

## ARTICLE I. NAME

The name of this Association is **Atlanta-area Evaluation Association (AaEA)**.

## ARTICLE II. PURPOSE

Section 1. The **purpose** of this Association is to:

- (a) Promote scientific and educational purposes, as those terms are used in Section 501(c) 3 of the Internal Revenue Code, in connection with the science and practice of evaluation in both the public and private sectors of society.
- (b) Improve the quality of evaluation in the Atlanta area and Georgia as a whole by promoting professional evaluation practices and stimulating new evaluation ideas and opportunities.
- (c) Enhance the professional life of evaluators in the Atlanta area by providing networking opportunities among evaluators and providing a forum for cross-fertilization of evaluation ideas among various professions, settings, and content areas.
- (4) Add credibility and visibility to the evaluation field by bringing students into the evaluation field and mentoring their professional development.
- (e) Strengthen the national American Evaluation Association (AEA) through membership recruitment and facilitation of local AEA activities.

Section 2. The Association is a not-for-profit organization organized exclusively for charitable and educational purposes. No board member, officer, agent, or employee shall at any time receive or be entitled to receive any compensation or pecuniary profit from the operation of the Association or upon its liquidation or dissolution, except for reasonable compensation for services actually rendered to the Association in effecting one or more of its objectives or purposes, or as a direct or indirect beneficiary of its said nonprofit purposes.

Section 3. AaEA, in the recruitment of members, does not knowingly discriminate against any individual on the basis of race, color, ethnicity, sex, sexual orientation, religion, creed, national origin, socioeconomic status, age, disability, veteran status, or any other basis prohibited by state or local law.

### ARTICLE III. MEMBERSHIP

- Section 1. **Eligibility.** Any individual interested in the purposes of the Association shall be eligible for membership. Members are defined as those who have paid the currently stipulated membership dues and have received acknowledgment of membership from the Association. Dues must be paid annually to retain membership privileges.
- Section 2. **Rights.** All members have the right to vote for officers and on other official matters of the Association, to hold office if duly elected, to participate in the standing committees, and to receive all notifications pertaining to the official business of the Association.
- Section 3. **Dues.** The annual membership dues and assessments shall be determined by the Council. Student members will receive a discounted membership rate.

### ARTICLE IV. MEETINGS OF MEMBERS

- Section 1. **Time and Place of Meetings.** Meetings of the membership shall be held at any suitable place convenient to the membership as may be designated by the Council. The Council shall decide upon dates and times for the Association's meetings. At least one annual business meeting shall be held within each year. The Council may call special business meetings by properly notifying the members.
- Section 2. **Notice of Meetings.** At least ten (10) days in advance thereof the Council shall notify each member of any general membership business meeting. Notification of the annual meeting shall be distributed at least thirty (30) days in advance.
- Section 3. **Annual Meeting.** An annual meeting shall be held each year for the purpose of electing Officers, reviewing the annual financial report, and amending the by-laws if proposed.
- Section 4. **Quorum.** Those members present at the business meetings of the membership shall constitute a quorum.
- Section 5. **Voting.** Each member present at any meeting shall have one vote. Members may also submit votes in writing if they are unable to be present. Written votes must have the member's signature.

## ARTICLE V. GOVERNING BODY

Section 1. **Members and Qualifications.** The affairs of the Association shall be governed by a Council, which shall serve as the board of directors, and consist of a President, a President-Elect, a Secretary, and a Treasurer. After the founding year, the past year's president will also serve as an officer on the council. The Chairs of the following standing committees: Communications, Program, Finance, Membership, Professional Development-Mentoring, and the New Evaluators Liaison will also serve as members on the Council. Co-chairs of these committees may serve as members representing their committees if the Chair is not present. All Council members must be members of the Association.

Section 2. **Governing Powers and Duties.** The Council shall have all the powers and duties necessary or appropriate for the administration of affairs of this Association and may do all such acts and things as are not by law or by the Articles of the Association or by these by-laws directed to be exercised and done by members.

The duties of the Council shall include:

(a) Carrying out any necessary business of the Association between the general meetings.

(b) Determining the substance and membership of the Standing Committees and task forces of the Association. The Council will monitor the activities of all Committees and task forces and provide for periodic reports on their activities to the membership.

Section 3. **Election and Term of Office.** Each position on the Council is a one year term. The offices of President, President-Elect, Secretary, and Treasurer are elected by the membership. The procedure for election of Officers shall be as set forth in Article VI, Section 2. The procedure for election of Committee Chairs and the New Evaluator Liaison shall be as set forth in Article VIII. The term of office generally shall begin on January 1<sup>st</sup> following election. Council members, whether Officers or Committee Chairs, may serve no more than two consecutive terms in the same position.

Section 4. **Vacancies.** If any position of the Council members becomes vacant, the Council will appoint a member of the Association to serve on Council until the next general election.

- Section 5. **Voting.** All Officers present at a meeting will have one vote each. Each Chair of a Standing Committee will also have one vote, which can be cast by the Co-chair if the Chair is not present.
- Section 6. **Removal of Council Members.** Council members, whether Officers or Committee Chairs, may be removed for nonperformance, at the discretion of a majority of the Council members, if the member fails to attend three consecutive Council meetings or fails to complete significant tasks or meet deadlines. To remove a Council member for cause, a motion must be made and circulated to the Council in writing thirty days prior to a vote for removal. During this thirty-day period, the Council member in question has the right to respond in writing to the removal motion. A confidential ballot vote of eligible voting members shall then be taken. The Council member in question does not vote on his or her own removal. A two thirds vote by the voting members of the Council is necessary to remove the member in question. Upon removal of a Council member, the position will be filled in accordance with the provisions stated in Article V, Section 4.
- Section 7. **Compensation.** Compensation shall not be paid to Council members for their services in their capacity as Council members, nor pursuant to any other contractual arrangements. However, Council members may be reimbursed for actual expenses incurred by them in the performance of their duties, as approved by a majority of the Council.
- Section 8. **Meetings.** The Council shall meet at least quarterly, with members being notified as specified in Article IV, Section 2. Special meetings of the Council may be called by the President or by a quorum of Council members, in writing, on three (3) days' notice, if practical, to each Council member, which notice shall state the time, place, and purpose of the meeting. All meetings of the Council shall be open to the membership except for those times when the Council will discuss matters involving personal privacy.
- Section 9. **Parliamentary Authority.** The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these by-laws and any special rules of order the Association may adopt.
- Section 10. **Quorum.** At all meetings of the Council, two-thirds of the Council members (7) shall constitute a quorum for the transaction of business.

## ARTICLE VI. OFFICERS

Section 1. **Designations and Qualifications.** The principal Officers of the Association shall be same as Article V, Section 3.

Section 2. **Election of Officers.**

- (a) Yearly, a Nominating Committee, elected by the Council from among the members of the Association, will secure at least one nomination for each of the appropriate offices described in Section 3 below, through consultation with members and will, with authorization of the Council, submit the slate of nominees to the membership for vote. The distribution of the slate to the members will occur at least 30 days prior to the annual meeting. Additional nominations may be presented by the membership for inclusion in the election provided they are received by the Nominating Committee at least one week prior to the annual meeting.
- (2) Election will be by written ballot, voting may take place at the annual meeting, or by mail, in accordance with Article IV, Section 5. The Secretary will in turn be responsible for verifying the ballots, protecting the security of the ballots, obtaining independent corroboration of the ballot counts, and reporting the results to the Council and to the membership.
- (3) The candidate for each office receiving the largest number of votes will be considered elected. In the case of tie, the Council will vote for the officer from the tied candidates.

Section 3. **Duties of Officers**

- (a) **President.** The President shall act as the chief executive officer of the Association and shall have all the general powers and duties which are usually vested in the office of the President of an Association, including: preside at all business meetings, serve as Chair of the Council, appoint all task forces, and have general responsibility for the conduct of the affairs of the Association. The President will serve as liaison to the Program Committee.
- (b) **President-Elect.** The President-Elect will assist the President in conducting the business of the Association and preside in the President's absence. The President-Elect will serve as liaison to the Communications Committee. The President-Elect is assumed to succeed the President.
- (c) **Secretary.** The Secretary shall keep minutes of Council meetings and other meetings as requested by the President. The Secretary, or designee, shall keep

a file of the proceedings of general membership business meetings and Council meetings, as well as copies of the financial reports and official publications of the Association, and shall supervise the issuance to the membership of all notifications pertaining to the official business of the Association. The Secretary shall also handle other correspondence. The Secretary shall serve as a liaison to the Membership Committee.

- (d) **Treasurer.** The Treasurer shall hold the Association's funds, collect the annual dues from the members, prepare the yearly budget for consideration and approval by the Finance Committee, account for the receipt and expenditure of all monies, and keep the other Officers informed of the financial condition of the Association upon their request. The Treasurer shall make disbursements, shall provide for periodic examinations of financial reports by an auditing firm or a Certified Public Accountant, and shall prepare an annual financial statement for publication to all members. Upon authorization by the Finance Committee, the Treasurer may deposit funds of the Association in insured financial institutions to earn interest payments. The Treasurer shall serve as a liaison to the Finance Committee.
- (6) **Past-President.** The Past President shall advise the President and President-elect. The Past President will verify elections and serve as the liaison to the Nominating Committee and task forces created by the Council.

Section 4. **Additional Officers.** Committee Chairs of the five Standing Committees and the New Evaluators Liaison will also serve as officers. Selection of these Chairs and description of the Committees are described under Article VIII.

## ARTICLE VII. FISCAL MANAGEMENT

Section 1. **Fiscal Year.** The fiscal year of the Association shall begin on January 1.

Section 2. **Books and Accounts.** Books and Accounts of the Association shall be kept under the direction of the Treasurer, with oversight by the Financial Committee.

Section 3. **Execution of Association Documents.** With prior authorization of the Council, all notes and contracts shall be executed on behalf of the Association by the President, and all checks shall be executed on behalf of the Association by the Treasurer.

Section 4. **Disbursement of Assets at Dissolution.** No member, director, or officer of the Association, nor any private person shall be entitled to share in the

distribution of any of the Association's assets upon dissolution of the Association or winding up of its affairs. Upon such dissolution or winding up of affairs, after making provision for the payment of all the liabilities of the association, all of the remaining assets of the Association shall be distributed for substantially similar uses and purposes to the American Evaluation Association, or, as determined by the Council, any other organization which would then qualify for exemption under the provision of section 501(c) 3 of the U.S. Internal Revenue Service code as now stated or as it may be hereafter amended.

## ARTICLE VIII. COMMITTEES

Section 1. **Standing Committees.** Standing committees are: Communications, Program, Finance, Membership, and Professional Development - Mentoring.

- 1) **Communications Committee.** This Committee is focused on internal and external communication among evaluators in the Atlanta area and beyond, including websites, newsletters, marketing materials, and e-mail exchanges.
- b) **Program Committee.** This Committee helps identify topics, venues, and formats for AaEA events. The Committee selects program topics and organizes events and meetings in coordination with the other committees.
- c) **Finance Committee.** This Committee oversees the financial affairs and solvency of the Association. This Committee also oversees structural issues for the AaEA such as by-laws, related to the legal/tax-exempt status of the organization.
- d) **Membership Committee.** This Committee focuses on the mechanism, advantages, fee structure, and data base for the Association membership. It promotes and facilitates the process for membership.
- e) **Professional Development - Mentoring Committee.** This Committee focuses on ways to bring new evaluators into the field and to support and stimulate the development of practicing evaluators. The Committee promotes continuing learning and sharing experiences among evaluators. The New Evaluator's Group is a part of this committee.

Section 2. **Task Forces.** Task forces may be formed for fixed periods of time for specific purposes as deemed necessary and appropriate by the Council.

Section 3. **Membership and Chair Election for Standing Committees.** Membership on Committees shall be voluntary self-selection. Each Committee will have a Chair and a Co-chair who may substitute for the Chair, with full membership and voting rights, as appropriate. The New Evaluator's Group will also have a chair and co-chair (Liaison). Chairs and Co-chairs of each of the Standing Committees will be selected annually by simple majority vote of the members of the respective Committees. Members of the Committee, and the general membership should receive at least ten (10) days' notice that an election will be held at a designated meeting. Voting may be done by voice vote.

Section 4. **Task Force Chairs.** Chairs of task forces shall be appointed by the President of the Association, and will serve for the term of the task force. Members of task forces may be volunteers or appointed by the President or the Chair.

Section 5. **Nominating Committee.** A Nominating Committee will be formed prior to annual election for the purposes of soliciting nominations from among the general memberships and developing a slate of candidates with at least one nominee for each office. The Nominating Committee will also serve to organize the election process. The Nominating Committee will be selected by vote by the Council from among members of the Association. However, the current President cannot serve on this Committee.

#### **ARTICLE IX. RATIFICATION**

These by-laws shall be **ratified** by an affirmative vote of two-thirds (2/3) of the ballots cast.

#### **ARTICLE X. AMENDMENTS**

**Amendments.** These by-laws may be amended at any regular meeting of the Association by a two-thirds (2/3) vote, provided that the amendment has been submitted in writing at the previous regular meeting.

Approved December 6, 2000  
Amended December 21, 2001  
Amended January, 2004