



By-Laws
of the
Rhode Island Environmental Education Association

Article I. - Name

The formal name of this organization shall be the Rhode Island Environmental Education Association, Inc. (a.k.a. RIEEA). [RIEEA is a not for profit organization operating solely in the State of Rhode Island.](#)

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Article II. - Purpose

The Rhode Island Environmental Education Association is organized to:

1. encourage effective environmental education in formal and informal educational settings;
2. provide a forum for members to network, discuss, and make recommendations regarding the environmental education needs of the state;
3. initiate and sponsor environmental education programs and services;
4. recognize positive efforts designed to improve environmental education; and
5. support programs of organizations actively engaged in sound environmental education.

Article III. - Membership

Membership and voting privileges in RIEEA shall be open to all interested individuals and representatives of member organizations, upon payment of annual dues. The period of annual membership shall be from January 1 to December 31.

Article IV. - Executive Board

Section 1

The Executive Board of RIEEA shall be the governing policy-making body of the organization and between meetings of the membership shall make such decisions necessary to promote the purposes as stated.

Section 2

RIEEA members shall elect from its membership an Executive Board of at least eleven (11), and not exceeding seventeen (17) members. Members of the Executive Board shall be elected by a majority of the membership present and voting at the annual meeting and shall assume their duties at the conclusion of the meeting. Vacancies on the Board may be filled by appointment of the President and approval of the Executive Board.

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Section 3

At all meetings of the Executive Board, a quorum shall consist of [a simple majority of all Executive Board members](#), including the President or President's designee. [All members of the Executive Board shall be voting members.](#)

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Section 4

Elected members of the Executive Board shall serve two-year terms on an alternating schedule.

Section 5

The Executive Board shall meet as necessary as called by the President or upon the request of any other three (3) members of the Board. The Executive Board shall meet at least bimonthly.

Section 6

Executive Board members shall agree to and sign an "Agreement for Board Members" upon assumption of their duties.

Section 7

The Executive Board may appoint such administrative personnel as needed, shall prescribe or provide for the fixing of the duties and functions of such personnel and shall fix the salaries of such personnel.

Article V. - Officers

Section 1

The officers of RIEEA shall be members of the Executive Board and the Executive Committee, and shall consist of: President, Vice President, Secretary, and Treasurer. The Executive Committee shall supervise administrative personnel.

Section 2

The duties of the officers are:

President: shall serve as RIEEA's representative when appropriate. The President shall develop and distribute meeting agendas, and preside at all meetings of the membership and of the Executive Board; appoint, with approval of the Executive Board, all Committee Chairs; and Chair the Executive Committee. The President shall initiate RIEEA's annual budget process and periodic strategic planning; and shall be a signatory on all RIEEA bank and investment accounts.

Vice President: shall act for the President, if so delegated by the President, or in the President's absence. It is the duty of the Vice President to become involved in RIEEA projects and operations, and gain knowledge of such, should the Vice President be required to act as President. The Vice President shall oversee all actions with regard to RIEEA's insurance policies, and submission of any required applications, forms, fees, or documents to the Rhode Island Secretary of State and the United States Internal Revenue Service. The Vice President shall be a signatory on all RIEEA bank and investment accounts.

Secretary: shall be responsible for the maintenance and recording of the minutes of both the membership and Executive Board meetings, and to handle necessary correspondence. The Secretary shall be responsible for archiving records of Executive Board activity; By-

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Law amendments; and arranging for the distribution to the membership and appropriate state office where necessary, copies of all proposed By-Law amendments, with copies of the sections to be amended. The Secretary shall be a signatory on all RIEEA bank and investment accounts.

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Treasurer: shall oversee the following items as executed by RIEEA administrative personnel: all financial and budgetary operations, including keeping account of receipts and disbursements; maintaining RIEEA's member database; and paying all bills as authorized by the Executive Board. The Treasurer shall be responsible for holding and maintaining all bank and investment accounts; and shall provide financial reports at regular and annual meetings. A committee reporting to the annual meeting shall audit the books.

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Section 3

The terms of office for officers are as follows:
The President may serve a two (2) year term with a maximum of two (2) consecutive terms. The Vice President, Treasurer, and Secretary shall serve one-year terms, which may be repeated.

Section 4

Officers shall be elected by a majority of the membership present and voting at the annual meeting and shall assume their duties at the conclusion of the meeting. Vacancies shall be filled by appointment of the President and approval of the Executive Board.

Article VI. - Meetings of RIEEA Members

Section 1

There shall be an Annual Meeting of the members of RIEEA at a date and place to be selected by the President, with approval of the Executive Board, for the election of Executive Board members and officers and for the presentation of annual reports of officers and any standing committees.

Section 2

Special Meetings of the members of RIEEA may be called by the President, or by the majority of the Executive Board.

Section 3

The Annual Meeting of the RIEEA shall be held during the month of February each year.

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Section 4

Notice of all Special Meetings of the members of RIEEA stating the date, time, place, and purpose thereof shall be distributed by the Secretary of RIEEA to all members at least ten (10) days prior to such meetings.

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Section 5

At all Annual and Special Meetings, ten (10) members must be present in order to constitute a quorum for the transaction of business. Less than a quorum may adjourn any such meeting.

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Section 6

All matters shall be decided by a majority of votes cast. Voting at meetings of the members of RIEEA shall be in person.

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Article VII. - Dues

The dues for membership in RIEEA shall be payable to RIEEA. The dues for membership may be set and changed as desired by a 2/3 vote of the members present at any called meeting of the RIEEA membership. Dues may not be changed more than once during any 12-month period.

Article VIII. - Nominating Committee

The Chair of the Nominating Committee shall be appointed annually by the President (see Article V, Section 2). The Chairperson will then choose 2 other members of the organization to serve on the Nominating Committee. None of the Nominating Committee shall be officers. It shall be the duty of the Nominating Committee to select nominees to fill RIEEA Executive Board and officer vacancies from its members. The Nominating Committee shall submit their nominees to the Executive Board at a meeting at least 30 days prior to the RIEEA annual meeting. Nominations may also be made from the floor at the annual meeting, provided advanced agreement has been obtained from the nominee.

Article IX. - Parliamentary Authority

Robert's Rules of Order, Revised, shall be the parliamentary authority governing RIEEA whenever practical.

Article X.

These By-Laws will adhere to The State of Rhode Island General Laws, Title 7 Corporations, Associations & Partnerships, and Chapter 7-6 Rhode Island Non-profit Corporation Act.

Article XI.

These By-Laws may be amended, added to, altered, repealed, or new By-Laws may be adopted by an affirmative vote of two-thirds of the members present at an annual or special meeting of RIEEA, provided that notice of the proposed changes is distributed to the members at least ten (10) days prior to the date of the meeting at which the action is to be taken.

Date of most recent revision: January 2018

By-Laws Committee: Molly Allard, Bridget Kubis-~~Prescott~~, Rachel Holbert, Lauren Parmelee, Andrea Stein

Date of Approval by RIEEA Membership _____

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Date of past revision: January 2014
By-Laws Committee: Denise Poyer, Kristen Swanberg
Date of Approval by RIEEA Membership 2/11/14

Date of past revision: 9/18/09
By-Laws Committee: Paul Dolan, Reada Evans, Lauren Parmelee, Colleen McGrath
Date of Approval by RIEEA Membership 1/12/10

Date of past revision: 6/23/95
By-Laws Committee: Paul Dolan, Richard Donnelly, Nancy Nowak, Lori Ross