

Association of Professional Administrators

BYLAWS

as Amended on November xx, 2020 by vote of the Membership

ARTICLE I - Name of Association

The name of the association shall be the Association of Professional Administrators, hereinafter referred to as the “APA”.

ARTICLE II - Objectives

We, the members of the APA, in order to fulfill our responsibilities to society and to our profession, so hereby adopt the following:

Section 1. General Objectives:

- A. To maintain and improve the quality of education for all.
- B. To uphold high professional standards to advance the socioeconomic well-being of educators.

Section 2. Specific Objectives:

- A. The APA Executive Board is authorized and directed to establish specific objectives within the framework of the general objectives in Section 1 above.

ARTICLE III - Membership

Section 1. Active members are those who are engaged in work of a professional nature in the field of Massachusetts Public Higher Education and whose position is included in the then current Certification of Representatives (Appendix A) of the Collective Bargaining Agreement.

Section 2. Active membership shall be continuous until the member leaves, resigns from the APA, or fails to pay membership dues. Retired APA members are still considered active members if they continue to pay their “retired” membership dues with the MTA/NEA and APA.

Section 3. Adherence to the Code of Ethics of the Education Profession shall be a condition of continuing membership. According to procedures adopted by the membership, the Executive Board may suspend from membership or expel any member who has been found to be in violation of the Code of Ethics of the education profession.

Section 4. Only **active** members as defined in Sections 1 & 2 of (this) Article III shall have the privilege of voting **and or** holding an elected office in the APA.

Section 5. The APA shall continue active membership to those members laid off due to a reduction in force with reduction in dues of fifty (50) per cent. Such eligibility for active membership shall continue as long as such persons are eligible to be recalled or for three (3) years, whichever is longer.

Section 6. Membership Year

A. The membership year for the APA shall be from July 1st to June 30th. A member joining the APA may elect to be a continuing member. Membership shall then be continued from year to year until resignation from employment, promotion to a position outside of the APA, retirement, or the member cancels the election with a 60-day notice in writing. The current membership lists will be updated by December 31st of each year.

B. The APA shall submit annually to the Massachusetts Teachers Association (MTA), prior to July 1st, a list of its officers and addresses, as well as a copy of the bylaws with any changes or amendments made in the preceding year.

C. The MTA has set an April 1st cut-off date for membership renewals and new enrollment, effective with the 1977-78 year. Any renewals or new member enrollments received after April 1st will be placed on a complimentary mailing list and their requests for membership will be held and be processed for the coming year.

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ARTICLE IV – Statewide Officers by Election

Section 1. The elected statewide officers of the APA shall be the President, a Vice-President, and Secretary. (delete Treasurer) No individual shall run for, nor hold, more than one statewide office (President, Vice-President, or Secretary) within the APA.

Section 2. Powers and Duties of Elected Officers

A. The President:

- (1) shall preside at meetings of the Executive Board and the general membership;
- (2) shall appoint the Chairman and members of standing committees and special committees;
- (3) shall perform all other functions usually charged to this office;

B. Vice-President:

- (1) shall serve as Vice-President of the APA and shall perform the functions usually ascribed to that office;
- (2) shall meet regularly with committee chairs, as defined in Article X, to discuss committee activities;
- (3) shall prepare committee progress reports for the members;
- (4) shall, in the absence of the President, assume the duties and responsibilities of the President until the next scheduled election of officers.

C. Secretary:

- (1) shall keep accurate minutes of all meetings of the Executive Board and of the general membership meetings.
- (2) shall maintain official file and shall assist the President with the APA correspondence.
- (3) shall, at least a week prior to a regularly scheduled Executive Board meeting, send to each Chapter a copy of the agenda for that meeting.
- (4) shall, within seven calendar days following an Executive Board meeting, send to each Chapter a copy of the minutes of that meeting.

ARTICLE V Officers by Appointment

Section 1 Appointed Officers of the APA shall be Statewide Treasurer, Statewide Membership Coordinator, and Association Web Manager, and. These officers serve as an appointed member to the Executive Board without voting privileges as agreed upon by the Executive Board.

Section 2 Powers and Duties of Appointed Officers

A. Statewide Treasurer:

- (1) shall have obtained a Bachelor's degree in accounting or a business-related field, possess and maintain current Accounting or Finance credentials. be proficient with spreadsheets, reconciliations and accounting software and shall demonstrate an understanding of nonprofit organizations.
- (2) shall have a working knowledge of accounting software (ADP Payroll Software experience, desirable).
- (3) shall hold the funds of the APA and disburse them in accordance with budgeted authorization.
- (4) shall keep an accurate account of receipts and disbursements, and shall report to each meeting of the general membership. Payments shall be made in accordance with an agreed upon schedule and shall be completed not later than sixty days in arrears of the final date in said plan. Shall transmit membership dues to the MTA and the National Education Association (NEA) when scheduled.

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(a.) If the APA fails to complete payments in accordance with previously agreed upon schedule it shall be assessed an interest charge on the unpaid balance. Such interest amount shall be determined by the MTA.

(5) shall obtain counter-signature by the President or Vice-President of the APA for all disbursements that exceed \$1,500.00.

(6) shall prepare an annual financial statement for publication to members as directed by the Executive Board.

(7) shall keep the President and the Executive Board informed of the financial condition of the APA and assist the Executive Board in the drafting of the annual budget.

(8) shall be bonded.

(9) shall certify the accurate roll of the membership

(10) In the event the Treasurer position becomes vacant due to a resignation, retirement or relocation, the open position will be advertised to all dues-paying APA members to fill the position. In the event a qualified person is not available within the APA, the Executive Board may look outside the APA membership to fill it with a person/accounting firm with the required qualifications necessary to fulfill the Treasurer's job responsibilities.

B. Statewide Membership Coordinator

- 1) Maintains a current and accurate membership roster and performs other duties related to membership as agreed upon with the Executive Board.
- 2) Reports to President.

C. Association Web Manager

- 1) Maintain a web presence for the organization and performs other web-related duties as agreed upon with the Executive Board.
- 2) Reports to President.

Section 3. Terms and Succession

- A. The terms of the President, Vice-President and Secretary, shall be concurrent with the contract. Election of these offices shall be held within sixty (60) days, after the ratification of a new 3-year contract and shall continue for the duration of a new contract. Officers may run for re-election.
- B. The terms of the Treasurer, Membership Coordinator and Web Manager will be renewed annually by approval of the APA Executive Board.

Section 4. New officers shall be installed within thirty (30) days, following an election.

ARTICLE VI - Executive Board

Section 1. The Executive Board consists of the statewide officers and Presidents of each chapter. It shall be the executive authority of the APA. A statewide officer may also be a local chapter president.

Section 2. Powers and Duties of the Executive Board

- A. Within policies established by the general membership, the Executive Board:
 - (1) shall be responsible for the management of the APA and shall carry out policies of the APA.
 - (2) shall report its transactions* to the general membership and suggest policies for consideration by them. (transactions* - definition: "The record of the meeting of a society or association")
 - (3) shall adopt an annual budget for the operation of the APA.
 - (4) shall have the accounts of the APA audited annually.

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(5) shall have the power to employ a staff for the efficient management of the APA and adopt personnel policies for this staff.

(6) shall establish committees and create policies governing them.

(7) shall follow Robert's Rules of Order when conducting the business of the APA.

B. Whenever a two-thirds majority of the Executive Board shall agree that an officer is incapacitated or has been grossly negligent in their duties as defined in these Bylaws, the Executive Board shall report immediately to the general membership such finding and schedule a recall vote by the membership. The membership must pass the recall by a two-third (2/3) majority vote to uphold the recommendation of the Executive Board to elect a replacement to fill the unexpired term. The vote of the membership will be carried out by secret ballot at each campus following the general voting procedures set forth in article XV of these bylaws.

ARTICLE VII - Affiliation Only

Section 1. No person shall be admitted to or be continued as an active member in the APA who is not also a member of the Massachusetts Teachers Association (MTA) and the National Education Association (NEA).

Section 2. Applications for affiliation to the MTA or NEA shall be made in writing by the President or the Secretary of the organization seeking admission. This application shall be accompanied by a list of the officers and their addresses and by a copy of the Bylaws, which shall be subject to the approval of the MTA.

Section 3. The APA shall submit annually to the MTA (prior to July 1st):

A. A list of its officers and their addresses.

B. The names and addresses of all members on an official enrollment form furnished by the MTA.

C. A statement setting forth all amendments or changes in its Bylaws during the preceding year.

Section 4. Eligible associations shall be admitted by a majority vote by the Executive Committee of the MTA. Effective July 1, 1974, as a condition of eligibility, the APA shall include in its Bylaws a provision for a combination of local, state, and NEA memberships.

ARTICLE VIII - Chapter and Chapter Representatives

Section 1. The APA shall consist of nine (9) chapters, each state university being a chapter.

Section 2. Each chapter shall create its own local organization with its own officer and Bylaws. All Chapter Bylaws must conform to the Bylaws and Constitution of the APA, the MTA, and the NEA.

Section 3. Each chapter must have at least two officers, one of whom will be designated as President.

Section 4. The President of each chapter will be the Chapter representative to the Executive Board.

ARTICLE IX - Nominations and Elections of MTA Delegates

Section 1. The MTA Annual Meeting shall include the 2nd Saturday of May unless ordered otherwise by a two-thirds vote of the MTA Board of Directors.

A. Any APA member is eligible to be a candidate for office or delegate to the Annual Meeting.

B. Each candidate must be nominated and elected according to regulations set by the MTA.

C. Each local affiliated association shall be entitled to a representation of two (2) delegates and one (1) additional delegate for every fifty members over fifty, or major fraction thereof, based on the official members established by the Executive Committee as of March 1st.

D. The APA shall submit to the MTA a list of names and addresses of such delegate.

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ARTICLE X - Meetings

Section 1. Executive Board

A. The Executive Board shall meet at least eight (8) times per year on a schedule to be determined by the Executive Board. Three members of the Executive Board may request additional meetings.

Section 2. General Membership Meetings

A. There shall be at least one general membership meeting each year, which shall be determined by the Executive Board. The Executive Board shall prepare a tentative agenda for each meeting and shall circulate it to all members so that the members will have time to discuss it prior to the meeting.

Section 3. Special Meeting

A. Special meetings of the general membership may be held at the call of the President or upon written request to the Executive Board from twenty-five percent (25%) of the membership. Business to come before special meetings must be stated in the call, which shall be sent in writing to each Chapter for distribution to each member. Business shall be confined to these items.

Section 4. Quorum

A. A simple majority of the members shall be a quorum for the Executive Board and Committees.

B. A quorum for general membership meeting shall be 10% of the members.

ARTICLE XI - Committees

Section 1. Organization

There shall be the following standing committees (as defined in section 4 of this article), having the specific functions outlined below.

A. They shall consist of APA members and appointed for two (2) years.

B. Each committee, with the approval of the Executive Board, may organize from the membership of the APA special sub-committees and task forces for specific activities.

C. All standing committees shall be chaired by a member of the Executive Board.

Section 2. Meetings

A. Each standing committee shall meet as needed, as determined by the Executive Board.

B. Special meetings may be called by the Chairperson of the individual committee.

Section 3. Reports

A. Each committee shall choose a secretary and shall record the activities of the committee. The chairperson shall report to the Executive Board meetings any action items. They shall prepare an annual written report, which the Executive Board shall file as part of the records of the APA.

Section 4. Titles and Duties

A. Negotiating Team:

(1) shall negotiate with the employer. Negotiating team shall consist of all voting members of the Executive Board.

(2) shall prepare proposals to be negotiated with the employer

(3) upon reaching tentative agreement on all matters under negotiation, shall prepare and submit its report and recommendation to the members. The procedures for ratification of an agreement shall be developed by the Executive Board prior to the negotiations. The contents shall be ratified by a majority vote of those casting ballots.

B. Committee on Professional Development:

(1) shall develop APA positions on all matters affecting professional development: Governance, Recruitment Selection, Continuing Education, Pre-Service and In-Service Education, Staffing Practices, Evaluation, Facilities, and Curriculum Processes.

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(2) shall initiate study and action, and compile data for support of such positions in negotiations.

(3) shall seek grants for professional development

(4) shall submit related updates and items to the Web Manager for publishing to the website.

(5) shall seek delegates for MTA Annual Meeting and NEA-RA (Representative Assembly).

C. Budget and Finance Committee

(1) shall plan, develop and prepare the annual operating budget and present it to the board.

(2) shall oversee all expenditures.

(3) shall suggest plans for local chapter funds.

(4) shall make yearly or cyclical budget proposals

(5) shall have input into decisions about large expenditures and investments.

D. Nominations and Elections Committee (No statewide officer or candidate may serve on this committee.)

(1) shall consist of at least one representative from each chapter, none of whom is a candidate for election.

(2) shall consist of APA members appointed by the President with the advice and consent of the Executive Board.

(3) shall be determine the nomination procedure for candidates seeking elective office.

(4) shall be responsible for securing candidates for each of the elective offices.

(5) shall publish, no later than two weeks preceding the date of the election, the names of the candidates for elected office together with information about each candidate. Anyone who is an active member of the APA may be a candidate for any office.

(6) shall be responsible for conducting annual elections and for meeting the requirements of special elections.

(7) shall oversee that all elections are conducted by secret ballot.

(8) shall tally the overall ballots and declare the incumbent candidate based on having received a majority of the votes cast.

(9) shall conduct nominations and elections for NEA delegates in accordance with MTA and NEA guidelines.

E. Working Committee for Employee Relations

(1) Shall consist of three (3) unit members appointed from the APA Executive Board and three (3) members from Management designated by Management.

(2) Shall meet regularly (at least three (3) times per year) to discuss, with Management, issues of importance to APA members.

Section 5. Special Committees

Each year the President may appoint such other special committees as may be necessary and shall discharge them upon completion of their duties.

ARTICLE XII- Rules and Procedures

Section 1. The membership year and the business year shall be July 1st to June 30th each year.

ARTICLE XIII - The Amendment Process

Section 1. These bylaws may be amended by a two-thirds (2/3) vote of the members of the APA voting provided that copies of the proposed amendments have been sent to all members of the APA at least 30 days in advance of the vote.

Section 2. Voting shall take place at each campus at locations determined by the local chapter and in accordance with the general voting procedures set forth in article XV.

Section 3. An information session shall be held at each campus two weeks prior to voting on the suggested bylaw changes.

Section 4. These bylaws shall be ratified upon the majority of votes cast at campus meetings/venues.

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ARTICLE XIV - Initiating Operations - 1981

- Section 1.** Formation of Chapter structures must be completed within 30 days of ratification.
- Section 2.** The first Executive Board meeting shall occur within 45 days following ratification.
- Section 3.** Election of statewide officers must occur within 30 days of ratification.
- Section 4.** The first term for statewide officers concluded on June 30, 1982.
- Section 5.** The first annual statewide meeting occurred in March of 1981.

ARTICLE XV - Contract Ratification

Ratification shall take place at each campus within thirty days following the successful completion of the negotiated contract and the signing of the Memorandum of Agreement (MOA), following the general voting procedures set forth in article XVI. An informational session shall be held at each campus at least two weeks prior to the voting for the negotiated contract.

ARTICLE XVI - Election and Voting Procedures

Section 1. Notification

- A. The APA General membership shall be provided with one month's notice regarding the scheduled election of officers. Solicitation of nominations shall also occur one month prior to the day elections are held. Nominations will close two weeks prior to the scheduled election. Write-in candidates will be permitted on the day of the election.

Section 2. The Election

- A. The election must be conducted by secret ballot. Proper security and accurate recording of voters should be maintained. The location of the voter check-in and the voting box must be sufficiently separate to ensure voter confidentiality. A covered ballot box should be used when available.

Section 3. Electronic Voting

- A. Where confidentiality and accuracy of the vote can be assured, electronic voting methods may be used to cast ballots.

Section 4. Accurate List of Eligible Voting Members of the Unit

- A. An accurate, up-to-date list of eligible voting members of the unit must be secured in order to avoid challenged ballots and any delay in the election's outcome.

Section 5. Absentee Ballots

- A. Unit members will be allowed to cast absentee votes for elections. Absentee ballots will be submitted to predetermined, preannounced locations. Absentee votes must be received by the close of business (generally, 5:00 pm) on the last working day prior to the campus election. Absentee votes will be tabulated by the elections committee at the end of the on-campus voting process.

Section 6. Procedure to follow after the voting has ended

- A. The cast ballots are to be counted by two (2) people. The number of ballots cast must be reconciled with the number of people who have been verified as having voted. This verification is derived from the accurate list of eligible voting members, and checked off at the time that the ballot was cast.

B. Elected Officer's votes will be recorded as:

- (1) casting a vote for a candidate whose name appears on the ballot;
- (2) casting a vote for a write-in candidate;
- (3) "No vote" or "No Preference" or
- (4) "Invalid," which should be used if the voter's mark is not clear, or if the voter registered votes for more than one candidate for the same office.

C. Votes for other issues will be recorded as:

- (1) "Yes" for a "Yes" vote
- (2) "No" for a "No" vote
- (3) "No vote" or "No Preference" or

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(4) "Invalid," which should be used if the voter's mark is not clear, or if the voter registered votes for more than one answer on the same question.

D. The election certification form should be complete and certified by the elections committee.

ADDENDA - Required by NEA bylaws as of September, 1975

Section 1. Standards for local affiliates

A. "Each affiliate shall apply the one-person-one-vote principle for representation on its governing bodies except that the affiliate shall guarantee ethnic-minority representation at least proportionate to its ethnic-minority membership. Where an all-inclusive affiliate exists, it shall provide proportionate representation between its classroom teacher members and its administrator members;"

B. "The affiliate shall conduct all elections with open nominations and a secret ballot;"

Section 2. Allocation of delegates to NEA Representative Assembly "Delegates shall be elected for a term not to exceed three (3) years."

Section 3. Dues transmittal and Enforcement procedures - passed by NEA Representative Assembly, Los Angeles, 1975.

A. "The APA shall have full responsibility for transmitting MTA and NEA dues to the MTA on a contractual basis."

B. "The APA shall transmit to the MTA, and the MTA shall transmit to the NEA at least 40% of the NEA dues receivable for the year by March 15 and at least 66 2/3% of the NEA dues receivable for the year by June 1st; the percentage to be based upon the last membership count prior to January 15th, and upon a membership year beginning September 1st, unless the contracted transmittal schedule stipulates otherwise.

C. If the MTA informs the NEA in writing that the APA has failed to transmit to the MTA, dues in accordance with the dates set forth, and such information is verified by the NEA Executive Director, the delegates of the APA shall not be seated in the NEA representative Assembly at the Annual Meeting. In this event, the delegates of the MTA shall be entitled to be seated in the NEA Representative Assembly at the Annual Meeting.