

WYOMING LIFELONG LEARNING ASSOCIATION

CONSTITUTION

ARTICLE I

Name

The name of this organization shall be Wyoming Lifelong Learning Association, hereafter referred to as “the Association.”

ARTICLE II

Mission

The mission of this organization shall be to develop, promote, and enhance lifelong learning for all people in Wyoming.

Goals

- Goal 1 To address the academic, vocational, and personal enrichment needs and/or interests adult education initiatives in Wyoming
- Goal 2 To serve as advocates for adult education and lifelong learning
- Goal 3 To provide a forum for the dissemination of pertinent ideas and development in adult education and lifelong learning which enhances personal and professional growth of the membership

ARTICLE III

Membership

- Sec. 1. Any individual who submits a membership application and pays such dues as may be established by the members will become a member of the Association.
- Sec. 2. The Board may accept as sustaining members, any organization or institution which applies for membership and pays such dues as the Board may establish.
- Sec. 3. Individual members may cast one vote on each item of business submitted to vote of the membership.
- Sec. 4. Each institutional and organizational member may exercise the same rights and privileges as an individual member.
- Sec. 5. The date on which membership begins is the date on which the Association accepts payment of the first year's dues, fees, or other charges. The anniversary date for renewal of membership shall be the first day of the month on which membership began.
- Sec. 6. Upon professional retirement, a person who has been an active member of the Association for the preceding five consecutive years may request, or be recommended for, emeritus membership status. Emeritus status will carry with it all the rights and privileges of active membership.
- Sec. 7. An emeritus member pays no dues to the Association.

ARTICLE IV
Officers and Board of Directors

- Sec. 1. The Board of Directors of the Association shall consist of the President, President-Elect, the Immediate Past-President, and two Directors from each of the seven regions. The President and President-Elect shall be elected for a term of two years and the Directors for terms of three years.
- Sec. 2. Members of the Board of Directors must be members of the Association.
- Sec. 3. At the end of the term of office, the President-Elect shall succeed to the office of President.
- Sec. 4. The Board of Directors shall elect from its own membership, or from the membership of the Association, a Secretary and a Treasurer, who shall serve a minimum of two years, and may serve an indeterminate number of years.
- Sec. 5. Officers and Board Members shall be elected by October 1 each year. All members of the Association in good standing may vote for Officers and Board Members.
- Sec. 6. The Officers and Board Members shall take office the first day of the month after elected, for the term specified in ARTICLE IV, Sec. 1, above.
- Sec. 7. In the interim between elections, the Board of Directors shall fill vacancies (for unexpired terms) which may occur in any office, except in the event that the President's office becomes vacant, the President-Elect shall succeed to this office. Completion of such term as President shall not be a part of the regular term as President.
- Sec. 8. The duties of the Officers and Board of Directors shall be as follows:
- a. The President shall serve as principal Officer of the Association and shall be its representative to the public. The President shall preside at all meetings of the Association and the Board of Directors, unless in an emergency, in which case the President-Elect may preside.
 - b. The President-Elect shall perform such duties as shall be prescribed by the Board of Directors.
 - c. The Secretary shall be responsible for the preparation and distribution of the minutes of all meetings of the Association and of the Board of Directors no later than 30 days after the close of the meeting. Further, the Secretary shall maintain accurate records of members in good standing and distribute a current roster to each member in good standing who makes such a request.
 - d. The Treasurer shall present financial statements to the membership at each meeting of the Association and to the Board of Directors at each of its meetings. The Treasurer shall be responsible for sending invoices and collection of dues.
 - e. The Board of Directors shall manage the general affairs, property, and administrative operations of the Association; interpret and implement its policies; adopt an annual budget and authorize expenditures within its limitations; assign duties and responsibilities among the Officers and members as it may from time to time determine; and carry out instructions of the membership
- Sec. 9. In the case of an emergency between meetings of the Board of Directors, the President may canvas the members of the Board by a mail ballot, electronically, or a conference call. Any action authorized through these procedures shall be ratified at the next regular meeting of the Board of Directors.

ARTICLE V
Nominations and Elections

- Sec. 1. The President shall appoint, subject to the ratification of the Board of Directors, a Nominating Committee. The Immediate Past-President shall be the chairperson of this committee, and two other members in good standing shall also be appointed. The Secretary shall serve as chairperson of this committee if the Immediate Past-President is unable to serve.
- Sec. 2. The chairperson of the Nominating Committee shall contact the Senior Director of each region 90 days prior to the election to secure nominations for Officers of the Association and Directors from their respective region. Nominees for the Board of the Association shall be members in good standing as defined in ARTICLE III, Section 1.
- Sec. 3. The Directors of each region shall submit nominations to the chairperson of the Nominating Committee at least 45 days prior to the election. Candidates for the office of President-Elect shall have been a member of the Association for two years prior to nomination.
- Sec. 4. Provisions shall be made for the write-in election of other qualified members.
- Sec. 5. The Secretary shall send out ballots, count votes, and have counting verified by at least one other Board member.
- Sec. 6. All ballots and voting may be done electronically.

ARTICLE VI
Committees

- Sec. 1. Committees may include an Auditing Committee, a Membership Committee, a Nominating Committee, an Election Committee, and such other committees as shall be created by the President, Board of Directors, or Association as needed. The Committees shall have such powers as determined by this Constitution, or by the resolution creating the Committee or later delegated to it.
- Sec. 2. The President shall appoint the members of all committees with concurrence of the Board of Directors, except that the Nominating Committee shall function as provided in ARTICLE V, above.

ARTICLE VII
Meetings

- Sec. 1. The Association shall meet annually for the transaction of business and to perform other such functions as are consistent with the purposes of the Association. The Association may meet at other times upon the vote of a majority of the Board and with at least 30 days written notice to the membership.
- Sec. 2. The Board of Directors shall meet every fall and at other times as determined by the Board. The Board may hold special meetings at the request of the President or on the petition of five of its members.
- Sec. 3. All meetings may be held in person or through telecommunications.

ARTICLE VIII
Quorum

A quorum at any meeting of the Association or the Board of Directors shall consist of those members present.

**ARTICLE IX
Rules of Order**

Robert's Rules of Order, Newly Revised, shall govern the conduct of the official business meetings of this Association unless specified in this Constitution.

**ARTICLE X
Amendments**

Amendments to the Constitution are allowed on the basis of a vote in favor by two-thirds of the membership in good standing who voted. The membership must be notified of the intent to amend the constitution at least 30 days prior to voting.

**ARTICLE XI
Dissolution**

Upon the dissolution of the Association, the Association shall, after paying or making provision for the payment of all the liabilities of the Association, dispose of all of the assets of the Association exclusively for the purposes of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Association shall determine. Any of such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Association is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

Adopted: June 1, 1977

Amended: April 2, 1982; June 1, 1984; May 3, 1986; April 4, 1987; March 31, 1989; April 3, 1992; October 13, 2006; January 31, 2017

Revised: May 2, 1997; October 9, 2003; December 12, 2016

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STANDING RULES

Elections

- Sec. 1. Only members in good standing shall be allowed to vote. Good standing means that the current year's dues have been paid.
- Sec. 2. A member shall be entitled to cast a ballot for all Officers of the Association.
- Sec. 3. Candidates who receive a plurality of the ballots cast for an elective office shall be declared a winner.

Membership Dues

Annual dues for the membership classifications shall be as follows:

Individual	\$25
Institutional up to 5 members	\$100
Institutional up to 10 members	\$200
Institutional up to 15 members	\$300
Emeritus	\$0

Dissolution

Upon dissolution the Association, after paying or making provision for the payment of all liabilities of the Association in accordance with Article XI of the Constitution, shall dispose of remaining monetary assets by first contacting any regional or national adult education/lifelong learning association about pre-purchasing statewide membership years for Wyoming adult education/lifelong learning professionals.