

PLEASE READ OVER THESE PROPOSED BY-LAWS FOR THE NATSP AND
SEND COMMENTS TO JIM CHVALA AT jchvala@esu7.org

Proposed Bylaws of the Nebraska Association of Teachers of Spanish and Portuguese

Section 1. Name and Affiliation

Section 2. Purpose - In advancing the study and teaching of Spanish and Portuguese language, culture, and literature in the state of Nebraska the NATSP shall:

- a. sponsor and/or encourage regular activities that provide professional growth opportunities and facilitate sharing of information and ideas, inform teachers of current teaching pedagogy, provide a forum for the discussion of issues confronting second language teachers in the state of Nebraska, and encourage opportunities to practice the speaking of Spanish and, when possible and desired, Portuguese through such activities as the fall immersion, spring immersion, regional charlas, idea postings to NDE website, support of the Nebraska International Language Camp, solicitation of ideas for presenters/topic for NILA conference, identification of language teaching resources (web, conferences, journal articles, etc.), and notification of upcoming local, state, regional, national, and international events.
- b. promote and present annually awards to recognize teaching quality (Spanish / Portuguese Teacher of the Year, etc.). Criteria for such will be publicized and nominations will be sought from the membership. The Executive Committee may vote to award any or all of these awards.
- c. provide and promote opportunities for professional advancement among PreK-16 teachers of Spanish and Portuguese at the local, state, and national levels through the support of candidates for local, state, and regional offices; publicize position/job openings relevant to the NATSP membership, and in other ways it can provide assistance.
- d. keep members informed of relevant cultural events and educational and travel opportunities and scholarships, and to provide opportunities for members to communicate with native speakers through such activities as providing a forum to discuss upcoming travel plans, concerts, play productions, newsletter, etc.
- e. encourage cooperation between teachers, administrators, and others to promote high standards at all levels of the profession
- f. provide professional support to language teachers and encourage networking through such methods as a list serve, website, e-mail lists, newsletter, and teacher tips

Section 3. Membership – Requirements, resignations, expulsion, rights, and responsibilities

- a. Application for membership shall be made on the prescribed form.
- b. Active members shall have the right to vote, propose amendments, make nominations, and hold office in the NATSP

1. No member in default of dues payment shall be qualified to exercise any privilege of membership.

c. Honorary membership. Any member of the NATSP may present to the Executive Committee the name of a person whose contribution to foreign language education merits statewide recognition as worthy to become an honorary member of NATSP. The nominee shall be considered by the Executive Committee, and, if determined acceptable, the nominee shall be submitted to the entire membership for approval. A simple majority of the members voting shall confer honorary membership.

1. Honorary members may participate in activities of the NATSP, but may not vote, be notified of events, and receive mailings and other information

d. Non-members may be invited to activities sponsored by the NATSP

e. DUES

1. The annual NATSP dues shall be paid as part of the AATSP dues, to the AATSP office. AATSP will remit to the NATSP the local portion of the dues.

2. Dues shall apply to the time frame established by the AATSP.

Section 4. Duties of Officers

a. The President shall be the Chief Executive Officer of the Association and shall represent NATSP at all functions and in all matters except those for which s/he has appointed a representative. The President, or his/her designated alternate, shall serve as the Association's contact person with other organizations, such as the Central States Conference, ACTFL, and the AATSP, and serves as the NATSP representative to the Executive Board of the Nebraska International Language Association (NILA). S/he shall call and preside at meetings of the Association and the Executive Council and shall have supervision and control of the affairs of the Association, subject to the oversight of the Executive Council, and shall exercise such other powers as may from time to time be conferred on him/her by the Executive Council. The president may appoint whenever s/he deems necessary a parliamentarian with a thorough knowledge of the NATSP constitution and parliamentary procedures, and committees that are necessary or desirable to the proper functioning of the organization. The Nominating Committee is such a committee. The president shall appoint the chairpersons of committees, and will announce the annual NATSP awards. The President shall coordinate the NATSP-sponsored activities, and shall make financial decisions with the concurrence of the Treasurer.

b. The Vice President shall assist the President and shall take office as the President after the term of the sitting President has expired and shall then serve for two years. S/He shall preside at meetings in the absence of the President and shall assume the office of President in the event of resignation or other inability to continue in office. The vice president will advise and assist the president in planning programs for the general meetings and special events. The vice president will oversee recruitment & membership and advocacy, work with the president on grant writing, and fulfill other duties as assigned by the president. The Vice President will chair the nomination committee and oversee the elections.

c. The Secretary shall assume all duties generally ascribed to the secretary of any professional organization including such things as press releases and acknowledgements,

preserve and make available to the membership accurate minutes of all meetings, shall send notices to each member of the date of the regular meeting, and shall handle all correspondence of the Association. S/he will also maintain records that may be of historical interest to the Association (membership history, account balances, etc), and update membership address and phone changes; s/he shall also make information and applications available for the annual NATSP awards, shall maintain and publish a current roster of members and a database for mailing labels and e-mail addresses. Upon their appointment by the National Office, s/he shall add the names of Emeritus members to said roll. In the absence of the President and the Vice President, the Secretary shall preside at meetings. The Secretary shall send the names and pertinent information of the new officers to the National Office immediately after elections and present copies of the Chapter Constitution to the Officers and upon their election / appointment. S/He will send minutes of meetings of the Executive Council and General membership to the world language educator listserv and to the NDE for publication on the world languages webpage.

d. The Treasurer shall maintain the Association's bank account and a detailed accounting of all financial transactions of the Association, and provide a report of all monies received and disbursed at the Executive Board meetings and at regularly scheduled Association meetings. S/he shall also provide a proposed budget for the upcoming year. The treasurer shall sign for and pay bills approved in advance by the Executive Council. S/He shall provide a Treasurer's report at least once a year to the list serve and the NDE for publication on the World Language Page. S/He shall preside over meetings in the absence of the President, Vice President, and Secretary.

e. The Reporter will be appointed by the executive board and continue until replaced. His/Her duties shall include: taking photos at major gatherings of the Chapter or arranging for someone else to take photos at events s/he is unable to attend; keep a written record of the happenings of the Chapter and write brief summaries of them for publication on the World Language Page at NDE and for the National Office; act as the institutional memory of the Chapter, reminding the Board of informal customs as well as Constitutional requirements; this includes acting as an informal parliamentarian if and when the need arises at Council meetings and at the general membership meeting.

f. The National Spanish Exam Coordinator will be appointed by the Executive Council and continue until replaced. S/He shall stay abreast of national developments in AATSP; keep members informed about the Exam and its availability; provide a report from time to time on the Exam to the executive council; promote the Exam and its benefits in the region of the Chapter's jurisdiction; and publish NSE timelines at the NATSP Fall Conference, on the World Language Educators listserv, and on the NDE website.

g. The Portuguese Representative (if appointed) shall make suggestions to the Executive Council for ideas and activities promoting the Portuguese language and the culture of the Portuguese-speaking world, keep the Council informed of events relating to the Portuguese-speaking world, send articles and/or announcements as appropriate to the NDE for publication on the World Language webpage

h. VACANCIES - Should a vacancy occur in the offices of the NATSP the Executive Council may appoint a person to fill such vacancy to complete the term. Such appointment shall terminate with the next regularly scheduled election. The appointment

to the partial term of service shall not preclude an electee from serving the full term(s) to which (s)he would otherwise have been eligible. Should the vacancy involve the Vice President an election for President shall be held at the next regularly scheduled election.

Section 5. The Executive Council

The Executive Council shall consist of the elected officers (president, vice president, secretary, and treasurer). Each of the Executive Officers shall have voting rights on the Executive Council. A quorum for meetings of the Executive Council shall consist of at least two Executive Officers present at any, previously announced Executive Council meeting. The Executive Council, of which the President of the Association shall be chairperson, shall take such actions as may be necessary to carry out the purpose of the Association and promote its interests. The Executive Council shall make a report of its activities at the annual meeting, and provide a time and place for future events. The Executive Council shall inspect 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. It will hold at least one regularly scheduled meeting before each regularly scheduled fall meeting of the Chapter. The Council will decide on all issues discussed at Executive Council meetings by a majority vote of those present at Council meetings.

Section 6. Meetings

The following items will be addressed at the annual meeting:

Member recruitment

Election of Officers (Odd-numbered years)

Appointment of Nomination Committee (Even-numbered years)

Secretary's Report – Previous Minutes / Old business

Treasurer's Report

Spring Immersion Report

Fall Immersion Report

Request for Spring Immersion Organizers

Request for Fall Immersion Organizers

National Spanish Exam Report

Nebraska International Camp Report

New business

Section 7. Elections

Elections for officers of the Executive Council shall be held during the fall meeting of NATSP in odd-numbered years. A plurality vote of those ballots cast shall determine election to an office. The results shall be tallied prior to the conclusion of the business meeting by the Nominating Committee and announced to the members present. The newly elected officers will assume office at the close of the fall meeting.

a. The vice president shall chair the Nominating Committee which shall solicit nominations from the membership. This committee shall submit to the Executive Council at the Fall Meeting at least two candidates, drawn from the active membership, for each elective position becoming vacant that year. The nominating committee will

strive to select candidates with due regard to ability to perform duties of the office for which nominated, geographical distribution of members, various teaching levels among K-16 teachers, and among the language specializations of Spanish and Portuguese. Candidates shall be presented at the fall meeting during odd-numbered years. Additional nominations may be made and seconded from the floor. Nominations for elected positions may be made by any current active member of the chapter. Members may nominate themselves or any other member of the chapter. Nominations should be sent to the Nominating Committee via any member of the current Executive Council. Nominations and appointments will be made for the benefit of the total membership.

b. **BALLOTS AND ELECTIONS:** Voting will be limited to members in good standing. NATSP dues must be paid at the date of balloting.

Section 8. Programmable Expenses and Indemnification of Officers

The NATSP shall indemnify each person (and their heirs and legal representatives of such persons) who is or was an officer or employee of the Association, or of any other organization which he or she serves in any capacity at the request of the Association, against any and all liability and resulting from any claim, action, suit or proceeding (whether brought by or in the right of the Association or such other organization or otherwise), civil, criminal, administrative or investigative, or threat thereof, or in connection with an appeal relating thereto, in which he or she may become involved, as a part or otherwise, by reason of his or her being or having been such officer or employee, or by reason of any past or future action or omission or alleged action or omission (including those antedating the adoption of this Bylaw) by him or her in such capacity, whether or not he or she continues to be such at the time such liability or expense is incurred; provided such person acted in good faith, in which he or she reasonably believed to be the best interests of the Association or such other organization, as the case may be, and, in addition, with respect to any criminal action or proceeding, had no reasonable cause to believe that his or her conduct was unlawful. As used in this Article, the terms "liability" and "expense" shall include, but not be limited to, counsel fees and disbursements and amounts paid in settlement by or on behalf of an officer or employee. The termination of any claim, action, suit or proceeding by judgment, settlement (whether with or without court approval), or conviction, or upon a plea of guilty or of nolo contendere, or its equivalent, shall not create a presumption that an officer or employee did not meet the standards set forth above. Any such officer or employee referred to in this Article who has been wholly successful, on the merits or otherwise, with respect to any claim, action, suit or proceeding shall be entitled to indemnification as of right. Except as provided in the preceding sentence, any indemnification hereunder shall be made at the discretion of the Association, but only if (1) the Executive Council, acting by a quorum consisting of officers who are not involved in or have been wholly successful with respect to such claim, action, suit or proceeding, or if there be no such quorum, if (2) independent legal counsel (who may be a regular counsel of the organization), or other disinterested person or persons, in either case selected by the Executive Council, shall find that the officer or employee has met the standard of conduct set forth above. Expenses incurred with respect to any such claim, action, suit or proceeding may be advanced by the Association prior to the final disposition thereof upon receipt of an undertaking by or on behalf of the recipient to

repay such amount unless he is entitled to indemnification under this Article. The rights of indemnification provided in this Article shall be in addition to any rights to which any person concerned may otherwise be entitled by contract, United States statute or Nebraska statute, or as a matter of law, and irrespective of the provisions of this Article, the Executive Council may, at any time and from time to time, approve indemnification of officers or employees to the full extent permitted by the provisions of the laws of the State of Nebraska at the time in effect, whether on account of past or future transactions.

Section 9. Enabling Clause and Validity

Section 1. These by-laws supersede all previous by-laws of this Chapter.

Section 2. These by-laws were presented to the Membership on the NDE language teacher listserv, and on the NATSP web-site prior to the Fall 2008 meeting of the NATSP and approved at that meeting by a majority vote of those members present and voting.

Section 3. PARLIAMENTARY RULE - The current edition of Robert's Rules of Order - Newly Revised, shall govern the Association in all matters not provided for in these Bylaws.