Board may establish additional standing committees by a vote of at least eight members.

Section 2: Standing committees shall consist of from three to nine members. Committee membership shall be drawn from the Board of Directors, augmented by NEEAN members as appropriate. Members shall be appointed by the President upon concurrence by the Board of Directors. Members of Standing Committees shall serve until the next election of the Board of Directors.

Section 3: Program Committee:

- A. Plans, implements and evaluates NEEAN programs;
- B. Designs and distributes information/publicity about NEEAN programs and projects;
- C. Develop new programs and projects to be considered by the Board of Directors.

Section 4: Membership Committee:

- A. Recommends member dues and other membership fees to the Board of Directors;
- B. Plans, implements and evaluates strategies for promoting NEEAN membership;
- C. Designs and distributes membership brochures and other information to members

Section 5: Communication Committee:

- A. Designs and updates the NEEAN website;
- B. Recommends technological enhancements to support NEEAN projects and programs;
- C. Implements distribution of information to members and appropriate others through electronic means.

Section 6: Select Committees:

- A. Select Committees shall be appointed by the President, with approval by the Board of Directors.
- B. Select Committees shall have the responsibility to accomplish specific tasks within a specified time.

ARTICLE VIII: MEMBER CONSULTATIONS

Section 1: The Board of Directors shall, from time to time, solicit the opinions and advice of the membership of NEEAN. The purpose, method and time for such occasions shall be determined by the Board.

Section 2: A majority of the members of NEEAN may request the Board of Directors to solicit the membership for specific purposes.

ARTICLE IX: ELECTION OF OFFICERS

Section 1: Elections will be conducted by electronic means during the spring of an election year.

Section 2: The President will appoint a Nominations Committee Chairperson who will then appoint up to three additional members of the Board or Affiliated Board Members to serve on the Committee. No one who wishes to be a candidate for election to the Board may serve on the Nominations Committee.

Section 3: The Nominations Committee will solicit and recommend a slate of candidates for each of the open slots on the Board.

In seeking and selecting candidates, the Committee will seek to promote geographic and institutional diversity on the Board. Any NEEAN member may recommend Nominees to the Committee.

Section 4: The slate of candidates selected by the Nominations Committee for each of the open slots on the Board will be presented to the membership for election. Write-in candidates will be counted. The candidate receiving the most votes in a given slot will be offered a position on the Board. In the case of a tie, the Board will select one of the candidates who tied for the most votes.

Section 5: Officers serve a two-year term. After the election of new board members, the Nominations Chairperson will solicit nominations for each expiring office from among existing Board members.

Officers will be selected by the Board of Directors from among the Board membership no more than two months after the general election.

In the case of there being more than one candidate for an office, the Board of Directors will vote by secret ballot. The Nominations Chairperson will conduct the ballot.

Section 6: Officers may be removed from office for due cause by a vote of at least eight members of the Board of Directors.

ARTICLE X: NEEAN JOURNAL

Section 1: NEEAN shall support a scholarly journal of assessment.
The purpose of the journal will be to encourage, promote and publish

significant research regarding assessment and institutional effectiveness.

Section 2: The journal will be a NEEAN publication. The journal's editorial policies and the appointment of the personnel of the journal shall be governed by the NEEAN Board of Directors.

Section 3: The NEEAN Board will appoint an editor or editors. The Editor(s) will have plenary management responsibilities for all operational functions of the journal. The editor shall serve a term of five years unless removed by the Board of Directors prior to the conclusion of that term. The editor may be reappointed by approval of the Board.

Section 4: The editor of the journal shall serve as an *ex-officio*, non-voting member of the NEEAN Board, unless (s)he serves as an elected member of the Board. The editor shall make an annual report to the Board regarding the condition of the journal. The editor may make interim reports as the Board requests or as the editor deems appropriate.

ARTICLE XI: AMENDMENT PROCESS

Section 1: NEEAN Bylaws may be amended by a simple majority of NEEAN members who vote on proposed changes.

Section 2: Proposed changes to the NEEAN Bylaws shall be presented to the membership in writing or by e-mail at least 20 working days prior to voting.

Section 3: Any provision of the NEEAN Bylaws may be suspended for a specified time by at least nine votes of the Board of Directors. The NEEAN membership shall be notified of any suspension.

ARTICLE XII: PARLIAMENTARY AUTHORITY

Section 1: *Robert's Rule of Order* shall govern all questions of procedure at Board of Directors meetings, unless superseded by NEEAN Bylaws or a vote of at least 8 members of the Board of Directors.

ARTICLE XIII: DISSOLUTION OF THE NEW ENGLAND EDUCATIONAL ASSESSMENT NETWORK (NEEAN)

Section 1: The purpose of the dissolution of NEEAN is to cease all functions and activities of NEEAN so that the organization no longer exists.
Dissolution would encompass, at a minimum:

- A. Membership of NEEAN
- B. Board of Directors
- C. All NEEAN programs and events
- D. NEEAN employees
- E. Consultants and speakers
- F. All promotional literature or publicity
- G. Relationships with other organizations
- H. NEEAN publications, including the Journal

Section 2: The process of dissolution shall require both:

- A. A recorded resolution to dissolve NEEAN approved by at least nine (9) current members of the Board of Directors at two consecutive special meetings of the Board called only for consideration of such resolution. AND
- B. A recorded vote on a resolution to dissolve NEEAN approved by at least seventy-five percent (75%) of the paid membership. The vote shall be conducted as per Article III Section 3 of the standing NEEAN Bylaws.

Section 3: The final date for the dissolution of NEEAN shall be October 31 of the year following the resolution for dissolution approved by the Board of Directors and the Membership. At that date all NEEAN functions, events and activities will cease and NEEAN will be formally dissolved.

Section 4: The Board of Directors shall resolve all financial obligations prior to the final date of dissolution. Expenditure shall be paid from funds currently held by NEEAN in any financial institution and other funds received prior to dissolution.

Payments may include (list not exclusive):

- A. Contracted consultants and speakers
- B. NEEAN employee salary and expenses
- C. Board meeting expenses
- D. Board member travel, room, etc.
- E. Bank fees, insurance payments
- F. Program expenses (rooms, hotel, food, etc.)
- G. Website, office supplies
- H. Journal – related expenses
- I. NEEAN publicity and marketing

J. Taxes

Section 5: Any funds remaining to NEEAN after all financial obligations have been resolved shall be dispersed in a manner determined by the Board of Directors prior to dissolution. Income received following dissolution shall be returned to the donor.