

NORTH DAKOTA GEOGRAPHIC ALLIANCE CONSTITUTION

Article I: Name

The name of this organization is the NORTH DAKOTA GEOGRAPHIC ALLIANCE, hereafter referred to as “NDGA.”

Article II: Purpose

To promote the increase and diffusion of geographic knowledge, foster innovation in geographic education, and encourage stewardship and conservation of Earth’s natural and cultural resources in North Dakota pre-kindergarten through 12th grade teaching and learning.

Article III: Membership

Section 1. Membership is available to all pre-kindergarten through 12th grade teachers. General membership to open to all other interested persons. No person shall be discriminated against for membership on account of race, color, religion, sex, sexual preference, age, marital status, disability, or national origin.

Section 2. Dues/fees: All voting members shall pay an annual fee as set by the NDGA Board of Directors. The annual fee will be determined by a majority of the board membership at the annual business meeting. The membership fee period shall be from October 1 to September 30 each year.

Article IV: Board of Directors

Section 1. Membership

- A. Five teacher members.
- B. Five general members.
- C. The Coordinator, Co-Coordinator shall serve as voting members.
- D. The Minot State University Development Foundation Representative as appointed by that organization will serve as a voting member.
- E. Ex-officio member (s) serve as non-voting members.
- F. Each member will have one vote, regardless of the number of membership categories they represent.

Section 2. Terms of office for Board members begin on October 1 and end on September 30.

Section 3. Election of Teacher and General Board Director Members:

- A. The teacher board members shall be elected by the total paid teacher membership and are to serve for staggered five-year renewable terms so a term for one teacher board member ends each year.

- B. The general board members shall be elected by the total paid general membership and are to serve for staggered five-year renewable terms so a term for one general member ends each year.
- C. Annual NDGA elections will be held each May and will be by mail ballot. A call for nominations is to be mailed to all NDGA paid members at least one month prior to each election. A Board appointed nominating committee will review all nominations to verify qualifications and make additional nominations (if needed) before finalizing the ballot. Short biographies and written position statements are to be requested from all candidates and are to be supplied with ballots to all NDGA members. Mail ballots will be sent to all NDGA members at least two weeks prior to the required return date.
- D. Special elections may be scheduled as needed.
- E. If a board membership category changes, the board member can finish their elected term in the category of membership to which they were elected.

Section 4. Officers

- A. The Board chairperson will be elected annually from the teacher or general Board members by majority vote.
- B. A secretary will be appointed at each Board meeting.

Section 5. NDGA Board of Directors Duties

- A. Approve, authorize the NDGA annual program(s) and budgets.
- B. Appoint by majority vote of all NDGA board members, the NDGA Alliance Coordinator(s), Editor(s), and all project coordinators/managers.
- C. Establish privileges and responsibilities for each membership category.
- D. The Board may establish other officers and delegate responsibilities to those officers.

Section 6. Grants and Agreements

- A. The Board of Directors shall authorize all applications and proposals for grants and agreements with individuals, organizations, and corporations for funding or service as deemed appropriate for the functions of the Alliance.
- B. All grants and agreements will be approved by majority of board members.
- C. The Board of Directors will serve as the Advisory Body for the National Geographic Education Foundation grant proposal approval and are responsible for making recommendations pertaining to expenditure of funds from the National Geographic Society Education Fund.

Section 7. Meetings

- A. The date and time of the annual meeting requires a one-month advance notice to the membership.
- B. A draft of all board minutes will be sent to Board of Directors members within 10 calendar days.
- C. Approved minutes are available upon request to the NDGA membership.
- D. The Board or Executive Committee may authorize the use of mail or electronic ballots.

- E. In all matters , Board and committee meetings are conducted in accordance with *Robert's Rules of Order*.

Section 8. Special Meetings, Notice

- A. May be called by the Chairperson of the Board.
- B. May be called at the request of a Board member.
- C. Notice of such meeting, stating the time and place of the meeting shall be given to each Board member by mail, telephone, electronically, or personally. Such notice shall be given not less than three (3) days or more than thirty (30) days before the meeting. The notice shall state the principal purpose or purposes of the meeting and the business conducted at the meeting shall be limited to that purpose or purposes.

Section 9. Quorum and Manner of Acting. A majority of members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting, and the act of a majority of the Directors present at any meeting at which quorum is present shall be the act of the Board of Directors unless otherwise provided by law and this Constitution. Any action required or permitted to be taken by the Board of Directors may be taken without a meeting, if all members of the Board shall individually or collectively consent to such action. Such consent or consents shall be recorded in the Minutes of the proceedings of the Board. Such action by consent shall have the same force and effect as a unanimous vote of such Directors.

Section 10. Attendance at NDGA Board of Directors meetings and all committee meetings can be in person or electronically (by teleconference, video conference).

Section 11. Compensation

- A. The NDGA Board of Directors and committee members shall serve with out compensation, however, reasonable expenses may be reimbursed.
- B. Travel, lodging, per diem may be paid to attend NDGA Board of Directors and Committee meetings and other reasonable miscellaneous expenses needed to conduct board meetings.
- C. Duties such as NDGA Alliance Coordinator, Co-coordinator, NDGA Executive Editor may be compensated.

Article V: Committees

Section 1. The Board of Directors may establish committees and duties for those committees as needed.

Section 2. Quorum and Manner of Acting. Unless otherwise provided by motion of the Board of Directors, a majority of a Committee (including alternates when acting in lieu of regular members of such Committee) shall constitute a quorum for the transaction of business and the act of a majority of those present at a meeting at which a quorum is present shall be the act of such Committee. The members of each Committee shall act only as a Committee and the individual members shall have no power as such.

Section 3. Executive Committee

- A. The Board of Directors will appoint the Executive Committee consisting of the NDGA Alliance Coordinator(s), Board chairperson, one teacher member and one general member.
- B. Except for the power to amend the Constitution, the Executive Committee shall have all of the powers and authority of the Board of Directors in the intervals between meetings of the board of Directors, subject to the direction and control of the Board of Directors.
- C. Executive Committee Chairperson shall be the Alliance Coordinator or Co-coordinator and a secretary shall be appointed at each meeting.
- D. The Executive Committee will assist, facilitate, and ensure compliance in the execution of all NDGA activities and act as advisors to the principle investigator(s) for all grants and agreements.
- E. The date and time of the meetings will be announced to all Executive Committee members at least 3 calendar days prior to the meeting.
- F. Minutes or a summary of Executive Committee meetings will be forwarded to all NDGA Board members, within 10 calendar days, and will be available upon request, to the NDGA membership.

Article VI. NDGA Coordinator(s)

- Section 1. Are responsible for the day-to-day administration of the NDGA business in compliance with all host, state, and federal policies.
- Section 2. Are responsible for ensuring the execution of financial day-to-day activities, to include the obligation and expedition of funds in accordance with host, state, and federal policies.
- Section 3. Work(s) in coordination with project manager(s) and other Board member(s) as needed to execute NDGA activities.
- Section 4. Administer the Alliance in accord with the financial and programmatic guidelines of the host institution and NGEF contract requirements.
- Section 5. Coordinator(s) have authority to make or delegate all decisions for the Alliance consistent with Board approval, guidelines of the host institution and NGEF Contract requirements, and the NDGA Constitution.

Article VII. NDGA Chief Editor

- Section 1. Is responsible for the oversight of all NDGA media to include publications, newsletters, NDGA Website.
- Section 2. Works in coordination with Alliance Coordinator(s), project manager(s) and other board member(s) as needed to execute NDGA activities.

Article VIII. NDGA Project Manager(s)

- Section 1. Are responsible for the implementation of assigned NDGA projects such as workshops, NGEF outreach programs.
- Section 2. Work in coordination with alliance coordinator(s), Editor(s) and other board members as needed to implement NDGA activities.

Article IX: Amendments and Ratification

- Section 1. The constitution may be amended or ratified by affirmative vote of 2/3 majority of

members. The voting process will be by mail and ballots must be mailed at least two weeks prior to the ballot return date.

Section 2. Provisions. All By-Laws of the Alliance shall be subject to alteration, amendment, or repeal, and any new By-Laws not inconsistent with any provision of law may be made and adopted by the vote a majority of the Board Directors and any annual, regular, or special meeting called for that purpose.

Section 3. Notice. Proposed amendments to the Bylaws shall be made in writing and distributed to all members of the Board of Directors not less than seven days before a meeting where action will be taken on the proposed amendments.

By-laws of the North Dakota Geographic Alliance

Article I: Administrative Office

Section 1. The NDGA Administrative Office will be in Minot, North Dakota, and the Minot State University Business Office will serve as the NDGA fiscal manager.