

Bylaws

BYLAWS OF KOREAN-AMERICAN EDUCATIONAL RESEARCHERS ASSOCIATION

ARTICLE I

NAME

The name of this organization shall be the Korean-American Educational Researchers Association (herein called the “Association”).

ARTICLE II

PURPOSES AND GOALS

Section 1. The Association aims to assist Korean-American and Korean researchers and students to advance knowledge and practices in education, to encourage scholarly inquiry related to education, and to promote the use of research to improve educational conditions and serve the public good.

Section 2. The major goals of the Association are as follows:

2-1. To contribute to the improvement of social status and educational conditions of Korean- Americans and Korean communities through scholarly inquiries and innovative applications of knowledge in education

2-2. To create opportunities for and nurture the environment of scholarly discourse, production, and collaboration among Korean-American and Korean researchers to facilitate new scientific research and discovery in education

2-3. To support professional development and equitable status of Korean-American educational researchers through professional mentoring, knowledge sharing, and networking opportunities among members

2-4. To support nurturing experiences for future generations of Korean-American educational researchers

2-5. To promote the global exchange of creative knowledge, wisdom, and skills to advance conditions of all students and educational institutions in the global community

ARTICLE III

MEMBERSHIP

Section 1. The Association shall include Regular, Student, and Life categories of membership, in addition to subscribing membership.

Section 2. A Regular member shall be a person actively engaged in the field of education who desires to promote the purposes and goals of the Association and who pays dues as established by the Board of Directors (herein called “the Board”). A Regular member shall be entitled to vote and hold elective office.

Section 3. A Student member shall be any graduate student in the field of education who is interested in promoting the purposes and goals of the Association, who is not employed full-time, and who pays dues as established by the Board. A Student member shall have the right to vote and hold elective office.

Section 4. A Life member shall be any member who desires to promote the purposes and goals of the Association, who makes significant contributions to the Association, and who pays Life member dues as established by the Board. A Life member shall be entitled to vote and hold elective office.

Section 5. A subscribing member shall be a person actively engaged in the field of education who desires to promote the purposes and goals of the Association. Membership due is not required to be a subscribing member. While a subscribing member is not entitled to vote and hold elective office, he/she shall have a right to be involved in other KAERA activities such as committee work, receiving newsletter, or other KAERA business.

Section 6. Applications for membership in any of the four categories shall be submitted to the President, who shall review and approve the application according to the

provisions stated in Sections 2, 3, 4, and 5 of this Article, and the criteria established by the Board. When eligibility is in doubt, applications shall be sent to the Board, which shall have the power of final decision.

Section 7. The membership year shall be established by the Board. Except for the Life membership, the current membership period begins on January 1 and ends on December 31 of each calendar year.

Section 8. Termination of membership occurs under the following conditions:

8-1. For a Regular or Student member, failure to pay dues for any membership year by a date to be fixed by the Board automatically terminates the membership. At the member's request and upon payment of current dues, anyone whose membership has been automatically terminated for nonpayment of dues may be reinstated by the Board.

8-2. If continued membership of any person is believed to be contrary to the interests or purposes of the Association, the Board may terminate membership on the basis of procedures established by the Board.

ARTICLE IV

OFFICERS

Section 1. The Officers of the Association shall be a President, a Vice President (President- elect), an Immediate Past President, a General Administrator, a Treasurer, a Student Representative, and such other officers as the Board may deem necessary.

Section 2. The Vice President of the Association shall be elected by written ballot (print or electronic) sent to the active members. The Vice President shall succeed automatically to the office of President and Immediate Past President.

Section 3. The term of office for the President, the Vice President, and the Immediate Past President shall be one year, non-renewable. Along with the Immediate Past President, the Vice President and President shall serve as members of the Board.

Section 4. The President shall have the authority necessary to oversee, supervise, and conduct the affairs of the Association for which he or she is responsible. The President shall appoint the General Administrator, the Treasurer, the Student Representative, and the other officers that the Board approved to a term of one year each. There is no restriction regarding the terms of these appointed executive officers.

Section 5. The Officers plan and execute the Association's overall activities under the leadership of the President. The role and major responsibilities of each officer include, but are not limited to, those explained below.

5-1. The President shall preside at all regular and special meetings of the Association.

5-2. The President shall coordinate all activities of the Association, represent the Association at all regular and special functions, and serve as the spokesperson for the Association.

5-3. The President shall appoint non-elected officers and committees of the Association, and delegate specific responsibility as necessary.

5-4. In the absence of the President, the Vice President or another officer designated by the President shall assume the responsibilities outlined in Article IV, Sections 5-1 and 5-2.

5-5. The Vice President shall assist the President in the execution of duties outlined in Article IV, Sections 5-1, 5-2, and 5-3.

5-6. The General Administrator shall manage general functions of the Association and keep the minutes and records for all regular and special meetings of the Association.

5-7. The Treasurer shall manage the Association's financial records including bank accounts and keep an up-to-date membership list. The Treasurer shall submit all records for an annual financial audit to the Board.

ARTICLE V

BOARD OF DIRECTORS

Section 1. The legal representation of the Association shall be the Board of Directors, which shall be empowered to have, hold, and administer all the property, funds, and affairs of the Association.

Section 2. The Board shall consist of up to nine persons. It shall include the President, the Vice President, and the Immediate Past President of the Association. In addition, it shall include up to six other persons elected by written (print or electronic) ballots sent to the members.

Section 3. The Board shall hold at least one meeting annually and may hold additional meetings on reasonable notice upon the call of the Chair or President, or upon the written request of any three Board members to the Chair.

Section 4. A majority of the Board shall constitute a quorum unless otherwise provided herein.

Section 5. The Executive Group shall have full power to act for the Board between meetings of the Board except as otherwise provided herein.

Section 6. The Board, by resolution adopted by a majority of the Directors in office, may appoint or employ persons who, to the extent provided in said resolution, shall have and exercise the authority of the Board.

Section 7. Directors normally shall be elected for three-year terms. In a special situation, an election for a Director may, at the discretion of the Board, be held to fill in a term that is less than three years.

Provided of those Directors initially elected, one-third, or as nearly as possible thereto, shall have initial one-year terms; one-third, or as nearly as possible thereto, shall have initial two-year terms; and one-third, or as nearly as possible thereto, shall have initial three-year terms.

Section 8. A Director may be elected to no more than two successive terms.

Section 9. Director vacancies may be filled until the next succeeding election by the vote of the remaining Directors.

Section 10. The Board may from time to time, by resolution passed by a majority of the whole Board, create and designate one or more Committee. Such Committee shall have such functions and may exercise such power of the Board as can be lawfully delegated and to the extent provided in the resolution or resolutions creating such Committee or Committees.

Section 11. The Board shall elect a Chair of the Board and may also elect a Vice Chair of the Board. The term of Chair shall be one year, re-electable for a consecutive year.

Section 12. The roles and responsibilities of the Board are further outlined in the Appendix.

ARTICLE VI

ELECTIONS

Section 1. On or before September 1 of each year, the President shall appoint a Nominating Committee of not fewer than three active members. The Nominating Committee shall nominate one or more eligible Regular or Life members for the office of Vice President and for each additional vacancy on the Board.

Section 2. On or before September 1 of each year, the President shall appoint an Election Committee of not fewer than three Regular or Life members. The Election Committee shall finish the election by December 31 of each year.

Section 3. Only active members in good standing shall be entitled to vote.

Section 4. The General Administrator shall be responsible for the tabulation of votes. The Election Committee will certify the results. In the case of a tie, the election will be determined by lot and witnessed by at least two members of the Election Committee. The President shall announce the final result of election via the Association's listserv.

ARTICLE VII

INDEMNIFICATION

The Association may indemnify any Director or Officer, former Director or Officer, or any agent or employee of the Association against expenses actually and necessarily incurred in connection with the defense of any action, suit, or proceeding in which the Director or Officer is made party by reason of being or having been such Director or Officer.

ARTICLE VIII

FINANCES

Section 1. The Board shall have the power to allocate the funds of the Association for carrying out the purposes of the Association.

Section 2. Dues for all categories of members shall be established by the Board.

Section 3. All receipts and disbursements shall be made only through accounts authorized by the Board.

Section 4. The financial records of the Association shall be audited by an Auditor appointed by the President with approval of the Board. Results of the annual audit will be forwarded to the Board at the end of each Presidential term.

ARTICLE IX

PUBLICATIONS

One of the principal means by which the Association accomplishes its purposes is through publications. The Association therefore shall engage in the preparation, production, distribution, and financing of such occasional and regular publications as the Board shall determine.

ARTICLE X

PARLIAMENTARY AUTHORITY

The rules contained in *Robert's Rules of Order Revised* shall govern the conduct of the meetings of the Board and of the meetings of the membership. The rules may be suspended by an affirmative vote of two-thirds of the members eligible to vote at a meeting of the Board or at a meeting of the membership at large.

ARTICLE XI

AMENDMENTS

Section 1. Amendments to the Articles of these Bylaws may be initiated in either of the following ways:

1-1. The Board may formulate amendments and submit them, with any arguments it chooses, to the members of the Association for action by ballot.

1-2. Any 10 or more active (Regular and Life) members, as sponsors, may submit to the Board a proposed amendment or amendments in writing signed by the sponsors. The

Board shall then submit the proposed amendment(s), with any arguments advanced by its sponsors, and with the Board's arguments and recommendations for or against, to the active (Regular and Life) members of the Association for action by ballot.

Section 2. The text of the proposed amendment(s), with explanations and arguments, a ballot, and a request for a written (paper or electronic) vote, shall be sent to the active (Regular and Life) members of the Association. At least 30 days must elapse between the date on which the proposal is sent to the members and the date on which the vote is counted.

Section 3. An affirmative vote by two-thirds of the members returning ballots within 30 days shall be sufficient for acceptance of an amendment. The General Administrator shall count the ballots. The Election Committee shall certify the results. The results of the vote shall be reported to the membership.

Section 4. An amendment to the Bylaws becomes effective upon acceptance unless otherwise specified on the ballot.

APPENDIX

ROLES AND RESPONSIBILITIES OF THE BOARD

The KAERA Board of Directors has many important responsibilities. The Board is the governing body of KAERA and is responsible for the ultimate direction of the management of the organizational activities. The Board of Directors:

1. Determines KAERA's mission and goals.
2. Reviews mission and goals periodically for validity and relevance to the organization.
3. Ensures that the President of KAERA, who has responsibility for the administration of the organization, receives the moral and professional support he or she needs to further the organization's goals.
4. Creates and updates a strategic plan to carry out KAERA's goals and priorities and help executive members implement KAERA's strategic direction.
5. Ensures adequate resources for KAERA to fulfill its mission, including fund-raising.
6. Determines, reviews, and strengthens KAERA's programs and services to its members.
7. Ensures legal and ethical integrity of the organization.
8. Maintains accountability.
9. Recruits and orients new Board members and assesses Board performance to build a competent Board.

RESPONSIBILITIES OF INDIVIDUAL BOARD MEMBERS

1. Attend all Board and committee meetings and functions, and be prepared to participate.
2. Stay informed about KAERA's mission, goals, programs, and services.
3. Stay informed about Board and committee matters.
4. Serve on committees and take on special assignments.
5. Make a personal financial contribution to the organization.
6. Inform others about KAERA.
7. Participate actively in the Board's planning efforts.
8. Prepare for meetings by reading and considering documents circulated with the agenda.
9. Speak with one voice once decisions are made.

RESPONSIBILITIES OF THE BOARD CHAIR

1. Chairs meetings of the Board after developing the agenda with the President.
2. Provides leadership to the Board.
3. Appoints committee chairs, in consultation with other Board members.
4. Encourages the Board's role in strategic planning.
5. Is a partner with the President in achieving KAERA's mission.
6. Discusses with the President issues of concern to the Board or the organization.

RESPONSIBILITIES OF THE COMMITTEE CHAIR

1. Sets the tone for the committee work.
2. Ensures that committee members have the information they need to do their jobs.
3. Reports to the Board's Chair and to the full Board on committee decisions and recommendations.
4. Sets the agenda, assigns work to the committee members, and runs the meetings.

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