

# **By Laws**

## **Virginia Chapter**

### **American Association of Teachers of Spanish and Portuguese**

#### **2016 Revision**



---

#### **ARTICLE I. NAME**

The name of this association shall be The Virginia Chapter of the American Association of Teachers of Spanish and Portuguese.

#### **ARTICLE II. PURPOSE**

The purpose of this Chapter shall be...

- a. to promote friendship and professional growth among teachers of Spanish and Portuguese at all levels of instruction,
- b. to provide information about and access to Spanish language opportunities for members,
- c. to keep teachers informed of AATSP and other foreign language association meetings and activities, and
- d. to increase interest in the study of Spanish and Portuguese in Virginia.

#### **ARTICLE III. OFFICERS AND BOARD OF DIRECTORS**

##### Section 3.1. Officers

The Officers of this Chapter shall be (1) President, (2) Vice President, (3) Secretary, and (4) Treasurer, and Immediate Past President.

##### Section 3.2. Board of Directors

The Board of Directors shall consist of the five Officers of the Chapter and the following appointed positions: the Coordinator of the National Spanish Examinations, the Coordinator of the National Spanish Honor Societies, the Web Master, the Director of Social Media, the Poster Contest Coordinator, the Scholarships, Awards, and Recognitions Coordinator, and the Representative to FLAVA.

##### Section 3.3. Terms of Office

###### 3.3.a Officers

The terms of office for an elected Officer shall be two years. Each Officer may be re-elected once, with the exception of the Treasurer, who may serve a total of four terms. In even numbered years, elections shall be held for the offices of President and of Secretary and in odd numbered years elections shall be held for the offices of Vice President and Treasurer.

#### Section 3.3.b Directors

Other board positions are appointed by the President or the Board of Directors. The term of office is two years, unless otherwise stated.

#### Section 3.4 Resignation or Removal

##### 3.4.a Resignation

3.4.a Any officer or member of the Board of Directors may resign at any time by filing a written notice of such resignation with the president, and such resignation shall become effective when so filed unless some other effective date is set forth in the resignation.

##### 3.4.b Removal

3.4.b Any officer or member of the Board of Directors may be removed, for cause including missing more than two consecutive meetings of the Chapter, by the affirmative vote of at least three-fifths of all the remaining members of the Board of Directors then entitled to vote

#### Section 4 3.5 Nominating Committee

A Nominating Committee of at least three persons shall be named by the President: two members of the Board of Directors and at least one other member of the Chapter. The elections will be held at the fall Chapter meeting or, in special circumstances, by electronic ballot. The new Officers will assume their duties on January 2 of that year.

#### Section 3.6 Vacancies

##### 3.6.a Officers

Whenever there is a vacancy in any Office of this Chapter, such vacancy shall be made known to the members by electronic posting and the aforementioned process for an election will take place at the next regularly scheduled meeting of the Chapter. The newly-elected person will serve only until the next election for that Office and may stand for re-election at that time. Service in this partial term of office shall not preclude the person from serving two full terms of office.

##### 3.6.b Directors

Whenever there is a vacancy in any appointed Director position, such vacancy shall be made known to the members by electronic posting. The President or the Board of Directors shall fill the vacancy within a reasonable amount of time.

#### Section 3.7 Emergencies

In the event of an emergency, the President may appoint a substitute Officer until a Special Election is held at the next regularly scheduled meeting. If the vacancy is the Presidency, then the Vice President will act as President until such meeting.

#### Section 73.8 Quorum for Election

Election to an Office will be determined by a majority of those present at the Chapter meeting.

#### Section 3.9 Compensation

Elected or appointed members of the Board of Directors shall not receive any compensation for their services, but by resolution of the Board of Directors a fixed sum, or expenses of attendance, if any, may be allowed for attendance at regular or special meetings of the Board of Directors. Nothing herein contained shall be construed to preclude any Board member from service the Corporation in any other capacity and receiving compensation thereof by resolution of the Board of Directors.

### **ARTICLE IV. DUTIES OF OFFICERS AND DIRECTORS**

#### Section 4.1. The President shall...

- 4.1.a be the Chief Executive Officer of the Chapter;
- 4.1.b preside at all meetings of the Chapter;
- 4.1.c supervise the Board of Directors;
- 4.1.d represent the Chapter, or designate an alternate representative from the Board, at the National AATSP Conference and at the ACTFL Conference; and
- 4.1.e exercise such other powers as may from time to time be conferred on him/her by the Board of Directors.

#### Section 4.2. The Vice President shall...

- 4.2.a exercise the duties of the President in the absence of that officer;
- 4.2.b take charge of such Chapter activities as are assigned to him/her by the President; and
- 4.2.c plan and coordinate Chapter activities at the FLAVA Conference.

#### Section 3. The Secretary shall...

- 4.3.a record the minutes of all Board meetings and send copies to all members of the Board of Directors;
- 4.3.b preserve the minutes of all Chapter meetings and send copies to all members of the Chapter;
- 4.3.c provide Chapter meeting minutes to the National Office of AATSP as requested;
- 4.3.d provide the National Office with names of the newly elected Board members immediately after elections;
- 4.3.e provide orientation for the incoming members of the Board of Directors; and
- 4.3.f preside over the meeting in the absence of the President and Vice President.

#### Section 4.4. The Treasurer shall...

- 4.4.a communicate with the National Office on a quarterly basis in order to maintain current membership lists and accounting of dues payment;
- 4.4.b keep a detailed account of all monies received and disbursed by him/her,
- 4.4.c provide current membership lists and contact information to the President, the Web Master, and the Director of Social Media;
- 4.4.d keep a copy of records of activities and expenses submitted by the Spanish Honor Society and National Spanish Exam Coordinators, as well as documentation of other activities supported, but not financed, by the Chapter;
- 4.4.e provide a Treasurer's report at Chapter meetings; and
- 4.4.f preside over meetings in the absence of the President, Vice President, and Secretary.

Section 5 The Coordinators of Honor Societies and National Spanish Exam shall...

- a. comply with the requirements of their parent organizations;
- b. maintain accurate records of participants, activities, and expenses which shall be submitted to the Board of Directors at each meeting; and
- c. attend Board of Directors meetings.

Section 4.6 The Web Master shall...

- 4.6.a design and maintain the chapter website
- 4.6.b disseminate information about chapter activities, member achievements, and other events of interest to the membership;
- 4.6.c advise the membership promptly when the website is updated; and
- 4.6.d report regularly to the Officers and Board of Directors.

Section 4.7 The Director of Social Media shall...

- 4.7.a develop and maintain all chapter social media accounts, including such media as Facebook or Twitter;
- 4.7.b disseminate information about chapter activities, member achievements, and other events of interest to the membership; and
- 4.7.c report regularly to the Officers and Board of Directors.

Section 4.8 The Poster Contest Coordinator shall...

- 4.8.a work in concert with the National Poster Contest Coordinator to develop a timeline, and announce the theme before the annual FLAVA Fall Conference;
- 4.8.b develop and present an annual plan to the Board of Directors for approval, including a budget, timeline and prizes to be awarded for chapter competition;
- 4.8.c locate and train judges;
- 4.8.d submit the appropriate state-level posters to the national coordinator for national judging;
- 4.8.e appropriately announce state-level winners at the AATSP-VA meeting held in the spring, and via various outlets available; and
- 4.8.f report regularly to the Officers and Board of Directors.

Section 4.9 The Scholarships, Awards, and Recognitions Coordinator shall...

- 4.8.a oversee the process of awarding chapter scholarships

- 4.9.a.i maintain regular contact with the awarding agencies (Embassy of Spain, COSI, Cemanahuac);
- 4.9.a.ii develop and present an annual scholarship plan to the Officers and Board of Directors for approval;
- 4.9.a.iii announce available scholarships at the FLAVA Fall Conference and via chapter media outlets;
- 4.9.a.iv create a scholarship review committee to select awardees; and
- 4.9.a.v oversee the appropriate submission of required materials from recipients
- 4.9.b oversee the selection process and awarding of the David T. Gies Distinguished Service Award;
- 4.9.c appropriately announce scholarships, awards, and recognitions that chapter members have received chapter media outlets; and
- 4.9.d report regularly to the Officers and the Board of Directors.

Section 10 The FLAVA Representative shall...

- 4.10.a attend AATSP meetings and be informed of all the Chapter's activities;
- 4.10.b present a summary of AATSP activities and concerns to FLAVA; and
- 4.10.3 be an advocate and spokesperson for AATSP at all FLAVA meetings.

Section 4.11 The Board of Directors shall...

- 4.11.a have charge of all Chapter business arising between regularly scheduled Chapter meetings;
- 4.11.b provide a time and place for each meeting;
- 4.11.c review and approve the accounts of the Treasurer and all disbursements to be made by the Chapter and authorize the Treasurer to make such disbursements by a majority vote;
- 4.11.d review reports by the Coordinators of the Honor Societies and National Spanish Exam;
- 4.11.e hold at least two scheduled meetings annually, which may be held electronically at the Board's discretion;
- 4.11.f require a quorum of 50% of the Board members for a vote to be recorded; and
- 4.11.g approve or disapprove motions by a majority of those Board members present. If the Board has called for an electronic vote, a majority of all Board members is required for a vote to pass.

**ARTICLE V. MEMBERSHIP**

AATSP-VA is a Chapter of the National AATSP and enrollment and dues for Virginia members are processed through the National organization.

**ARTICLE VI. DUES**

Membership dues are paid by individual members to the national AATSP, which in turn remits a set amount per member to the regional chapters.

## **ARTICLE VII. MEETINGS**

The Chapter will hold at least two regularly scheduled meetings each year of the Chapter Membership. All meetings shall be conducted in accordance with the procedures found in Roberts' Rules of Order.

## **ARTICLE VIII. CONTRIBUTIONS, GIFTS, and BEQUESTS**

The Officers and Board of Directors may accept on behalf of the Chapter any contribution, gift, grant, bequest, or devise for the general purposes for any purpose of the Chapter.

## **ARTICLE IX. QUORUM**

A quorum shall consist of those Chapter members present at any previously announced Chapter meeting.

## **ARTICLE X. AMENDMENTS TO THESE BY LAWS**

This constitution is subject to amendment by a two-thirds vote of the members present at any regularly scheduled meeting. The proposed amendment to this Constitution shall be presented to the Secretary, and members shall receive copies of the amendment at least four weeks prior to their consideration at a regularly scheduled meeting. The Secretary will present the proposed amendment to be voted upon by the members of the Chapter at that scheduled meeting.

## **ARTICLE XI. DISBANDMENT**

If this Chapter should ever disband, all its assets, financial and otherwise, shall be turned over to the national organization of the American Association of Teachers of Spanish and Portuguese.

## **ARTICLE XII. VALIDITY**

This Constitution supersedes all previous By Laws of this Chapter.  
Date: December 1, 2016