



## State Organization Bylaws

### Prologue

The ACT State Organizations are advisory groups established by the ACT, Inc. board of directors, to provide advice to ACT's management and staff and to share information about ACT programs and services with individuals, schools, and education agencies in their respective states or regions that use these programs and services. These bylaws govern each individual, schools, and education agencies in their respective states or regions that use these programs and services. These bylaws govern each individual ACT State Organization.

### Article I. Name

Each state with an ACT State Organization advisory group is referred to as the "[STATE NAME] ACT State Organization."

### Article II. Purpose

The purpose of the ACT State Organizations is to build a community of educators and workforce professionals to help people achieve education and workplace success. The objectives and activities of each ACT State Organization shall be dedicated to this purpose.

### Article III. Structure

#### A. ACT State Organizations

Each state or region may have an ACT State Organization, whose membership is comprised of any individual (at least 18 years old) who wishes to support the mission of ACT through an organized advisory group for their respective state or region (referred to as State Organization Members). There is no election of State Organization members; an individual may voluntarily participate and is subject to removal by ACT in its sole discretion. State Organization Members shall not be deemed to be employees or agents of ACT nor are they eligible for the compensation or benefits provided by ACT to its employees.

The ACT State Organizations shall be organized into regional districts of states to be determined by geography, revenue, ACT staff capacity, and other relevant factors, as may be determined by the ACT Vice President, Policy, Advocacy, & Government Relations from time to time.

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## B. Councils

Each ACT State Organization has a Council serving in a leadership capacity for the State Organization and as a liaison between the State Organization Members that actively participate in Council activities and ACT.

Each Council is comprised of between nine (9) and twenty (20) State Organization Members of the K through Career Continuum. Each Council must include State organization Members that are employees of four-year colleges and universities, two-year colleges, K-12 schools, and/or school districts, workforce boards, or other institutions served by ACT programs, solutions, or services. Each Council may also include State Organization Members from state education and workforce agencies, associations, and organizations. An ACT District Manager shall be an ex-officio, non-voting member of each Council.

State Organization Members will be elected to each Council by a simple majority vote of the then-current Council, and thereafter referred to as Council Members. Elections should occur every August, with their term commencing September 1. The Past-Chair of the Council will lead a nominating committee appointed by the current Chair for the purpose of securing a slate of nominees. Council Members serve a three-year term and are eligible to serve up to three (3) consecutive terms, subject to removal by ACT in its sole discretion at any time. A Council Member who has served three (3) consecutive terms is not eligible to serve again on the Council until two (2) years have lapsed. In the event a Council Member is unable to complete his or her term for any reason, the respective Council Chair may select a State Organization Member to complete the unexpired term. Council Members whose participation is irregular will be contacted by the respective Council Chair to determine the individual's ability to continue serving on the Council.

## C. Steering Committee

The ACT State Organization will have a Steering Committee, developing strategic focus for the ACT State Organizations. The Steering Committee is comprised of the ACT Vice President, Policy, Advocacy & Government Relations; ACT Director, State Organizations; ACT District Managers; and three Council Members from each State Organization district.

Of the three Council Members elected from each State Organization district, one (1) must be an employee of a K-12 school, school district or state board or department of education; one (1) must be an employee of a postsecondary institution (e.g. four-year college or university, two-year community college, or technical school), and one (1) must be an employee of an organization focusing on workforce development. Any current Council Member may self-nominate or be nominated by a fellow Council Member to serve on the Steering Committee on behalf of their respective State Organization district; however, officers of any Council are not eligible to serve on the Steering Committee. Each ACT District Manager will create ballots based on the nominations for their respective State Organization district, one for each other represented areas (K-12 education, post-secondary education, and workforce development).

ACT State Organization Bylaws: 7/21/04

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Amended 9/13/13

Amended: 1/24/15

Council Members will be elected to the Steering Committee by a simple majority vote of Council Members from the states within the respective State Organization district, and thereafter referred to as Steering Committee Members. Elections should occur every November or December, with their term commencing January 1. There shall be staggered terms for Steering Committee Members so that one-third shall be up for election each year (or if the number does not evenly divide by thirds, the Steering Committee Members shall be divided as close to thirds as possible). The ACT Director, State Organizations shall assign Steering Committee Members to Class A, Class B, or Class C, and an effort shall be made to keep each class of Steering Committee Members (a) approximately equal size, (b) allocated as equally as possible among the K-12, post-secondary education, and workforce development employees, and (c) allocated as equally as possible among State Organization districts. Each Steering Committee Member shall serve a three-year term, except the initial Steering Committee Members starting in 2015 as follows:

Steering Committee Members in Class A shall have their term expire in 2016 (and every three years thereafter)

Steering Committee Member sin Class B shall have their term expire in 2017 (and every three years thereafter)

Steering Committee Members in Class C shall have their term expire in 2018 (and every three years thereafter)

Steering Committee Members are eligible to serve up to two (2) consecutive three-year terms, subject to removal by ACT in its sole discretion at any time. A Steering Committee Member who has served two (2) consecutive terms is not eligible to serve again on the Steering Committee until two (2) years have lapsed. In the event that a Steering Committee Member is unable to complete his or her term, an eligible Council Member may be elected by a simple majority vote of the Chairs of all the Councils from the states within the respective State Organization district, to complete the unexpired term. Steering Committee Members whose participation is irregular will be contacted by the respective Council Chair to determine the individual's ability to continue serving on the Steering Committee.

#### **Article IV. ACT Council Leadership**

##### **A. Officers**

The officers of each Council include a Chair, Chair-Elect, Past-Chair, and Secretary. A Council Member may be elected as the Chair-Elect or Secretary of the Council provided they are a current Council Member in good standing or have served on the Council within the last three (3) years. A Council Member must be approved by their employer in writing, which shall be submitted to the respective ACT District Manager. The Chair-Elect and Secretary will be elected to each Council by a simple majority vote of the then-current Council. Elections should occur every August, with the term for all officers commencing September 1.

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B. Officer Duties/Responsibilities/Term

The Chair presides at all meetings of the Council and assists ACT in coordinating the activities of the Council. The Chair serves a one-year term and assumes the position of Past-Chair following his or her term as Chair.

The Chair-Elect performs the duties of the Chair in the Chair's absence or inability to perform the duties of the Chair. The Chair-Elect serves a one-year term and assumes the position of Chair following his or her term as Chair-Elect.

The Past-Chair advises the Chair on Council activities and collaborates with the ACT District Manager to coordinate the annual election of Council officers. The Past-Chair serves a one-year term.

The Secretary keeps a record of the meetings of the ACT Council, and distributes minutes of all Council meetings to the Steering Committee, respective Council Members, the designated ACT District Manager, and the ACT Director, State Organizations. The Secretary serves a one-year term and is eligible to serve three (3) consecutive terms.

### Article V. Meetings

A. ACT State Organization Meetings

A meeting of each ACT State organization shall be held at such time and place as Council officers and the respective ACT District Manager determine. An ACT State Organization may combine its meeting with that of one or more other ACT State Organizations if doing so serves the interests of both ACT and the applicable states.

B. Council Meetings

Each Council shall meet in-person twice a year at such times and places as the Council officers and the respective ACT District Manager may determine. Each Council may also meet by teleconference throughout the year, generally once a month at such times and places as the Council officers and the respective ACT District Manager may determine. An ACT Council may combine its meeting with that of one or more other Councils if doing so serves the interests of both ACT and the applicable states.

C. Steering Committee Meetings

The Steering Committee shall meet at least twice a year at such times and places as the Director, State Organizations may determine in collaboration with the Steering Committee Members.

D. Conduct of ACT State Organization, Council, and Steering Committee Meetings

Written notice stating the purpose(s), place, date, and time of any ACT State Organization, Council, or Steering Committee meeting shall be given to each applicable State Organization Member, Council Member, or Steering Committee member at least ten (10) days prior to the meeting.

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Meetings may be conducted in-person or through the use of any means of communication by which all those participating may simultaneously hear each other during the meeting.

Voting may be conducted by mail ballot, electronic mail, or other means of electronic transmission approved by the ACT District Manager.

#### **Article VI. Committees**

Any Council may suggest to ACT establishment of temporary ACT State Organization committees. Any committees established by ACT will include State Organization Members appointed by the respective Council Chair, subject to review and removal by ACT.

#### **Article VII. Voting**

Each Council Member is entitled to one (1) vote on the election of State Organization Members to the Council and, separately, one (1) vote on the election of Council Members to the Steering Committee.

The activities of the each ACT State Organization, Council, and Steering Committee are advisory in nature to ACT and, therefore, no State Organization Member, Council Member, nor Steering Committee Member has any other voting or further authority. Any action taken or recommendations made by State Organization Members, Council Members, or Steering Committee Members shall be advisory and shall not have any effect until such action or recommendation is taken or approved by ACT in its sole discretion.

#### **Article VIII. Alignment with ACT Code of Ethics**

State Organization Members, Council Members, or Steering Committee Members shall comply with all applicable procurement, lobbying, gift, and conflict of interest statutes, laws, ordinances, regulations, rules and executive orders, and avoid any appearance of impropriety.

ACT is committed to the highest standards of ethical conduct and does not intend to create even the appearance of impropriety when providing a payment or reimbursed related expenses to a government employee or entity. State Organization Members, Council Members, or Steering Committee Members are expected to comply with all laws and regulations prohibiting or regulating both the offer and giving of meals, travel, accommodations, conference registration fee waivers, informational materials, gifts, gratuities or anything of value to public officials, public employees, and/or their family members. Anything of value given by ACT to State Organization Members, Council Members, or Steering Committee Members must (1) be reasonable and justifiable under the particular circumstances, (2) comply with the policies of ACT and the recipient's organization, (3) comply with all applicable laws and regulations, and (4) be documented and reported as set forth in the ACT Code of Ethics.

#### **Article IX. Amendments**

The ACT Board of Directors approves these Bylaws and has authority to amend them at any time.

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