

CONSTITUTION AND BYLAWS

COUNCIL OF UNIT PRESIDENTS (CUP) Association of Teacher Educators (ATE)

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Re-Approved by CUP Membership: February 2008

Revised document prepared by Dr. Mary Goggins Selke, CUP Executive Secretary

Revised document prepared by Dr. Gwen Middlebrooks and an Ad-hoc committee;

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Re-Approved: Feb 13, 2016 (Dr. Valerie Wright, Chair)

Article I

Name and Affiliation

This organization is the Council of Unit Presidents (CUP) of the Association of Teacher Educators (ATE) - a non-profit organization - and shall hereinafter be called the Council.

Article II

Purposes

- Section 1. The Council shall serve as the central facilitating agency in the communication and organizational linkages between and among the authorized ATE units and between the units and the ATE, which includes the latter's officers, Board of Directors, Delegate Assembly, committees, commissions, task forces, and staff.
- Section 2. It shall articulate and promote effective leadership roles in teacher education for authorized ATE units and work for appropriate recognition and professional status for those units.
- Section 3. It shall participate in the formulation of and act as a clearinghouse for substantive ideas, developments, and practices, especially as they relate to policy in teacher education, and shall keep its members informed of them.
- Section 4. It shall work collaboratively with ATE, its authorized units, and other organizations, agencies, institutions, and individuals to study and improve teacher education and to maintain a strong voice for ATE in teacher education throughout the service area of each authorized unit.

Article III

Membership

- Section 1. The president, president-elect, and immediate past president of each authorized unit shall be members of the Council for the ensuing membership year. who are in good standing with the unit and ATE shall be members of the Council.
- Section 2. Past voting members of the Council may retain non-voting membership in CUP provided they are in good standing with the unit and ATE.

Section 32. The Council's officers, Executive Committee members, and representative to the ATE Board of Directors shall be members of the Council.

Section 43. The executive secretaries of the authorized units shall be invited to attend all official meetings of the Council and shall receive copies of all materials sent to Council members.

Article IV
Officers

Section 1. The officers shall be a Chair, Chair-Elect, Immediate Past Chair, and Executive Secretary.

Section 2. The officers shall be members in good standing of their units and of ATE.

Section 3. The Chair shall:

- a. serve as the Council's official representative at all official functions;
- b. develop the agenda, with assistance of Executive Secretary as requested, and chair all Council and Executive Committee meetings;
- c. recommend appointment and dismissal of the chairs and members of all committees, except those whose election/selection is otherwise specified in this Constitution, to the Executive Committee for action;
- d. serve as ex-officio member of all committees of the Council, except the Nominations and Elections Committee;
- e. coordinate the activities of all committees and task forces, except the Nominations and Elections Committee, and ensure that regular reports of their progress are received by the Executive Committee and the ATE Executive Director;
- f. send copies of all correspondence originating with the Chair to the Executive Secretary; and
- g. perform all other duties incident to the office of Chair.

Section 4. The Chair-Elect shall:

- a. assume the duties of the Chair in that person's absence; and
- b. perform other duties requested by the Chair or the Executive Committee.

Section 5. The Immediate Past Chair shall:

- a. make personal knowledge of Council and ATE history and procedures available to the Chair and other members of the Executive Committee;
- b. chair the Nominations and Elections Committee; and
- c. perform other duties requested by the Chair or the Executive Committee.

Section 6. The Executive Secretary shall:

- a. act as continuing liaison to ATE, the authorized units, and other organizations, agencies, and institutions;
- b. notify the ATE Office of the names of newly elected officers and representatives of the Council;

- c. maintain records of membership, budgets, meetings, and activities for historical documentation;
- d. prepare and present, in consultation with the Chair, the annual budget for approval by the Executive Committee;
- e. prepare and submit official reports to the officers, Executive Committee, Council, ATE, and other organizations, agencies, and institutions as required (including an annual meeting report to the ATE Executive Director by March 5, following the annual meeting, if required);
- f. produce and distribute official electronic and hard copy communications, documents, and publications of the Council;
- g. perform other duties requested by the Chair or the Executive Committee.

Article V

Executive Committee

- Section 1. The Executive Committee shall consist of five (5) regional coordinators, the Chair, Chair-Elect, Immediate Past Chair, and the Council's representative to the ATE Board of Directors. The Council's Executive Secretary and the Executive Director of ATE shall be: ex-officio members without vote.
- Section 2. The members of the Executive Committee shall be members in good standing of CUP, their units, and of ATE.
- Section 3. The Executive Committee shall:
- a. formulate and present recommended policies, procedures, activities, and membership dues to the Council for action;
 - b. oversee the implementation of Council policies and activities;
 - c. receive and approve the annual budget and financial reports of the Executive Secretary before forwarding them to the Council;
 - d. act on the recommendations for appointments and dismissals, made by the Chair;
 - e. be responsible for the selection and appointment of the Executive Secretary and for determining the effectiveness of the person in that role;
 - f. conduct the affairs of the Council between Council meetings;
 - g. facilitate close collaboration among the Council, the authorized units, and ATE; and
 - h. represent the interests of the Council, the authorized units, and ATE.
- Section 4. A quorum shall be necessary to make official decisions and shall consist of five (5) voting members of the Executive Committee. Decisions may be made through email. A majority vote shall decide any motion.
- Section 5. The Executive Committee shall meet in such special meetings as may be called by the Chair or by written request of any five (5) of its members.
- Section 6. Chairs of all committees and task forces shall be invited to attend and participate in Executive Committee meetings without vote.

Article VI

Council Representative to the ATE Board of Directors

- Section 1. The Council representative to the ATE Board of Directors shall be a member in good standing of CUP, the appropriate authorized unit, and of ATE.
- Section 2. The Council representative to the ATE Board of Directors shall:
- a. serve as liaison between the Council, its officers and Executive Committee and the Board of Directors;
 - b. report on ATE activities, especially those of the Board of Directors, at each regular meeting of the Council and the Executive Committee;
 - c. take responsibility for knowing and representing the views and interests of the Council, officers, and Executive Committee at meetings of the Board of Directors (This will include but not be limited to: requests to the Executive Committee members for agenda items for ATE Board meetings and a report to Executive Committee members, after each Board meeting, outlining key points and decisions made by the ATE Board to be shared with the CUP membership.); and
 - d. perform such other duties as may be required of all members of the Board of Directors.

Article VII

Elected Members of the Executive Committee as Regional Coordinators

- Section 1. The five (5) elected members of the Executive Committee shall serve as Regional Coordinators of the Region from which they were elected.
- Section 2. The Regional Coordinators shall:
- a. serve as liaison between the Executive Committee and the authorized units in their respective Regions;
 - b. remain abreast of the activities of the units within their Regions and work to ensure that those units duly elect/select and instruct officers, Delegates, and other representatives and send those persons' names to the Executive Secretary and to the ATE Executive Director as necessary;
 - c. assist units within their Regions that are interested in acquiring added resources, determining new directions, and/or gaining increased strength through the development of individualized collaborative relationships for those purposes;
 - d. provide an annual report on the health of units within their Regions, including any recommendations for Council and/or ATE action, to the Executive Committee;
 - e. facilitate achievement of the purposes of both the Council and ATE.

Article VIII
Regions

- Section 1. Five distinct geographic Regions shall be used to facilitate and focus the work of the Council.

- Section 2. The five Regions shall:
- a. divide the United States and adjacent areas with authorized units into relatively equal population areas - Northwest, Southwest, Midwest, Southeast, and Northeast;
 - b. recognize, insofar as practicable, long-standing regional affinities;
 - c. include at least two large authorized units in each;
 - d. be identified by number, region, and area as follows:
 1. Region I - Northwest area:
Alaska, Idaho, Montana, Oregon, Utah,
Washington; Western Canada, Wyoming;
 2. Region II - Southwest area:
Arizona, California, Colorado, (requested by Colorado ATE
president) Hawaii, Nevada, New Mexico, Oklahoma;
 3. Region III – Midwest area: Illinois, Indiana, Iowa, Kansas,
Nebraska, North Dakota, Michigan, Minnesota, Ohio, South
Dakota, Wisconsin
 4. Region IV - Southeast area:
Alabama, Arkansas, Delaware, District of Columbia, Florida,
Georgia, Kentucky, Louisiana, Maryland, Mississippi, Missouri,
North Carolina, Puerto Rico, South Carolina, Tennessee, Texas,
Virginia, West Virginia;
 5. Region V - Northeast area:
Connecticut, Eastern Canada, Maine, Massachusetts,
New Hampshire, New Jersey, New York, Pennsylvania,
Rhode Island, Vermont.
- Section 3. Each of the five elected members of the Executive Committee shall be chosen from a different Region on the schedule established in this Constitution and shall serve as the Regional Coordinator for that Region.

Article IX

Nominations, Elections, Terms of Office, Vacancies

- Section 1. Nominations:
- a. The Nominations and Elections Committee shall prepare and present for a February vote of the Council membership a list of nominees for:
 1. the office of Chair-Elect during the second year of the sitting Chair-elect's term;
 2. the elected members of the Executive Committee such that:
 - (a). the members from Regions I and II shall be elected in odd years and
 - (b). the members from Regions III, IV and V shall be elected in

- even years.
- (c). suggestions for nominations shall be electronically solicited from state and/or regional unit presidents by the Chair of the Nominations and Elections Committee.
- b. Concurrently in the years dictated by the established terms of office set by ATE, the CUP Nominations and Elections Committee shall prepare a list of nominees for the position of Council of Unit Presidents' representative to the ATE Board of Directors. The CUP Executive secretary will send the nominations for the Council of Unit Presidents' representative, to the Chair of the ATE Nominations and Elections Committee to be duly slated.
 - c. The Nominations and Elections Committee shall always strive for diversity on the Executive Committee.
 - d. Eligibility for election or appointment to office, the Executive Committee, and as Council representative to the ATE Board of Directors requires that nominees for all positions shall be members in good standing of ATE, CUP, and their authorized units. In addition, nominees:
 - 1. for elected positions on the Executive Committee shall hold the office of president, immediate past president, or have completed their term as immediate past president of an authorized unit since the Council's last election;
 - 2. for Chair-Elect shall be sitting members of the Executive Committee or have completed their Executive Committee membership on June 30 immediately prior to nomination
 - 3. for Council representative to the ATE Board of Directors shall be sitting members of the Executive Committee, the Chair, the Immediate Past Chair, or ~~in the case of Executive Committee past committee members who have completed their terms in respective position; members and the Immediate Past Chair, have completed their terms in those positions on June 30 immediately prior to nomination (ie, must be a current or immediate past officer of the Council of Unit Presidents);~~
 - 4. for Council representative to the ATE Board of Directors shall also meet such other requirements as specified in the ATE Corporate Bylaws;
 - 5. for the position of Executive Secretary shall have served on the Executive Committee, as well as president of an authorized unit, and be appointed by the CUP Executive Committee.

Section 2. Voting:

- a. Voting shall be by means of a voice vote at the annual meeting, or for offices of CUP Chair and Regional representatives, by electronic ballot prior to June 1 if the candidate slate is unavailable at that time) prepared by the Nominations and Elections Committee.
- b. All Council members shall be eligible to vote on all candidates, including candidates for elected membership on the Executive Committee irrespective of the Regions from which they come.

Section 3. Terms of office shall begin July 1 following election, unless dictated otherwise by established policy of ATE.

Section 4. Tenure:

- a. Elected officers shall serve two years in each position, except in the case of a vacancy in the Chair's position, as described in Article VI, 5, a, in this Constitution.
- b. Elected Executive Committee members shall serve two (2) year terms and the Council representative to the ATE Board of Directors shall serve a regular term as established by ATE.
- c. The Executive Secretary shall serve at the pleasure of a majority of the members of the Executive Committee.

Section 5. Vacancies:

- a. Should the office of Chair become vacant, the Chair-Elect shall become Chair for the remainder of the unfinished term and for the following term.
- b. Inability to serve, resignation, failure to attend two (2) consecutive meetings of the Executive Committee, election or appointment to an office or to the position of Council representative to the ATE Board of Directors on the part of an elected Executive Committee member, continued failure to perform the duties prescribed in this Constitution, or other unforeseen circumstance shall cause a seat to be declared vacant. Such vacancy shall be filled through appointment by the Chair, with the approval of the Executive Committee.
- c. A vacancy in the position of Council representative to the ATE Board of Directors shall be filled as prescribed in the ATE Corporate Bylaws.

Article X **Committees**

Section 1. Standing Committee:
There shall be a Nominations and Elections Committee. A chair and two-four members shall be appointed by the Chair for a term of two (2) years beginning July 1; unless indicated otherwise elsewhere in this Constitution they may be reappointed.

Section 2. Ad Hoc Committees:
Ad hoc committees may be created and dissolved by the Executive Committee upon recommendation by the Chair.

Section 3. Task Forces:
Task forces may be created by the Executive Committee upon recommendation by the Chair to conduct specified studies or perform other well-defined, short-term, substantive tasks that do not overlap those of established committees. Task

force members shall serve only until the assigned task is completed.

Section 4. Copies of all reports and materials resulting from the work of any committee or task force shall be forwarded to the CUP Chair and the CUP Executive Secretary.

Section 5. Each ad hoc committee or task force shall submit an annual progress report to the CUP Chair and Executive Secretary prior to the annual meeting and a summative report within thirty (30) days of completing their task.

Section 6. The Chair and the Executive Secretary shall be ex officio members of all committees and task forces, except the Nominations and Elections Committee.

Section 7. Duties and responsibilities of the standing Committee:

a. The Nominations and Elections Committee shall:

1. prepare a slate of nominees and present it to the membership for a voice vote as stipulated in Article IX of this Constitution and in accordance with the ATE Corporate Bylaws,
2. be chaired by the Immediate Past Chair.

Article XI

Dues and Fees

Section 1. Dues for authorized units shall be set by majority vote of the Council members voting at a regularly scheduled Council session during the ATE Annual Meeting upon recommendation of the Executive Committee.

Section 2. Fees may be charged persons participating in events and activities, other than Council meetings, sponsored by the Council. Such fees shall be set by the Executive Committee.

Article XII

Meetings

Section 1. The Council shall hold two (2) business meetings annually, one during the ATE Annual Meeting and the other during the ATE Summer Conference, as well as such other meetings as the Executive Committee may approve. The time and place of the latter shall be determined by the Executive Committee. Some meetings may be organized on a Regional basis at the discretion of the Executive Committee.

Section 2. The Chair shall determine the number, times, and sites of the Executive Committee meetings, of which there shall be a minimum of two (2) each year.

Section 3. Decisions during officially called Council business meetings shall be made by a majority of those present and voting.

Section 4. A quorum, five (5) voting members, must be present for the Executive Committee

to make official decisions; however, if there is not a quorum, those members present may consider problems and issues and prepare recommendations or motions which shall be presented to the full Executive Committee by e-mail ballot. The marked ballots shall be returned to the Executive Secretary for tabulation. The majority of those voting shall determine the outcome.

Section 5. All business meetings shall be conducted according to the latest edition of Robert's Rules of Order if such rules do not conflict with any part of this Constitution.

Article XIV
Official Year

The Council's official year shall extend from July 1 through the following June 30.

Article XV
This Constitution and the ATE Corporate Bylaws

In the event that this Constitution may be found to conflict with the ATE Corporate Bylaws, the latter shall prevail.

Article XVI
Amendments

This Constitution may be amended provided that the proposed amendments have been approved by a two-thirds vote of the Executive Committee and ~~either a two-thirds vote of the Council members present and voting at the business meeting during the ATE Annual Meeting, so long, as a copy of the proposed amendments has been sent to all members. at least thirty (30) days prior to the date of the business meeting or a majority vote of the members returning a mail ballot they received in conjunction with a copy of the proposed amendments.~~

Article XVII
Assets on Liquidation

No part of the net income, revenue, and grants of the Council, shall inure to the benefit of any member, officer, or private individual (except that reasonable compensation may be paid for services rendered in connection with one or more of its purposes), and no member, officer, or private individual shall be entitled to share in the distribution of any part of the assets of the Council, on its dissolution or liquidation. In the event of such dissolution or liquidation, the assets of the Council, after payment of debts and obligations, shall be transferred to the Association of Teacher Educators or in its stead to an organization with federal tax exemption for charitable and educational uses and purposes similar to those of this Council, which exempt organization shall be designated by the final Executive Committee of the Council.

