

# **MARYLAND ASSOCIATION FOR ENVIRONMENTAL AND OUTDOOR EDUCATION, INC.**

## **BY-LAWS**

January 3, 2007

### **ARTICLE I – NAME**

Section 1. The name of this organization is the “Maryland Association for Environmental and Outdoor Education, Inc.”

### **ARTICLE II – OBJECTS AND PURPOSES**

Section 1. The objects and purposes for which this organization is formed are:

1. to share and exchange information about current environmental and outdoor education programs and resources;
2. to assume a leadership role in promoting quality education through outdoor learning experiences;
3. to cultivate a greater awareness, knowledge, appreciation, and concern for the conservation of the natural environment and the effects of people’s actions upon it;
4. and to promote environmentally sound activities and lifestyles.

### **ARTICLE III – MEMBERSHIP**

Section 1. The membership of the organization shall be open to all persons interested in the above objects and purposes. All individual members in good standing shall have the right to vote on matters coming before the general meeting of the organization and shall be eligible to hold any office.

Section 2. Application for membership shall be submitted to the treasurer along with dues.

Section 3. Membership dues shall be set by the executive committee on an annual basis.

### **ARTICLE IV – BOARD OF TRUSTEES**

Section 1. The MAEOE board of trustees will be responsible for providing the guiding direction to the MAEOE executive committee.

Section 2. The board of trustees shall be composed of as many as twenty-two (22) and as few as ten (10) persons. Within this range, the number of trustees will be determined by the executive committee.

- Section 3. The board of trustees shall be members in good standing, nominated by the board nominating committee and elected by a majority of members casting secret ballots at the annual meeting. **If a vacancy occurs prior to the annual meeting, then a member can be nominated by the President or the President's designee and voted on by the entire Board. That member shall serve the remainder of the vacated term.**
- Section 4. The term for a member of the board of trustees is three years. There is no limit to the number of consecutive terms a person may be elected to the board of trustees.
- Section 5. Board of trustee members are expected to attend all full board meetings. Board members will be notified of full board meetings in writing by the president at least 30 days prior to the meetings. Board members missing full board meetings without notifying the president of their planned absence may be removed from the board by a 2/3 vote of the board members. The board member will be notified of the pending action two weeks prior to the next board meeting. A removed board member may appeal the decision of the board to the president in writing within 15 days of notification.
- Section 6. The MAEOE Board of Trustees Emeritus Position honors the lifetime achievements and dedicated service of individuals who have served MAEOE. Nominations are made by the nominating committee and approved by the general membership at the annual meeting.
1. Qualifications- nominee should meet two of the following qualifications:
    - a. Served three terms on the MAEOE Board of Trustees
    - b. Served two terms on the MAEOE Executive Board
    - c. Served as a MAEOE Officer (President, Secretary, or Treasurer)
  2. Privileges to include lifetime appointment, right to move motions at any MAEOE meeting, right to debate, voting privileges on Board of Trustee motions, and eligibility to serve on any committees.
  3. Limitations to include restrictions for serving as an officer or as a MAEOE Executive Board member.
- Section 7. All policy and organizational decisions of MAEOE must be approved by the Board of Trustees at regularly scheduled meetings. All legislative actions require a 50% quorum of eligible Trustees requiring a simple majority vote (50% + 1) unless noted in Roberts Rules of Order. In the event that a timely meeting is not possible, the Executive Board may act on an emergency basis, requiring a 2/3 majority vote (4 of 6).

#### **ARTICLE V – EXECUTIVE COMMITTEE**

- Section 1. The executive committee shall be composed of the officers; of the corporation including: president elect, president, past president, secretary, treasurer; and two (2) elected members at large from the board of trustees.

- Section 2. The at large executive committee members shall be nominated by the board of trustees and elected by secret ballot by the board of trustees at the next board meeting following the annual meeting. Executive committee members will serve for a period of one (1) year, with the exception of the president elect who will serve for three consecutive terms in the officers' positions of president elect, then president, and then past president.
- Section 3. The at large executive committee members may not be re-elected to more than three (3) consecutive terms. Former executive committee members may be re-elected to the committee, following a minimum one-year absence from the committee, during which time they may be elected to serve on the board of trustees.
- Section 4. The executive committee shall meet as necessary, but no less than four (4) times per year. Executive committee meetings are open to all members of the organization.
- Section 5. Executive committee members may be removed by a 2/3 vote of the remaining executive committee members. Individuals to be removed shall be notified in writing of such action two (2) weeks prior to the meeting at which such action is to be taken.
- Section 6. Any executive committee vacancy except for president, resulting from removal or resignation of an executive committee member, occurring at a time other than the annual meeting, shall be filled by an appointment of the executive committee at the next regular meeting following said vacancy. The president-elect shall assume the responsibilities of the president in case of vacancy in that office. A new president-elect shall then be elected by the board of trustees. Other executive committee members, appointed in this manner, shall serve until the next annual meeting election. A vacancy in the position of past president shall not be filled until the next annual meeting election.

#### **ARTICLE VI – DUTIES OF OFFICERS**

- Section 1. The president shall preside at all meetings of the organization and perform duties usually pertaining to such an office. The president, with the approval of the executive committee, shall appoint all committees.
- Section 2. The president-elect or past president shall perform all duties of the president if the president is absent or unable to perform his or her duties and other duties as may be prescribed by the president and/or the executive committee.
- Section 3. The secretary shall keep the minutes of all business meetings of the organization and the executive committee; give notice to all meetings; carefully preserve all books, documents, and papers pertaining to this office, delivering the same to the

successor to this office; and perform other duties as may be prescribed by the president and president-elect.

- Section 4. The treasurer shall receive all dues; shall deposit all funds in the name of the organization in some depository satisfactory to the membership; deliver to the successor of this office all books, papers, or other materials pertaining to this office; and shall keep on file an accurate roster of all members with their correct addresses.

#### **ARTICLE VII – MEETINGS, QUORUMS, AND AMENDMENTS**

- Section 1. The annual meeting of this organization shall be held in Maryland. Members shall be notified via a newsletter at least thirty (30) days in advance, giving the time and place of the annual meeting.
- Section 2. Special meetings of the membership may be called by the president or by (any member) action of the board of trustees. Members shall be notified at least ten (10) days in advance of the time, place, and purpose of such a meeting in writing addressed to their school or residence as shown on the books of the organization.
- Section 3. These by-laws may be amended by a 2/3 majority vote of the board of trustees. Any proposed amendment must be sent to the board of trustees at least thirty (30) days in advance of the said meeting date.

Adopted 09/01/93  
Revised 01/31/97  
Revised 06/04/98  
Revised 01/07/99  
Revised 04/17/03  
Revised 05/07/05  
Revised 06/08/05  
Revised 1/03/07