

**CONSTITUTION
AND
BY-LAWS**

CONSTITUTION

TENNESSEE ASSOCIATION OF COLLEGES AND EMPLOYERS

(Adopted 4-21-1995)

An Alliance of Cooperative Education, Career Services and Employment Professionals

ARTICLE I: **NAME**

The name of this Association shall be the Tennessee Association of Colleges and Employers.

ARTICLE II: **PURPOSE**

The purpose of the Association shall be:

- To enhance understanding and cooperation among institutions of higher education and employers.
- To promote high standards of education, work and ethical practices, and the general professional development of individuals within the profession.
- To plan and implement programs addressing pertinent issues at the state and local level.
- To strengthen and maintain the triangular relationship among students, employers, and the post secondary educational institutions.

ARTICLE III: **MEMBERSHIP**

Section 1. Membership classes.

There shall be four (4) classes of membership in the Association. The designation of such classes and the qualifications of the members of classes shall be as follows:

- A: **College Members** – Individuals serving as official representatives for career services and/or cooperative education for their respective Tennessee institutions. These shall be non-profit and degree-granting institutions of higher education, accredited by the Southern Association of College and Schools.
- B. **Employer Members** – Individuals officially and actively engaged in the recruitment, selection, and employment within their own organization of students and graduates from the member institutions or those who have overall responsibility for these functions. An employer organization is one directly engaged in college recruitment or employment solely for its own organization and accepts no fee for candidates' recruitment or employment.
- C. **Academic Members** – Individuals who are interested in career services and/or cooperative education who do not meet the requirements about can be sponsored by a regular member.

- D. **Affiliate Members** – An organization that provides a service or product to the career services and/or recruitment functions and is not eligible for college or employer membership. They pay dues, but **cannot** vote or hold office.
- E. **Student Members** – Available to students pursuing a career in career services or human resources/staffing. They pay reduced dues, but **cannot** vote or hold office.
- F. **Lifetime Honorary Members** – Individuals no longer eligible for active membership and are so elected by the Board of Directors. An honorary life member shall not vote or hold office, pay dues, or represent any organization ineligible for membership.

Section 2. **Administration to Membership**

Applications for membership shall be made to the Chairperson of the Membership Committee. Dues shall be submitted with the initial application for membership. The Membership Chairperson shall approve the application and submit it to the Treasurer for processing, except in the case of sponsored applications which shall be submitted to the Board of Directors for action and notification of status. Membership is validated by the payment of the annual dues, applicable to the fiscal year in which they are paid.

Section 3. **Termination or Transfer of Membership**

Membership shall terminate when a member becomes ineligible or is delinquent in the payment of dues. Membership shall be transferred to a successor in a current year subject to payment of a single dues. A former member dropped for delinquency in dues may be reinstated by the Treasurer upon payment of dues for the current year, providing he/she is still otherwise eligible.

Section 4. **Membership Ethics**

Applicants and members shall endorse and abide by “The Principles and Practices of College Placement and Recruitment” as set forth by the National Association of Colleges and Employers.

ARTICLE IV.

OFFICERS AND BOARD OF DIRECTORS

Section 1. **Definition and Power of Board of Directors** The administrative responsibility of the Association shall be vested in a Board of Directors composed of the Officers and (2) Directors elected at the annual meeting.

Section 2. **Officers**

Officers shall be a President, President Elect, College Vice President, Employer Vice President, Secretary, Treasurer, and Immediate Past President.

- A. **President** – The President shall:
 - Preside at all meetings of the membership and the Board of Directors
 - Assign members of Board of Directors to chair standing committees unless otherwise designated in the Constitution and By-Laws.

- Review and approve membership of standing committees as recommended by committee chairs.
 - Be a member ex-officio of all committees ex-officio, non-voting member of the Board of Directors.
 - Recommend to the Board of Directors for approval the slate of officers and directors.
 - Appoint a one (1) year position of Director as needed by the Association, not previously covered by the Constitution and By-Laws.
 - Select regional chapter leaders.
- B. **President Elect** – The President Elect shall:
- Perform all of the duties of the President in his/her absence and shall serve as
 - President until the next election for that office, should it become vacant.
 - Perform other duties as may be assigned by the President or the Board of Directors.
 - Serve as Chairperson for Conference Site Committee.
 - Succeed to the office of President, subject to the approval of the Board of Directors.
- C. **College Vice President** – The College Vice President shall:
- Serve as co-chairperson of the Conference Committee for the annual membership meeting.
 - Serve as a liaison representative between the Board of Directors and the college membership.
- D. **Employer Vice President** – The Employer Vice President shall:
- Serve as co-chairperson of the Conference Committee for the annual membership meeting.
 - Serve as a liaison representative between the Board of Directors and the employer membership.
- E. **Secretary** – The Secretary shall:
- Keep all official minutes of meetings of the Board of Directors and general membership.
 - Issue notifications as directed by the Board of Directors.
- F. **Treasurer** – The Treasurer shall:
- Keep accurate records of all financial business of the Association.
 - Submit a budget for the succeeding year's operation.
 - Provide current financial reports at each Board meeting and at the annual business meeting.
 - Pay all bills according to the instructions of the Board of Directors.
- G. **Immediate Past President** – The Immediate Past President shall:
- Serve as chairperson of the Nomination Committee.

- Serve as member of the Awards Committee.

Section 3. **Eligibility and Term of Office for Officers** Eligibility for election to officer positions is open to any member of the Association, except for lifetime honorary members and sponsored members. When the President is from the employer membership, then the President-Elect shall be from the college membership. All officers shall be elected for a one-year term at the annual meeting. No officer shall succeed him/herself in office, with the exception of the Treasurer, who may be elected for one additional term.

Section 4. **Directors**

There shall be two (2) elected Directors (Director Membership and Director Communications), of which one (1) shall be a college member and one (1) shall be an employer member. Directors shall assist in carrying out the administrative duties of the Association and chair standing committees as assigned by the President.

Section 5. **Term of Office for Directors**

Directors shall be elected for a two-year term. One college member and one employer member shall be elected each year.

Section 6. If nominees that meet the criteria in the above sections of Article IV are not available, alternate candidates may be proposed at the annual membership meeting. The criteria that are not met by these candidates should be disclosed prior to a vote by the membership.

ARTICLE V. **COMMITTEES**

Section 1. Committees

Committees shall be Membership, Conference, Conference Site Selection, Nominations, Communications, and Regional Liaison, and will serve for one year or as defined by the President.

A. Membership Committee – The Membership Committee shall be chaired by a Board Director as assigned by the President. This committee will carry out the policy and procedural mechanics of membership application and approval, preside over membership development, and publish that Directory annually.

B. Conference Committee – The Conference Committee shall be co-chaired by the College Vice President and the Employer Vice President. This committee will be responsible for all facets of the annual conference, including conference promotion; registration; solicitation and/or purchase of speaker gifts, door prizes, and goody bag items; securing sponsorships; and the program, which will include topics relevant to the entire membership, subject to the review and approval of the Board of Directors. A sub-committee shall be established, which includes the Immediate Past President, to seek award entries for the Lumsden/Sellers Outstanding Member Award, the June Q. Moore Achievement Award, Honorary Lifetime Award and other Awards as recommended to and approved by the Board. This sub-committee will also oversee recognition for outgoing Board Members up to and including the purchase of board gifts.

C. Conference Site Selection Committee – The Conference Site Selection Committee shall be chaired by the President Elect and shall recommend to the Board of Directors sites for the annual membership meeting, and upon approval by the Board of Directors, shall confirm hotel arrangements and dates.

D. Nominations Committee – The Nominations Committee shall be chaired by the Immediate Past President and will include the current President and President Elect. This committee will select and present a slate of officers and directors to be presented to the Board of Directors for approval at the Board Meeting. The Annual Business Meeting will allow for additional nominations from the floor.

E. Communications Committee – The Communications Committee shall be chaired by a Board Director as assigned by the President. This committee will be responsible for editing and distributing the Association's newsletter, maintaining the TACE website, and any other publicity related issues as advised by the Board.

F. Regional Liaison Committee – The Regional Liaison Committee shall be co-chaired by the Director Membership and the Director Communications. This committee will be responsible for all liaison activities between the Board and the Regional Chapters, and support membership development. This committee will also serve as a legislative committee as needed.

ARTICLE VI.

MEETINGS

Section 1. Annual Membership Meeting

There shall be an annual membership meeting to conduct business and elect officers and directors. This meeting shall be held at a time and a place approved by the Board of Directors. Those members present at any properly called membership business meeting shall constitute a quorum.

Section 2. Board of Directors Meetings

The Board of Directors (and the Board of Directors elect) shall meet during the summer following the annual conference and business meeting, and the current Board of Directors shall hold at least one additional meeting during the year. A simple majority of the membership of the Board of Directors shall constitute a quorum for the purpose of any of its meetings.

Section 3. Special Guests

The Board of Directors may invite special guests to meetings of the Association. Association members may invite representatives of their organizations and their family to the meetings. Non-members may attend the meeting as guests of the President. Non-members who are employees of the members can be guests of the members.

ARTICLE VII.

VOTING

Section 1. General Membership Voting

Each member shall be entitled to cast one vote on each matter submitted to a vote of the membership. Only members in good standing shall be eligible to vote.

A simple majority vote is required to pass motions unless otherwise stated in the Constitution or By-Laws.

Section 2. Board of Directors Voting

Each member of the current Board of Directors is entitled to cast one vote on each matter submitted to a vote of the Board of Directors. A simple majority vote is required to pass motions unless otherwise stated in the Constitution and By-Laws.

ARTICLE VIII. DUES AND FEES

Section 1. Dues Amount and Fiscal Year

Annual dues shall be established by the Board and approved by the Membership. Any changes to these dues shall be recommended by the Board of Directors and approved by the membership. The fiscal year of the Association shall extend from August 1 through July 31.

Section 2. Fees

The Board of Directors shall determine the registration fee for the annual membership meeting and any other event sponsored by the Association. The registration fee shall be waived for guests who are officers of other career developing associations, program participants who are not Association members, faculty guests of college members who attend only one or two sessions, and family of Association members. Dining fees shall be paid by guests or their individual host, except for specifically designated Association guests.

Section 3. Dissolution

Upon dissolution/restructuring of this Association, no portion of its assets may be distributed to its members, officers, or trustees, but shall be distributed as determined by the Board of Directors.

ARTICLE IX. AMENDMENTS

Amendments to or revisions of the Constitution and By-Laws may be made upon recommendation of the Board of Directors and by a two-thirds majority vote of members. Members will be notified at least fifteen (15) days in advance of the vote.

ARTICLE X. RULES OF ORDER

Roberts Rules of Order, Revised shall be the authority upon all questions not covered by the Constitution.

ARTICLE XI. PRINCIPLES FOR THIRD-PARTY RECRUITERS

TACE abides by the NACE Principles for Third-Party recruiters.