

THE CONSTITUTION OF WISCONSIN TESOL ASSOCIATION (WITESOL)

ARTICLE I. NAME OF ORGANIZATION

The name of this organization shall be the Wisconsin TESOL Association, hereinafter referred to as WITESOL. WITESOL is a not-for-profit professional association for those concerned with the teaching of English learners in any context: English as a Second or Foreign Language or dialect, and for those involved in and concerned with Bilingual Bicultural Education. It is an affiliate of TESOL International Association, Teachers of English to Speakers of Other Languages, and may associate with other teaching associations as appropriate.

ARTICLE II. PURPOSES OF WITESOL

Section 1. The purposes of WITESOL are the following:

- A. To improve the quality of existing English as a Second Language, English as a Second Dialect, Bilingual and Bicultural Education programs, and to assist in the formulation and establishment of new programs at all levels of education in the state Wisconsin. Hereinafter, English as a Second or Additional Language will be referred to as ESL, English as a Second Dialect as ESD, Bilingual Bicultural Education as BE, and English as a Foreign Language as EFL.
- B. To provide the members with opportunities to discuss innovations and issues found in the areas related to the teaching of ESL, ESD, and Bilingual and Bicultural Education.
- C. To further the professional development of those concerned with ESL, ESD, and Bilingual and Bicultural Education within the areas served by this association.
- D. To promote fellowship among its members.

Section 2. This association is organized exclusively for educational purposes, including the making of distributions to an organization that qualifies as exempt under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 3. Notwithstanding any other provision of these articles, the association shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 4. All monies of the association shall only be disbursed in the support of the purposes of this association and shall not be disbursed to any member of the association for his or her own private gain. Monies may be disbursed only with the approval of the WITESOL Board and/or the majority of members in good standing at a business meeting.

ARTICLE III. MEMBERSHIP IN WITESOL

Membership in WITESOL is open to individuals concerned with the activities described in Articles I and II and who pay annual dues as established by the WITESOL Board. The members are accorded but are not limited to the following rights and privileges of membership: vote for the WITESOL Board members, receive the newsletter, receive special conference rates at all WITESOL conferences and other states which offer reciprocity regarding reduced rates for members, and be eligible to hold office on the WITESOL Board.

Section 1. Membership and dues

- A. Membership shall be for a full one- or two-year period as designated by the WITESOL Board, beginning with receipt of dues.
- B. The dues shall be established annually by a majority vote of the WITESOL Board.

Section 2. In order to assist the representation of the views of individuals working in different educational settings, the association may establish Interest Sections by a majority vote of the WITESOL Board. The Interest Sections may include but are not limited to Elementary-Secondary; Bilingual/Bicultural Education; Adult Education; Higher Education; Theoretical and Applied Linguistics; and Refugee Concerns. These sections shall encourage their membership to participate in activities of the association through presentations at the annual meeting/conference and articles in the newsletter.

ARTICLE IV. MEETINGS OF WITESOL

Section 1. In keeping its affiliate agreement with TESOL International Association, Inc., WITESOL shall hold an annual business meeting which will be open to the general membership. This meeting will be held at the annual conference or at such a time and place as the WITESOL Board shall determine, taking into consideration the suggestions of the general membership.

Section 2. Other meetings shall be called as deemed necessary by the WITESOL Board officers (see Article V, Section 1) with a minimum of a ten (10) business days' notice and shall include a draft agenda.

Section 3. Standard Authority. The rules contained in the current edition of Robert's Rules of Order shall govern the association in all cases to which they are applicable, and in which they are consistent with the Constitution and By-laws of the association.

ARTICLE V. OFFICERS AND OTHER MEMBERS OF THE WITESOL BOARD

Section 1. The officers shall be the President, President-Elect, Past-President, Secretary, and Treasurer, who shall serve on the WITESOL Board along with four (4) members-at-large.

Section 2. The President shall:

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- preside at all general meetings of the association and the WITESOL Board;
- prepare the agenda and conduct meetings of the WITESOL Board;
- establish standing or ad-hoc committees as necessary, subject to the approval of the WITESOL Board;
- provide leadership for the association at the annual TESOL Convention and at regional TESOL meetings, or with WITESOL Board approval, appoint another representative to represent WITESOL as needed;
- serve as a delegate to the TESOL Convention with financial support from WITESOL;
- notify the WITESOL Board of Board meetings;
- assimilate and disseminate information that comes to WITESOL from TESOL and from other organizations with which WITESOL is associated;
- prepare the yearly report for TESOL and for other affiliate organizations as needed;
- oversee WITESOL officers and appointees to ensure that all responsibilities are being carried out effectively and punctually;
- delegate jobs in a manner that reflects the best interests of WITESOL;
- keep a record of all correspondence of WITESOL;
- keep a record of all the minutes;
- write, at the beginning of her or his term of office, an outline of her/his goals and objectives to be published in the newsletter;
- help the President-Elect and conference chairperson as necessary;
- write a president's column for the newsletter;
- conduct all other business of WITESOL, act as a liaison and representative for WITESOL.

Section 3. The President-Elect shall:

- assist the conference chair in planning and coordinating the program for the annual meeting/conference;
- serve as President of the association in the absence of the President;
- assist the President as requested;
- become the President after his/her one-year term as President-Elect and continue for an additional year as Past-President;
- serve as President in case of the latter's absence at a meeting;
- attend the affiliate leadership workshop and the affiliate council meeting at the TESOL International Convention, or with WITESOL Board approval, appoint another representative to represent WITESOL as needed.

Section 4. The Past-President shall:

- be a member of and serve as an advisor to the WITESOL Board;
- run meetings when the President and President-Elect cannot be present;

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- serve as a liaison or delegate to other organizations, or delegate this responsibility if she/he chooses;
- oversee the annual election of new officers and/or members-at-large including the solicitation of nominations and preparation and distribution of the ballot.

Section 5. The Secretary shall:

- keep a record of all annual meetings and disseminate such information to all members in the newsletter following such meetings;
- take minutes at the meetings of the WITESOL Board and other business meetings of WITESOL;
- maintain a complete file of approved minutes from each of the meetings of the WITESOL Board until archived on the WITESOL website;
- attend to correspondence as delegated by the President and give copies of correspondence to the President;
- maintain a copy of the Constitution for all members of WITESOL to have access to.

Section 6. The Treasurer shall:

- be responsible for all the financial business of the association, which may include collecting dues and paying all bills as approved by the WITESOL Board, plus the payment of affiliate dues to TESOL International Association, Inc., and other organizations to which WITESOL is affiliated, as appropriate;
- make an annual budget presentation to the WITESOL Board;
- submit an update of WITESOL finances for each meeting of the WITESOL Board;
- establish conference or special accounts as needed and maintain all bank accounts and investments, for at least seven (7) years.

Section 7. Duties of Members-at-Large may include but not be limited to the following:

- oversee Special Interest Groups and any standing committees;
- act as liaisons in both their geographic areas and their areas of expertise;
- act as area representatives to members and prospective members of WITESOL;
- serve on any committees as needed, specifically participating in the formation and functioning of the Conference Committee, Travel Awards Committee, the Writing Contest Committee, and other committees as created;
- provide a transition between in-coming and out-going officers of the WITESOL Board;
- assist the newsletter editor by submitting or securing the submission of articles from others for the newsletter;
- recruit colleagues to accept nominations for positions on the WITESOL Board;
- fulfilling the duties as outlined in Section 8.

Section 8. Other leadership roles in the association may be fulfilled by WITESOL Board members or by WITESOL members as appointed by the WITESOL Board. Appointees to other leadership roles do not have a vote on the WITESOL Board. These positions may include but are not limited to:

Membership Secretary: The membership secretary shall:

- oversee the maintenance of an up-to-date list of membership of the association;
- send a timely reminder to members to renew their membership;
- provide mailing addresses as requested for Board-approved purposes;
- collect membership dues.

Newsletter Editor: The newsletter editor shall:

- collect and edit articles for publication in the WITESOL Newsletter;
- publish the newsletter in a timely fashion based on published deadlines and needs of the association;
- work closely with the President and the WITESOL Board to secure articles for publication that reflect the interests of the association.

Conference Chair: The conference chair shall:

- work with the WITESOL Board in planning and coordinating the program for the WITESOL conference;
- attend meetings of the WITESOL Board during conference planning or submit updated reports of planning before each meeting of the board;
- employ WITESOL Board members as Conference Committee members to act as liaisons whenever practical.

Website Manager: The website manager shall:

- ensure website functionality and perform software updates;
- monitor, assess, and report on website performance;
- ensure domain registration and hosting are current;
- develop and/or update content;
- handle online marketing projects ranging from events promotion to social media marketing.

Section 9. A member of WITESOL must have served for at least one year on the WITESOL Board, within the past five years, before being eligible to serve as President-Elect.

Section 10. If a vacancy occurs in any office, it shall be filled by a majority vote of the WITESOL Board. The successor shall hold office for the remainder of the unexpired term.

ARTICLE VI. WITESOL BOARD

Section 1. The President, President-Elect, Treasurer, Secretary, Past-President and four (4) elected members-at-large shall constitute the WITESOL Board. The members of the WITESOL

Board must be members in good standing of WITESOL. If the total number of WITESOL officers falls below five, additional members-at-large may be appointed until an election is held.

Section 2. A majority of the WITESOL Board shall constitute a quorum with the power to act for the association on all matters requiring attention between annual meetings.

Section 3. All members of the WITESOL Board shall have a full, equal voice and vote at all meetings and the President shall make every reasonable attempt to contact all members if a telephone or email vote is required. It is the responsibility of the WITESOL Board members to attend all meetings of the Board. If, for any reason, a member of the WITESOL Board cannot attend a meeting, she/he must notify the President. After two absences in a calendar year for any reason, a member of the WITESOL Board may be considered to have vacated his/her office and may be removed by a majority vote of the WITESOL Board.

ARTICLE VII. ELECTIONS

Section 1. Candidates for elected officers of WITESOL shall be members of WITESOL in good standing at the time of their nomination.

Section 2. Nominations for open WITESOL Board positions may occur through self-nomination or other-nomination, with the permission of the nominated candidate. If nominations are not sufficient, a nominating committee consisting of at least three persons may be appointed by the WITESOL Board. The Past-President shall serve as Chair of the committee, or if nominations are sufficient, she/he shall oversee the nomination process. It shall be the function of the committee to solicit nominations from the membership and to prepare a slate for the following annual election. The slate shall consist of one or more nominations for each office. The nominating committee shall report the names of the nominees to the WITESOL Board at least 30 days before the next annual election.

Section 3. A slate of officers and members-at-large of the WITESOL Board shall be presented by the Past-President to the WITESOL membership. Each year the WITESOL Board shall elect a President-Elect. The general membership of the association shall elect at least two members-at-large of the WITESOL Board, and, in addition, in alternating years, beginning in 1983, the association shall elect a Secretary and a Treasurer. The term of office for President-Elect shall be one year followed by a one-year term as President and one additional year as Past President (there shall be automatic succession to these two offices). The terms of office for Secretary, Treasurer, and all members-at-large of the WITESOL Board shall be two years. All terms shall begin on January 1 following election.

Section 4. The nominating committee shall ascertain that all nominees are willing and eligible to serve, as well as that they are members in good standing of WITESOL.

Section 5. Election shall be by secret ballot. When there are three or more candidates for an office, a plurality of votes, that is, the candidate receiving the most votes, is sufficient for election.

ARTICLE VIII. REVISIONS, AMENDMENTS, AND OTHER BOARD ACTIONS

Section 1. Revisions to the Constitution must be ratified by at least two-thirds of the members in good standing who respond to an electronic poll or a vote at the annual meeting.

Section 2. Proposed amendments to this Constitution must first be approved by a majority of the members of the WITESOL Board or submitted to the President in a petition signed by at least 15 members in good standing. Any such proposed amendment shall be distributed to all the members in the newsletter before the amendment is voted on. To become effective, the proposed amendment must be ratified by at least two-thirds of the members in good standing who respond to an electronic poll or a vote at the annual meeting.

Section 3. Approved amendments must be added to the WITESOL Constitution in this Article or in other Articles related to the content of the amendment. They must be clearly labeled as an Amendment with the date the amendment was approved.

AMENDMENT I (N. D.): BOARD ACTION ON POSITION STATEMENTS

- I. Purpose
 - A. The position statement provides a forum for WITESOL to outline its position on key issues or concerns that align with the mission of the association.
 - B. This Amendment on resolutions outlines the procedures by which all resolutions originate and are processed within the WITESOL association.
- II. Position statements represent and communicate a particular stand on an issue or concern, consistent with WITESOL's Mission.
 - A. A position statement may originate in one of three ways:
 1. From the general membership
 2. From an interest section comprised of WITESOL members
 3. From the WITESOL Board
 - B. All proposed position statements shall be written in the following standard format:
 1. Identification of the issue or concern
 2. A stated position on the issue or concern
 3. Evidence that supports the stated position
 4. If applicable, possible solutions regarding the issue or concern
 - C. The WITESOL Board may propose changes to a position statement. The party that originated the position must approve the substantive changes.

- D. A position statement is approved by a quorum vote of the WITESOL Board and must pass by simple majority.
- E. Passed position statements must be communicated to the membership via the WITESOL website or the WITESOL newsletter. They may also be distributed to other parties that may be involved in the issue or concern.

AMENDMENT II (N.D.): BOARD ACTIONS ON RESOLUTIONS

- I. Purpose
 - A. The resolution process provides a means by which WITESOL members can make their concerns known regarding critical issues within the profession.
 - B. This Amendment on resolutions outlines the procedures by which all resolutions originate and are processed within the WITESOL association.
- II. Resolutions are policy recommendations to the WITESOL Board, including a call for action by the association, consistent with WITESOL's Mission.
 - A. A resolution may originate in one of three ways:
 - 1. From the general membership
 - 2. From the WITESOL Board
 - 3. From an interest section comprised of WITESOL members
 - B. All proposed resolutions shall be written in standard resolution format, as recommended in Robert's Rules of Order, Newly Revised.
 - 1. If there is a preamble, each clause of explanation or justification shall begin with "WHEREAS..."
 - 2. The final whereas clause shall end, "...; therefore, be it resolved..."
 - 3. Each clause of the resolution itself shall begin: "RESOLVED, that the membership of WITESOL recommend that the WITESOL Board..."
 - C. The WITESOL Board may propose changes to a resolution. The party that originated the resolution must approve the substantive changes.
 - D. A Resolution is approved by a quorum vote of the WITESOL Board and must pass by simple majority.
 - E. Passed Resolutions must be communicated to the membership via the WITESOL website and/or the WITESOL Newsletter.