

GEORGIA ASSOCIATION FOR GIFTED CHILDREN
BYLAWS

Article I – Name and Corporate Seal

Section 1 – The name of this organization shall be Georgia Association for Gifted Children, Inc.

Section 2 – The corporate seal shall have the name Georgia Association for Gifted Children and shall have inscribed thereon the words, “Corporate Seal, State of Georgia.” The seal may be changed at the discretion of the Executive Board.

Article II – Governing Authority and Purpose

Section 1 – Article of Incorporation – The Georgia Association for Gifted Children, Inc., is incorporated under the laws of the State of Georgia pursuant to Articles of Incorporation filed on December 7, 1977. The corporation shall be governed by these Bylaws and reviewed for amending every three years in accordance with the provisions herein. These Bylaws shall not conflict with the Articles of Incorporation.

Section 2 – The purposes of the Georgia Association for Gifted Children shall be:

- A. To advocate and promote an awareness of the needs of Georgia’s gifted students
- B. To stimulate among educational administrators, teachers, parents, legislators, the business community, and others of the general public a deeper understanding and interest in the needs of the gifted
- C. To provide a forum for the exchange of information and ideas among the members of the Corporation
- D. To encourage and stimulate the best possible training for gifted educators
- E. To encourage and stimulate research in the area of gifted education, particularly in the
 1. State of Georgia

Article III – Membership and Dues

Section 1 – Membership in the Corporation shall be open to all persons who share an interest in achieving the stated purposes of the Corporation. There shall be three classes of membership – Regular, Affiliate, and Honorary.

Section 2 – Eligibility

- A. Regular Membership
 1. A regular member is one who joins the Corporation directly. Except as otherwise provided in these Bylaws, this type membership in the Corporation shall include the right to a single vote, to hold office, to petition, to serve on committees, to receive the communications and publications, and to benefit from other services as may from time to time be authorized.
- B. Affiliate Membership – An affiliate member is an individual who is a member of a local chapter that has affiliated with the Corporation and is in good standing (See Article XI). This member enjoys all the rights of a regular member.
- C. Lifetime Membership

1. By special action, the Executive Board may confer Lifetime Membership upon a person who has made unusual contributions to the Georgia Association for Gifted Children.
- D. Honorary Membership
2. By special action, the Executive Board may confer Honorary Membership upon a person who has made unusual contributions to the Georgia Association for Gifted Children
 3. This membership may be awarded for a period of time deemed appropriate by the Executive Board.

Section 3 – Membership dues shall be determined by a majority vote of the Executive Board.

Section 4 – Membership shall run for one calendar year from the date set by the Corporation.

*Article IV – **Governing Body***

Section 1 – The Governing Body of the Corporation shall be made up of Executive Board, Executive Council, and Standing Committee Chairs.

Section 2 – The Executive Board shall consist of the Immediate President, President-Elect, Secretary, Treasurer, Convention Co-Chairs, and Legislative Liaison.

Section 3 – Standing Committees shall be: Local Chapter, Awards, Regional Representatives, President's Advisory Committee (former GAGC presidents who are current members and are actively involved in the organization), and Membership.

Section 4 – The Executive Council of the Corporation shall be made up of the Executive Board, the chairperson of each standing committee, ad hoc committee chair(s), regional representatives (as defined by the Executive Board), a university liaison, a business liaison, a National Association for Gifted Children (NAGC) liaison, a State Department of Education liaison, and a historian.

Article V – Executive Board

Section 1 – Duties of the Executive Board

- A. Manage the business and affairs of the Corporation consistent with the Bylaws.
- B. Establish policy consistent with the Bylaws.
- C. Recommend to the Corporation possible future directions and goals.
- D. Act on official recommendations and petitions as may be received.
- E. Grant charter to local chapters.
- F. Develop and adopt an annual budget that is within the anticipated income of the Corporation.
- G. Establish for the protection of the Corporation, policies for auditing the Corporation's financial and membership records.
- H. Assume such other responsibilities as shall be assigned by the Bylaws and are voted by the membership.
- I. Management and annual review of personnel.

Section 2 – Election of Officers

- A. A nominating committee shall be appointed annually by the President and chaired by the President-Elect.
- B. A nominee for the Executive Board must have been an active member of GAGC for at least one year immediately prior to the election.
- C. Nomination for officers shall be presented to the chair of the nominating committee.
- D. A minimum of one name for each office shall make up the slate of officers recommended by the nominating committee to the Executive Board. This slate shall be approved by the Executive Board before presenting the slate to the membership for their vote.
- E. Ballots shall be sent to each voting member. The ballot shall include a brief biographical sketch of each nominee. The voting period will be for not more than 15 days.
- F. Election shall be determined by a majority of the votes cast by returned ballots for active members. If on the first ballot none of the nominees for a particular office receives a majority of the votes cast, a second ballot shall be taken on the two nominees receiving the highest number of votes on the first ballot. Only members that voted in the initial election will be eligible to vote in the run-off election.
- G. Newly elected officers shall assume their official duties at the annual meeting of the membership.

Section 3 – Duties of Officers

A. The President shall ...

- 1. preside at all regular meetings of the Corporation
- 2. call special meetings of the Corporation or any of its committees
- 3. establish necessary ad hoc committees
- 4. present standing committee chair appointments to the Executive Board for majority approval
- 5. define the duties of committee whenever such duties may not have been adequately defined by the Corporation or the Bylaws
- 6. coordinate activities of the standing committees of the Corporation
- 7. determine and present a Presidential Initiative that represents a passion area or relevant focus tied to GAGC's vision, mission, and current strategic plan that will be an emphasis for the organization during the two year term of presidency
- 8. promote the best interest of the Corporation in all possible ways
- 9. require all officers and committee chairs to submit written reports due at times designated by the President

B. The President-Elect shall ...

- 1. automatically be vested with the powers of the President when, for any reason, the President becomes unable to attend to his/her Presidential duties (See Section 4 of this Article)
- 2. perform other duties at the direction and discretion of the President not otherwise assigned by the Bylaws
- 3. chair the nominating committee for the election of the Executive Board
- 4. provide general supervision of personnel operations in the areas of policy revision, salary and fringe benefits administration, recruitment and retention, and employee relations.
- 5. conduct annual review of all paid personnel of the Corporation.

C. The Secretary shall ...

- 1. record and file the minutes of the Corporation

2. distribute minutes of all Executive Board and Executive Council meetings to members of each group within two weeks following the meetings
3. receive and file copies of the minutes of committee meetings and reports from the Executive Board members, committee chairs, and liaison/representatives
4. monitor and oversee the Corporation's social media, print, and electronic media.

D. The Treasurer shall ...

1. be entrusted with the collection and safekeeping of all funds of the Corporation
2. be the person authorized to draw money from the Corporation funds and make payment for Corporation debts
3. monitor membership dues
4. present a financial statement at each meeting of the Executive Board
5. handle annual update of information regarding status of the Corporation and file appropriate financial records with state and federal agencies.
6. Co-serve with the newly elected treasurer through the end of that fiscal year.

E. The Convention Co-Chairs shall...

1. chair the Convention Committee
2. post pertinent convention information to the Corporation's social media
3. perform other duties at the direction and discretion of the President not otherwise assigned by the By-Laws.

F. The Legislative Liaison shall . . .

1. assume the responsibility of being informed of current state and national issues affecting gifted education and communicated such to the Executive Board and membership as deemed appropriate by the Executive Council
2. make contact with appropriate persons regarding legislation affecting gifted education
3. file a written report to the Executive Board
4. post pertinent legislative information to the Corporation's social media
5. be responsible for activities related to Gifted Education Month in Georgia.

Section 4 – Term of Office and Succession to Offices

- A. The term of each office shall be two years.
- B. Ordinarily, the President-Elect will become President after completing a two year term as President-Elect. In the event of the office of the President is vacated for any reason, the President-Elect will serve as Acting President for the remainder of the term. Then, the person shall serve the term for which (s)he was elected.
- C. The President and President-Elect shall not succeed themselves.
- D. Should an office, other than President, be vacated, that position shall be filled by a presidential appointment with Executive Board approval for the un-expired portion of the term.
- E. The Legislative Liaison, Secretary, and Convention Co-Chairs may serve no more than two consecutive terms unless deemed otherwise by the Executive Board.

Article VI – Standing Committees

Section 1 – Standing Committees shall be: Local Chapter, Awards, Regional Representatives, President's Advisory, and Membership.

Section 2 – Selection and Terms of Committee Chair and Members

- A. The Chair of standing committees shall be appointed by the President with the approval of the Executive Board by majority vote.
- B. Committee members shall be appointed by the committee chair with majority approval by the Executive Board.
- C. Other standing committee chairs and members shall serve for two year terms and may have appointments extended.

Section 3 – Duties of Standing Committees

A. Local Chapter Chair: The chair shall ...

1. assist groups in establishing local chapters
2. present information to the Executive Board for chapters desiring to become affiliated with the Corporation
3. assist established chapters with programming and activities
4. file a written report.

B. Awards Committee: This committee shall...

1. be responsible for all activities related to promoting, selecting, and conferring awards given in the name of the Corporation as determined by the Executive Council
2. be responsible for the Bynum Award to:
 - a. be chaired by a member of GAGC with full understanding of the background of Margaret Bynum and her contributions to gifted education in the State of Georgia
 - b. monitor the investment of scholarship funds (handled by the Treasurer)
 - c. monitor the awarding of a scholarship* annually in an amount not to deplete the fund and preclude a scholarship in following years (additional scholarships may be awarded).

(*Note: Additional scholarships may be awarded depending on the qualifications of applicants and the status of the fund.)

3. file a written report.

C. President's Advisory Committee: This committee shall...

1. consist of past presidents of the Corporation
2. advise the current President on issues upon request
3. voluntarily attend Executive Council meetings.

D. Membership Committee: This committee shall...

1. consist of the Executive Assistant, Local Chapter of the Regional Representatives and any other members determined by the Executive Board
2. make recommendation to the Board for increasing membership.

E. Regional Representatives Chair: The chair(s) shall...

1. maintain contact with the regional representatives in each of the designated 16 districts
2. inform the regional representatives of council meetings and other duties
3. assist in the development of regional workshops.

Article VII – Executive Council

Section 1 – The Executive Council shall be comprised of: the Executive Board of the Corporation, the chair of each standing committee, ad hoc committee chairs, regional representatives, a university liaison, a business liaison, a NAGC liaison, a State Department of Education liaison, and a Historian.

Section 2 – Elected officers have the authority to vote on matters related to the Corporation. Council members are to give input to the Executive Board.

Article VIII – Meetings

Section 1 – Meetings of the Membership

- A. There shall be at least one (1) annual meeting of the members of the Corporation.
- B. The number and time of annual meetings shall be determined by a majority vote of the Executive Board. Dates of meetings will be set at the time of the annual meeting of the Corporation.
- C. Special meetings of the members can be called by the President. Written notice of such meeting(s) shall be delivered by the President at least thirty (30) days prior to the meeting.
- D. Special meetings of the members shall be called by the President upon receipt of a petition signed by one hundred (100) members of the Corporation or a petition signed by ten (10) members of the Executive Council members.

Section 2 – Meetings of the Executive Board

- A. There shall be at least four (4) annual meetings of the Executive Board.
- B. The number and time of meetings of the Executive Board shall be set by the President.
- C. Executive Board members will be reminded of the place and time of meetings in a timely manner.
- D. Special meetings of the Executive Board can be called by the President. Notice of such meetings shall be sent to Board members no later than fourteen (14) days prior to the meeting.
- E. Special meetings of the Executive Board shall be called by the President following receipt of a petition signed by three (3) members of the Board.
- F. Majority of the Executive Board shall constitute a quorum.

Section 3 – Meetings of the Executive Council

- A. There shall be at least three (3) annual meetings of the Executive Council.
- B. The number and time of meetings of the Executive Council shall be set by the President. Dates of meetings will be set at the Council meeting
- C. Special meetings of the Executive Council can be called by the President. Notice of such meetings shall be sent to Board members no later than fourteen (14) days prior to the meeting.
- D. Special meetings of the Executive Council shall be called by the President following receipt of a petition signed by ten (10) members of the Executive Council.
- E. One-third (1/3) of the filled positions of the Executive Council shall constitute a quorum.

Article IX – Bylaws Amendments

Section 1 – These Bylaws may be amended by simple majority of the members participating in a vote for such purpose.

Section 2 – The Executive Board shall submit recommendations for Bylaws amendments to the membership no less than thirty (30) days before the members' votes are to be cast.

Section 3 – A vote to amend the Bylaws may be held at an annual or special meeting of the members or by electronic ballot. Voting should be concluded within thirty (30) days following the delivery of the ballot.

Section 4 – Suggestions for amendments to these Bylaws may be submitted to the Executive Board for consideration. If the suggested amendments are endorsed by the signatures of ten (10) members, the President must present the suggestions to the Executive Council for consideration.

Article X – Corporation Logo

Section 1 – The logo of the Corporation shall appear on all publications, stationery, programs, etc., or as deemed appropriate by the Executive Board.

Article XI – Local Chapter Affiliation

Section 1 – Local chapters desiring to affiliate with the Corporation shall submit written Bylaws, a list of officers with addresses, emails, and phone numbers, and a complete membership list with addresses and emails. A local chapter shall have a minimum of ten (10) members in order to affiliate with the Corporation. All local chapter members shall be current members of GAGC.

Section 2 – The local chapter Bylaws must be compatible with, but not necessarily identical to, the Articles of Incorporation and the Bylaws of the Corporation. This is to allow as much flexibility and autonomy as possible to local chapters in organizing and functioning, while providing a structure for concerted action on a state-wide basis.

Section 3 – Local chapters shall pay dues to the Corporation as determined by the Executive Board.

Section 4 – Local chapters shall provide a yearly update of chapter activities to the Local Chapter.

Section 5 – The local chapters shall not speak for or incur financial obligation in the name of the Corporation unless written approval is given by the President of this Corporation.

Article XII – Dissolution of the Corporation

In the event of the dissolution of this Corporation, to the extent allowed under applicable law, all of the assets of the Corporation shall be distributed to, or its assets shall be sold and the proceeds distributed to another organization(s) organized and operating exclusively for religious, charitable, scientific, literary or educational purposes, which shall be selected by the Executive Board of the Corporation.

Adopted February 1985
Revised March 1989
Revised July 1992
Revised January 2001
Revised March 2004

Revised March 2006

Revised January 2013

Revised September 2013

Approved by majority votes received of GAGC membership, September 22, 2013

Revised March

<u>Tommy Firesheets</u>	<u>January 18, 2018</u>
President	Date
<u>Emily Wilson</u>	<u>January 18, 2018</u>
Secretary	Date