## By-Laws of National Alliance of Concurrent Enrollment Partnerships, Inc. <br> Markup Shows Amendments proposed by the Board of Directorsto the Voting Membership May 2019

The National Alliance of Concurrent Enrollment Partnerships (NACEP) was established during a general membership meeting in Salt Lake City, Utah in November 1999. The intent of the Alliance wasis to provide an organized forum of and for education professionals who administer or participate in Concurrent Enrollment Partnerships.

## Article I: Name \& Office

The name of this association shall be the National Alliance of Concurrent Enrollment Partnerships (NACEP), hereafter known as the Alliance or NACEP. The principal office of The Alliance shall be in the City of Syracuse, County of Onendagawas incorporated in the State of New York, specifically, 400 Ostrom Avenme, Syracuse, NY 13244. on December 27, 2000.

## Article II: Purpose

The Alliance has been organized to link college-school partnerships offering college courses into high sehoolsschool students and to support and promote its constituent partnerships through quality initiatives, program development, national standards, accreditation, research and communication.
A. Key activities include:

- Establishing and promoting national standards for Concurrent and Dual Enrollment Partnerships,
- Researching and disseminating information about programs and partnerships,
- Facilitating the interchange of ideas and issues,
- Providing opportunities for professional development,
- Fostering cooperation among education professionals and agencies,
- Fostering strong partnerships between secondary and postsecondary education institutions, and
- Serving as athe national advocate for Concurrent and Dual Enrollment Partnerships.


## B. Commitment to Diversity and Inclusion

NACEP is committed to intentionally creating a diverse and fair environment for work and learning, and fostering open, inclusive communication within the organization and membership. NACEP prohibits discrimination in all NACEP activities on the basis of race, color, national
origin, ancestry, creed, citizenship, religion, sex, sexual orientation, gender identity, age, veteran and military status, marital and parental status, disability, or political affiliation. NACEP is committed to drawing strength from our differences and building on our similarities for the advancement of the organization.

## Article III: Membership

## A. Membership Requirements/Eligibility

All members shall be treated with respect and without discrimination on the basis of race, national or ethnic origin, religion, gender, or sextal orientation, age, mental or physical disability.

The membership shall include any institution, organization or individual whesupportive of NACEP's mission and concurrent and dual enrollment that submits a membership application and pays suchannual dues as recommended by the Membership Committee and approvedestablished and published by the Board of Directors. Membership in NACEP does NOT preclude institution or individual participation in other organizations/associations. Membership categories include:

Post-Secondary Institution. Any public or private postsecondary institution.
Secondary Institution. Any public, public charter, or private high school, school district, secondary career center, or consortia of school districts.

State Agency. Any state agency, including central offices of systems of colleges and universities and state associations of higher education officials.

Professional Organization. Any national, state, or local professional education organization.

Individual. Any individual, not affiliated with an organization eligible for institutional membership. Individual membership must be approved by the Executive Director or her/his designee.

Emeritus. Upon outstanding professional service and/or retirement, a person who has been an active member of the Alliance for five (5) consecutive years may be recommended for or request Emeritus membership status. Emeritus status is granted for life and will carry with it all the rights and privileges of an Individual Member in good standing. The Board approves Emeritus membership status

Section 1. As of Jantary 1, 2010, the membership shall inelude, as Post Secondary Members, Any public or private postsecondary institution that submits a
membership application and pays such annual fees as may be established by the Board of Directors.

> Section 2. Partner Membership shall be comprised of secondary institutions, government/state education agencies, and professional organizations that support the mission of NACEP and concurrent enrollment that submits a membership application and pays such annual fees as may be established by the Board of Directors.

> Section 3. Individual Membership shall be comprised of Any individual, not affiliated with a post-secondary institution, who supports the mission of NACEP and concurrent enrollment, submits a membership application and pays such annual fees as may be established by the Board of Directors.

> Section-4. Upen outstanding professional service and/or retirement, a person who has been an active member of the Alliance for five (5) consecutive years may be recommended for or request Emeritus membership status and pays such annual fees as may be established by the Board of Directors. Emeritus status will carry with it all the rights and privileges of an Individual Member in good standing. The Board approves Emeritus membership status.

The date on which membership or affiliation begins is the date on which the Alliance accepts payment of the first year's dues. The membership year shall be from January 1 through December 31.

Membership or affiliation will be terminated if an institution or individual is found to be unsupportive of the NACEP Mission and/or is in non-compliancenoncompliance with NACEP Standards, and/or an institution, individual or other organization shows a delinquency in payment of dues for two (2) consecutive years.

Membership lists are for Alliance purposes only and not for dissemination, personal use or profit.

## B. Rights/Privileges of Membership

1. Eligible to attend NACEP-sponsored activities
2. Eligible for NACEP-sponsored recognition/awards
3. Eligible to receive all publications
4. Eligible to reduced conference fees for NACEP-sponsored activities
5. Access to password-protected sections of the NACEP web site
6. Eligible to attend Alliance Membership Meetings, including the Annual Business Meeting, and to propose motions
7. Eligible to serve on Advocacy, Engagement, and Research Commissions, and serve as members of these Commissions
8. Eligible to hold the following positions on the NACEP Board of Directors

- Chair of Advocacy Commission
- Chair of Engagement Commission
- Chair of Research Commission
- Secondary Institutional Representative (must be employed at a Secondary member institution)
- State Agency Representative (must be employed at a State Agency member institution)
- Eligible to vote (one designated representative per institutional member; individual and emeritus members excluded) in the elections for the geographic representative positions that are elected on the Advocacy, Engagement, and Research Commissions
- Right to vote (Designated representative of an accredited Post Secondary institution)
- Right to hold office or serve as committee chairs (Representatives of an aceredited Post Secondary institution)
- Right to attend NACEP sponsored activities (All categories of Members)
- Eligible for NACEP spensored recognition/awards (All categories of Members)
- Right to receive all publications (All categories of Members)
- Right to reduced conference fees for NACEP-sponsored activities (All categories of Members)
- Access to password protected sections of the NACEP web site (All members in good standing)
- Right to use NACEP name and logo (Aceredited institutions)
- Right to membership certificate (All categories of Members)
- Right to serve as committee members (All categories of Members)


## C. Additional Privileges of NACEP-accredited Programs

- Eligible to use logo designed for NACEP-accredited programs
- Eligible to vote (one designated representative per program):

○ on motions in Membership Meetings;
○ in the elections for elected positions on the Board of Directors and Accreditation Commission (except for the Institutional Representative positions that do not correspond to their institution type); and
○ on actions related to the NACEP Accreditation Standards and amendments to the Alliance Articles of Incorporation and By-laws

- Eligible to hold any position reserved for representatives of NACEP-accredited programs on the NACEP Accreditation Commission and the Board of Directors, subject to any specific requirements for the position including that it be held by representatives of a specific type of institution.


## A. Membership Meetings

A membership roll showing, including the list of members as of the record date, certified by the Secretary of the Alliance, shall be produced at any meeting of members upen the request of any member who has given written notice to the Alliance at least ten days prior to such meeting. All persons (designated representatives) appearing on such membership roll shall be entitled to vote at the meeting.

## B. Special Meetings Called by the Directors.

-The Secretary or a designee shall cause a notice of the annual business meeting to be sent to every Alliance member in good standing at least ten days, but not more than fifty days, before the scheduled date of such meeting. Such notice shall state the date, time, place and purpose of the meeting and by whom called.

## C. Fixing Record Date

-For the purpose of determining the members entitled to notice of or to vote at any meeting of members or any adjournment thereof, or to express consent to or dissent from any proposal without a meeting, or for the purpose of determining the members entitled to receive any distribution or any allotment of any rights, or for the purpose of any other action, the Board shall fix, in advance, a date as the record date for any such determination for members. Such date shall not be more than fifty nor less than ten days before any such meeting or action.

## D. Action by Members without a Meeting.

-Whenever members are required or permitted to take any action by vote, such action may be taken without a meeting by written consent, setting forth the action so taken, signed by all the members entitled to vote thereon.

## E. Proxies Proxies

Every member entitled to vote at a meeting of members or to express consent or dissent without a meeting may authorize another person or persons to act for him/her by proxy.
-The member's proxy must be signed by the member. No proxy shall be valid after the expiration of eleven months from the date thereof unless otherwise provided in the proxy. Every proxy shall be revocable at the pleasure of the member executing it, except as otherwise provided by law.

## D. Membership Fees

Annual membership fees are based on the following categories:

- Post Secondary Membership
- Partner Membership
- Individual Membership
- Emeritus Membership

The amounts of each membership category shall be established by the Board of Birectors and listed in the Standing Rules.

## Article IV: Board of Directors

## Article IV: Governance and Management

## A. Governance and Management of the Alliance

1. The Board of Directors shall be the legislative body of the Alliance and shall have full power and authority to:
i. set policy and provide strategic direction for the Alliance,
ii. adopt an annual budget and authorize expenditures within its limitations and the limitations set by the Certificate of Incorporation and these By-laws, ii.iii. hire, determine compensation for, evaluate the performance of, and discharge as necessary an Executive Director,
iv. assign responsibilities and review the performance of any commission, committee or individual directors and officers, and
v. propose amendments to the Articles of Incorporation and By-laws for consideration and approval by the designated representatives of NACEPaccredited Programs.
2. The Executive Director shall manage the general operations of the Alliance, direct its day-to-day business, oversee the Commissions and all volunteer activities, and implement directives from the Board of Directors. S/he shall hire, discharge, and determine the salaries and other compensation of all staff within the authorized budget.

The Executive Director shall maintain a corporate records book (meeting minutes, Treasurer's report, original incorporation papers, By-laws, 501(c)(3) certificate, current policies and procedures, etc.) and provide a copy or electronic access to all Board members. Business files and records will be kept by staff under the supervision of the Executive Director.
3. The Executive Committee shall provide operational and management oversight, as well as any additional powers granted to them by the Board of Directors. The Secretary shall distribute minutes of each Executive Committee meeting to the full Board of Directors within 30 days after any meeting of the Executive Committee.

The Alliance shall be managed by the Board of Directors which shall consist of not less than 13 members. Each member shall be at least nineteen years of age.
B. Members of the Board of Directors, Terms and Means of Election/Appointment

Members of the Board of Directors shall include: the

1. Six NACEP Officers comprising the Executive Committee: President, President-elect, Secretary, Treasurer, Member-at-Large, Immediate-Past President and Executive Director (as a non-voting, ex-officio member).

With the exception of the Executive Director, only individuals representing a Postsecondary Institution with a NACEP-accredited program may serve on the Executive Committee. The President-elect, Secretary, and Member-at-Large will be elected by the Post-secondary Institutions with NACEP-accredited programs. With the exception of the Treasurer and Executive Director, Executive Committee members' terms will last for two (2) years. To be nominated as President-elect, the individual shall have previously served on the Board. The President-elect shall move into the President's position after one (1) two-year term as President-elect. The Treasurer is an appointed position, appointed by the President and approved by the Board of Directors.
2. Four Chairpersons of the Accreditation, Advocacy, Engagement, and Research Commissions

The Commission Chairpersons shall be appointed by the President and approved by the Board of Directors for terms of two (2) years. An individual representing any member in good standing may serve as Advocacy, Engagement, and Research Commissions. The Chairperson of the Accreditation Commission shall represent a

Post-Secondary institution that operates a NACEP-accredited program. Commission terms shall be staggered so that two Chairpersons are appointed each year.
the Chairpersons of the Standing Committees, the Chairperson of the Acereditation Commission, and one (1) Representative
3. Six Institutional Representatives from among the institutional members in each of the threefollowing categories, as set forth in Article V, Section B.-:

- Two-Year Postsecondary Institution (2 members)
- Four-Year Public Post-secondary Institution
- Four-Year Private Post-secondary Institution
- Secondary Institution
- State Agencies

The three Institutional Representatives will serve for terms of three (3) years. Only individuals representing a Post-secondary Institution with a NACEP-accredited program may serve as the Post-secondary Institutional Representative of their institution type. The Post-secondary Institutional Representatives will be elected by the NACEP-accredited programs of their institution type. The Secondary and State Agency Institutional Representatives will be appointed by the President and approved by the Board of Directors. Institutional Representative terms shall be staggered so that two such Representatives are appointed or elected each year. and may not serve more than two consecutive terms. The remaining Directors (Officers and Chairpersons) shall serve until the end of their term.

## A. Election and Term of Directors

Prior to each annwal meeting of members, the membership shall elect Directors, as determined by their directorship type, or to fill vacancies, to hold office until their term expires. This election shall be conducted via mail by the Treasurer. Each Birector shall hold office until the expiration of the term for which he/she was elected and until his/her successor has been elected and qualified, or until his/her resignation or removal.

## B. Increase or Decrease in Number of Directors

The number of Directors may be increased or decreased by an amendment to the $B y$ Laws approved by the membership. No decrease in number of Directors shall shorten the term of any incumbent Director.

## D. Newly Created Directorships and Vacancies

Newly created Directorships resulting from an increase in the number of Directors and vacancies occurring in the Board for any reason except the removal of Directors without cause may be filled by a vote of a majority of the Directors then in office, although less than a quertm exists, unless otherwise provided in the certificate of
incorporation. Vacancies oceurring by reason of the removal of Directors without eause shall be filled by vote of the members. A Director elected to fill a vacancy eaused by resignation, death or removal shall be elected to hold office for the thexpired term of his predecessor.

## B.C. E.Quorum of Directors

Unless otherwise provided in the certificate of incorporationrequired by law, a majority of the entire Board-voting Directors shall constitute a quorum for the meeting to be held, for transaction of business, or effor a vote on any specified item of business.

## C.D. F.Action of the Board

Unless otherwise required by law or specific provisions of these by-laws, the vote of a majority of the Directors present at the time of the vote, if a quorum is present at such time, shall be the act of the Board. Each Director present shall have one vote. Any Director recused or abstaining from a vote shall not be considered present for that specific vote.

Directors may participate by means of a telephone or video conference and shall be considered present at the meeting as long as all persons participating in the meeting can hear each other at the same time and each director can participate in all matters before the board. Directors may not attend or vote by proxy.

Action required or permitted to be taken by the Board or any Board committee may only be taken without a meeting, including by electronic mail, if all members of the Board or the committee provide unanimous consent to the adoption of a resolution authorizing the action.

## E. Committees

Ad Hoc and/or Special Committees may be created by the Board of Directors to address the needs of the Alliance. These committees shall report to the Board and have such powers as determined by the resolution creating the committee or those powers later delegated to it. The Board shall appoint the Chairpersons and members of all committees for a renewable term of up to one year.

## D.F. Place and Time of Board Meetings

The Board mayshall hold its meetings at the office of the Alliance or least twice per year at such other places, either within or without the stateany time or place, including by telephone or video conference, as it may from time to time-determine.
H. Regular Annual Meeting.

A regular annual meeting of the Board shall be held immediately before or following the annual meeting of members at the place of such annual meeting of members.

## E.G. Notice of Board Meetings, Adjournment

Regular-Meetings of the Board may be held without notice at such time and place as it shall from time to time determine. Special meetings of the Board shall be held upen notice to the Directors and may be called by the President upon three days' notice to each Director either personally or by mail or by wire; Special mMeetings shall be called by the President or by the Secretary in a like manner on written request of two Directors. Notice of a meeting need not be given to any Director who submits a waiver of notice whether before or after the meeting or who attends the meeting without protesting prior thereto or at its commencement, the lack of notice to him/her.

A majority of the Directors present, whether or not a quorum is present, may adjourn any meeting to another time and place. Notice of the adjournment shall be given all Directors who were absent at the time of the adjournment and, unless such, including the time and place are announced atof the next meeting, to the other Directors. . Notice must be given to each Director either personally, by phone, by mail carrier, or by electronic communication.

## F.H. Chair

At all meetings of the Board, the President, or in his/her absence, the President-elect, or in his/her absence, a chair chosen by the Board, shall preside.

## I. Term, Removal, Resignation, Salary

Directors shall take office at the close of the Fall Annual Business Meeting following their election or appointment, with the exception of the Accreditation Commission Chair who takes office after the spring meeting of the Accreditation Commission. Directors may not serve more than two consecutive terms in the same position.

Any Director absent from three (3) consecutive board meetings will be contacted by the President for the purpose of determining that Board member's intent and ability to serve the remainder of his/her term.

In the event of a vacancy, a new Director will be appointed by the President with the approval of the Board of Directors. A Director appointed to fill a vacancy in an elected position shall hold office until the next regularly-scheduled election, when an election shall be held for a Director to serve the remainder of the unexpired term. A Director appointed to fill a vacancy in an appointed position shall serve the remainder of the unexpired term.

## Article V: Governance and Management

A. The Executive Committee shall manage the general operations of the Alliance and implement directives from the Board of Directors. Members of the Executive Committee include: the President, President-elect, Secretary, Treastrer, Immediate Past President and Member-at Large. With the exception of the Treastrer, the Executive Committee members will serve for two (2) years and may not serve more than two consecutive terms in the same position. The President elect shall move inte the President's position after one (1) two year term as President elect. The Treasurer is an appointed position, appointed by the President and approved by the Board of Directors. The Treasurer may serve an unlimited number of consecutive terms. Committee Chairpersons will serve for one (1) year and may succeed themselves.
B. The Board of Directors shall be the legislative body of the Alliance and shall have full power and authority to set policy and provide strategic direction for the Alliance, to adopt an annual budget and authorize expendittres within its limitations and the limitations set by the Certificate of Incorporation and these By laws, and to assign duties and responsibilities among the Officers. The Board of Directors has full power and authority to review the actions of any committee or related subeommittee. The Board of Directors shall number no less than thinteen (13). Members of the Board of Directors shall include: the NACEP Executive Committee (President, President elect, Secretary, Treasurer, Member-at-Large, Immediate-Past President), the Chairpersons of the Standing Committees, the Chairperson of the Accreditation Commission, and one (1) Representative from among the following three Institutional categories: Fouryear Public Postsecondary Institution, Four year Private Postsecondary Institution, and Two-Year Postsecondary Institution. These representatives shall hereafter be referred to as Institutional Representatives. Institutional Representatives will serve for three (3) years (staggered terms so that one [1] Representative is elected each year) and may not serve more than two consecutive terms.

## B. Removal, Resignation, Salary.

Any Officer, Standing Committee ChairDirector or RepresentativeCommissioner, elected or appointed, may be removed by the membership with or without cause. In the event of the death, resignation or removal of an Officer, the Board in its diseretion may elect or appoint a successor to fill the unexpired term. There shall be no salaries earned by any OfficerDirector or Commissioner, except for the Executive Director, of the Alliance for the fulfillment of the duties of the position.

## J. Duties of Directors

In addition to the general duties as a Director, $\mp$ the duties earried out in the name of the Alliance of Directors holding the following positions shall be as follows:-
C. The Executive Committee shall consist of the following members: Immediate PastPresident, President, President elect, Secretary, Treastrer, and Member at Large. The duties of these Officers shall be as follows.

Section 1. The President is an elected position and shall:

1. The President shall:

- Preside at all meetings of the Alliance and the Board of Directors, performing the responsibilities usually conferred upon the presiding officer
- Serve as the primary Board liaison to the Executive Director
- Appoint individuals, with the Board's approval, to serve in appointed positions on the Board of Directors and the Commissions
- Appoint ad hoc committees as necessary for the operation of the Alliance
- Hold responsibility for coordinating all administrative activities of the Alliance
- Serve as the official spokesperson forRepresent the Alliance at state, regional and national functions which promote Concurrent Enrollment Partnerships
- Prepare and present an Annual Report for presentation to the Board of Directors and the-general membership at the Annual Business Meeting
Perform other responsibilities usually conferred upon the presiding officer

2. The President-elect is an elected position and-shall:

- Succeed the President after one (1) two year term as President elect
- Preside in the absence of the President and perform such duties as shall be prescribed by the Board
- Maintain a five year schedule of meeting dates and locations
- -Serve as the Alliance-Chair of the National Conference Planning Committee and as the liaison withto the conference hosts/committee
- Assist with program and/orBoard regarding national conference development
- Monitor the progress of the Standing and Ad Hoc committees
- Serve as a resource to the Ad Hoc committee for Nominations and Elections (Board of Directors and Executive Committee Members) and Recognition
- Assist the President in fulfilling the obligations of the Alliance

3. The Secretary is an elected position and-shall:

- Maintain a full and accurate record of the proceedings of all meetings of the Alliance and Executive CommitteeBoard of Directors
- Keep and maintain the Corporate Records book
- Distribute the minutes of meetings no later than thirty (30) days after the close of each meeting
- Maintain the correspondence of the Alliance as directed by the Board
- Maintain the membership roll for the Corporate Records
- Insure that each Board member receives a copy of the agenda prior to each meeting

4. The Treasurer is appointed by the President, approved by the Board, and shall:shall:

- Receive, administer and disperse all membership fees and all other funds of the Alliance at the direction of the President, Executive Committee or Board of Directors
- Maintain all financial records and reports
- Maintain-Monitor and oversee the financial accounts and assets of the Alliance and report such to the Board and at each meetingthe Annual Business Meeting
- Prepare an annual operating budget and present for Board approval
- Prepare the annual financial report-of the general fund, including income and expenditures of the fiscal year for presentation to the Board of Directors and the general membership
- Maintain a current and accurate membership listing and invoice for membership fees, as appropriate
- Chair the Ad Hoc Finance Committee, which shall be responsible for the annuat fiseal procedures audit. The fiseal procedures audit will be conducted in a manner and by individuals or an ageney as chosen at the diseretion of the Executive Committee
- Conduct Oversee and tabulate the results from elections process as outlined in Standing Rule \#11.

5. The Member-at-Large is an elected position and-shall serve as the representative of the general membership and the Board liaison to affiliated State and Regional Chapters.
6. The Institutional Representatives shall serve as representatives of the members from institutions of the same type. They shall regularly communicate with respective member institutions regarding interests and concerns and facilitate dialogue and peer learning.
7. The Executive Director, as a non-voting, ex-officio member of the Board of Directors, shall have all the rights and privileges of other Directors, including making a motion, except for the right to vote on motions.

Section 6. Qualifications. To be nominated as an Executive Committee Member or a Director, the individual shall represent an Aceredited College and University Member Institution that has been an Alliance member in good standing for at least one (1) year prior to election to office. To be nominated as President elect, the individual shall have served on the NACEP board. If an Executive Committee position is vacant the President shall appoint, with the Board of Directors' coneurrence, a Committee Chairperson to serve until the Executive Position is filled.

Section 7. Terms of Office. The Executive Committee members shall take office at the close of the Fall annual meeting following their election, or until their successors are elected and qualified. Any Director absent from three (3) eonsecutive board meetings will be contacted by the President for the purpose of determining that Board member's intent and ability to serve the remainder
of his/her term. If it is muttally determined that the individual cannot fulfill his/her Director responsibilities, a new Director will be elected by a majority vote of the Board of Directors, to serve the remainder of the unexpired term. The length of term of office for each NACEP Officer will be for two (2) years; and, no Officer may serve more than two consecutive terms in the same effice.

Section 8. Between meetings of the Board of Directors, the President may canvas the members of the Board by mail, phone or electronically for the purpose of voting on administrative issues. Any action authorized through these procedures shall be ratified and included in the minutes at the next regular meeting of the Board.

## Article VI: Seal

The seal of the Alliance shall be as follows:

## Article V: State and Regional Chapter Affiliates

The Board may vote to designate independent state and regional alliances of concurrent and dual enrollment partnerships as affiliated chapters of NACEP. The Board shall adopt policies for the designation and maintenance of affiliation, support affiliate activities, and monitor the performance of affiliated chapters. The President or Chair of each affiliate, or her/his designee, shall serve on a State and Regional Affiliates Council, along with the Member-at-Large, who will serve as a liaison from the Board.

## Article VH: Affiliation with Other Organizations

The Alliance may establish affiliation with national and international professional organizations by two thirds vote of those present at the annual Fall meeting, may elect such representatives as necessary and proper, may authorize the payment of appropriate fees for such affiliations, and by two thirds vote of those present at the meeting, may terminate such affiliation when it is no longer in the interest of the Alliance.

## Article VIH: Membership Meetings

## A. Membership Meetings

The membership of the Alliance shall meet no less than once in the fourth quarter of each year for the transaction of businessan Annual Business Meeting for the transaction of business and to perform functions that are consistent with the purposes of the Alliance. The Secretary shall cause to be mailed to every member in good standing at his/her
address as it appears on the membership roll book of the Alliance a notice stating the time and place of the annual meeting.

The Alliance may meetAdditional Alliance Membership Meetings may be called at other times upon the vote of a majority of the Board.

## B. Fixing Membership Date

All members in good standing 30 days prior to any Membership Meeting, action, nominations deadline, or election are entitled to notice of, to vote, and to express consent to or dissent from any proposal.

## C. Notice

The and with at-Secretary or a designee shall send a notice to every member in good standing at least ten days, but not more than fifty days-written notice to the membership, before the scheduled date of such meeting.any Membership Meeting. Notice shall state the date, time, place, purpose of the meeting, and by whom called.

The Board and/or Executive Committee may hold special meetings at the request of the President or any two members of the Board of Directors, consistent with Article IV, Paragraph I of these By laws.

## D. Quorum

A quorum at any Membership Meeting of the Alliance shall consist of at least twenty percent ( $20 \%$ ) of the enrolledvoting membership present at the meeting. A quortm of the Board shall consist of a majority of the Officers and Board members. Any member may request a list of members as of the record date prior to any Membership Meeting of the Alliance.
E. Agenda

Agenda items submitted from the membership must be submitted to the Board of Directors thirty (30) days prior to the meeting.
F. Proxies

Every member entitled to vote at a meeting of members or to express consent or dissent may authorize another person to act for him/her by proxy. The member's proxy must be signed by the designated representative, will be valid for a single Membership Meeting, and shall be revocable at the pleasure of the member executing it.

## Article LX: VII: Finance

The Board of Directors shall adopt and maintain Financial Policies to govern the financial management practices of the Alliance, adopt an annual budget and authorize expenditures within its limitations. The fiscal year of the Alliance shall begin on January 1 and continue through December $31^{\text {st }} \underline{31}$ of each year.

The Treasurer is responsible for the safekeeping and monitoring of the Alliance's assets, oversight of financial management and reporting, and preparation of the annual budget, and Chair a standing Finance Committee appointed by the President with the approval of the Board of Directors. No later than the first meeting of the Board of Directors for the fiscal year, the Treasurer shall submit the budget to the Board of Directors for approval.

The Executive Director, supported by designated staff, is responsible for all financial management of the organization in accordance with the Board's Financial Policies. This includes establishing and documenting appropriate procedures.

The general fund of the Alliance shall consist of the income of the Alliance. The general fund shall be the charge of the Treasurer and Ad Hoc Finance Committee who shall provide for the safekeeping and auditing of such funds in full compliance with the Articles of Incorporation.

Disbursements from the general fund shall be made by the Treasurer in accordance with the anntal budget. All requests for funds must be accompanied by appropriate documentation.

The annual operating budget shall be prepared by the Treasurer under the direction of the Ad Hoc Finance Committee. At the first meeting of the Board of Directors for the fiscal year, the Treasurer shall submit the budget to the Board of Directors for approval.

## Article X: CommitteesVIII: Commissions

The following four Commissions Standing committees shall inelude: be established to fulfill the Alliance's mission and provide leadership opportunities for members: Accreditation, Advocacy, Engagement, and Research,Membership, Communications, Governmental Relations, Secondary School Partners and Nominating. Ad Hoc and/or special committees may be created by the President and/or Board of Directors and may encompass areas such as Finance, Nominations and Elections. These committees. Each Commission shall have such powers as determined by these By-laws or by the resolution creating the committee or-those powers later delegated to it-by the Board of Directors. Each Commission shall adopt procedures for the conduct of meetings, actions, and decision-making.

The President shall appoint the Chairpersons and membersVice Chairpersons of all committeescommissions with the concurrenceapproval of the Board of Directors. The Chairperson of each committeeCommission shall serve in that position, and on the Board, for a term of ene year-two years. Each standing committeeCommission shall report to the Executive Committee. Board. The ability to modify, delete and establish additional Standing CommitteesCommissions and prescribe their roles and functions mayshall be handled through the By-law amendment process.

Section 1. The Research Committee strengthens concurrent enrollment programs by conducting, supporting and sharing research about such programs.

Section 2. The Membership Committee administers the NACEP membership process to assure applicant qualifications are reviewed, recruits new members, membership status is accurately categorized, membership status is paid for and confirmed and membership renewals are completed.

## A. Section 3. Accreditation Commission

The Accreditation Commission is responsible for the review and documentation of a post-secondary institution's application for NACEP accreditation. The Commission will determine by vote, after a thorough analysis and recommendation by a review team whether applications are denied or approved. Additionally, the Commission is responsible for:

- Assisting institutions with the application process
- Promoting thorough understanding of the NACEP standards
- Establishing a process for systematic review of the standards
- Establishing accreditation process policies
- Seeking and training qualified review team members-
- Making recommendations and voting on changes in standards (changes in standards must be approved by the NACEP-accredited membership)


## The Chair of the will serve on the NACEP Board of Directors.

## 1. Accreditation Commission Members

The Commission is composed of twelve (12) elected and appointed members, and the Executive Director or her/his designee as a non-voting, ex-officio member.
i. Qualifications. To be eligible to serve on the Commission, Commissioners must:

- Represent an institution that operates a NACEP-accredited concurrent enrollment partnershipprogram (with the exception of the External Member),
- Have prior service as a NACEP peer reviewer, or demonstrated knowledge of NACEP's standards and equivalent experience with other accrediting organizations, and
- Not serve simultaneously on the NACEP-Board of Directors (with the exception of the Commission Chair).
ii. Appointments. The following five (5) positions will be appointed by the NACEP-President, with the approval of the NACEP-Board of Directors:
- Chairperson, for a two-year term. The Chair may serve no more than two consecutive terms as Chair.
- Vice-Chair, for a two-year term.
- Two at-large members, one for a two-year term and the other for a threeyear term.
- External member, for a two-year term.

In making appointments, the Board should consider geographical regions and types of institutions represented.
iii. Elections. The following seven (7) positions will be elected to the Commission by the NACEP membership: Post-secondary Institutions with NACEP-accredited programs:

- Three (3) representatives from two-year institutions, two for two-year terms and the other for a three-year term.
- Three (3) representatives from four-year institutions, two for two-year terms and the other for a three-year term.
- One (1) representative from a private institution, for a two-year term.
iv. The policies regarding the process of election will be the same as for members of the NACEP Board of Directors.


## 2. Terms

Accreditation Commissioners' terms shall have no term limits except for the position of Chair who may serve no more than two consecutive terms as Chair. Terms will be staggered.
B. -In the event of a newly-created position or vacancy in the Chair, the NACEP President shall appoint an individual to serve out the remainder of the term with the approval of the Board of Directors. In the event of a newly-created position or vacancy for any other position, the Commission Chair, with the approval of the Commission, shall appoint an individual to serve out the remainder of the term.

## 3. Budget

On an annual basis, the Commission shall propose a budget and any accreditation fees for consideration by the Board of Directors.

## B. Advocacy, Engagement \& Research Commissions

## 1. Advocacy Commission

The Advocacy Commission works to develop and maintain a positive image for concurrent and dual enrollment programs and works to strengthen relationships with policy-making governmental agencies and other education organizations that further the interests of NACEP and concurrent and dual enrollment.

In coordination with staff and with the advice of the Board of Directors, the Commission carries on such activities as:

- Organize and achieve goals outlined in the Strategic Plan
- Develop and support opportunities for members to learn about policy impacting their work and to inform policy-makers
- Work with state, regional and national organizations and governing bodies to promote concurrent and dual enrollment
- Collaborate with Research Commission to identify state, regional and national issues and opportunities for advocacy
- Collaborate with and support the advocacy efforts of NACEP-affiliated State and Regional chapters
- Identify and prioritize opportunities for enlisting federal and/or state support for concurrent and dual enrollment
- Monitoring NACEP responses and inform members about legislation, regulations or policy changes that may have an impact on NACEP and/or concurrent enrollment partnership programs


## 2. Engagement Commission

The Engagement Commission strengthens the Alliance's services provided to members, communication with all members, and recruitment of new members.

In coordination with staff and with the advice of the Board of Directors, the Commission carries on such activities as:

- Organize and achieve goals outlined in the Strategic Plan
- Support member engagement and participation in Alliance activities
- Identify and support activities that expand membership of the Alliance
- Develop content for professional development activities that recognizes model programs and disseminates best practices, including webinars, regional and state conferences, workshops, publications, and awards
- Collaborate with the National Conference Planning Committee and NACEPaffiliated State and Regional Chapters
- Suggest potential candidates to the Nominating Committee for elections and appointments
- Support communication campaigns about NACEP activities and to bring awareness of the value of quality concurrent enrollment to students, teachers, schools, and institutions


## 3. Research Commission

The Research Commission strengthens concurrent enrollment programs by conducting, supporting and sharing research about such programs.

In coordination with staff and with the advice of the Board of Directors, the Commission carries on such activities as:

- Organize and achieve goals outlined in the Strategic Plan
- Collaborate with external researchers and promote independent research on concurrent and dual enrollment
- Provide tools and resources to assist programs in conducting program evaluation
- Work with staff and the National Conference Planning Committee to disseminate research on concurrent and dual enrollment at the NACEP national conference, at regional conferences and workshops, through webinars, and publications
- Create summary publications of research and best practices in concurrent and dual enrollment


## 4. Composition of the Advocacy, Engagement, and Research Commissions

i. The Chair of each Commission will serve on the NACEP Board of Directors.
ii. The Advocacy, Engagement, and Research Commissions are composed of nine (9) elected and appointed members, and the Executive Director or her/his designee as a non-voting, ex-officio member. Service on these three Commissions is open to an individual representing any member in good standing. Commissioners may not serve simultaneously on more than one Commission or the Board of Directors (with the exception of the Commission Chair).
iii. Qualifications. To be eligible to serve on a Commission, Commissioners must demonstrate:

- Expertise relevant to the charge of the Commission
- Commitment to the mission and strategic goals of NACEP
- Participation in NACEP activities
- Commitment to the time requirements for Commission service
- Institutional support for Commission service
iv. Appointments. The following four (4) positions will be appointed by the President, with the approval of the Board of Directors: Chairperson, ViceChair, Secondary Representative, and State Agency Representative.
v. Elections. Five (5) positions will be elected to each Commission by the NACEP membership (all member categories), one from each of five (5) geographic regions established by the Board of Directors. The members within each region vote for the representatives from their region.
vi. Terms. Commissioners' terms shall last for two years, with no term limits except for the position of Chair who may serve no more than two consecutive terms as Chair. Terms will be staggered.

In the event of a vacancy in the Chair, the President shall appoint an individual to serve out the remainder of the term with the approval of the Board of Directors. In the event of a vacancy for any other position, the Commission Chair, with the approval of the Commission, shall appoint an individual to serve out the remainder of the term.

## 5. Budget

On an annual basis, each Commission shall propose a budget for consideration by the Board of Directors.

Section 4. The Communications Committee of NACEP is responsible for external and internal communications. The Committee acts as the official voice of NACEP under the direction of NACEP's President and Leadership Team and serves to ensure that public communications outside of NACEP or within NACEP about NACEP will have a professional appearance and
adhere to standard conventions of the English language. The Committee is also respensible for encouraging and supporting writing and publication about NACEP that furthers NACEP's stated mission. With the advice of the NACEP President and/or Leadership Team, the Committee carries on such activities as:

- providing an editorial and formatting function for all written and print ereations by members, committees, and officers whether internal or external that are about NACEP or NACEP activities;
- writing press releases about NACEP activities and distributing those to the NACEP institutional members for local and regional publication, and distributing press releases to the national media and appropriate national organizations;
- writing, designing, and printing NACEP letterhead, brochures, and ether official forms and documents, under the direction of the NACEP President and/or Executive Committee;
- publishing and maintaining an up-dated web page for NACEP;
- writing and publishing an electronic newsletter for NACEP member institutions;
- collecting information about upeoming conferences and encouraging NACEP members to make presentations to further the NACEP mission;
- encouraging and supporting the publication of articles, books, and eonference presentations about NACEP by NACEP members;
- acting as a clearinghouse of NACEP member contacts for any NACEP member planning a proposal for a national or regional presentation, article, or book about NACEP and in cooperation with the Research Committee of NACEP;
- maintaining an archive of member print or electronic publications about NACEP from member contributions;
- maintaining a referral list of NACEP consultants to respond to inquiries from new, non member CEP's until such time as NACEP ereates a team of such expert consultants;
- all other functions as assigned by the NACEP President and/or Board of Directors that fit the mission of the Committee as described in the description paragraph.

Section 5. The Governmental Relations Committee is responsible for facilitating, coordinating and maintaining NACEP interaction with federal and state governments and departments of education. The Committee works to develop and maintain a positive image for concurrent enrollment partnership programs and works to strengthen communication with policy making governmental agencies by working in conjunction with other education organizations that further the interests of coneurrent enrollment partnership programs.

With the advice of the NACEP President and/or Board of Directors, the Committee carries on such activities as:

- coordinating contact between NACEP and elected or appointed efficials to policy making positions within federal and state governments and/or departments of education that affect legislation concerned with concurrent enrollment partnership programs;
- identifying and prioritizing opportunities for enlisting federal and/or state support for concurrent enrollment and partnership programs and projects;
- providing information to legislators concerning federal and state legislation directly affecting the interests of coneurrent enrollment partnership programs;
- producing data and publications that highlight the positive effects of concurrent enrollment partnerships (in conjunction with the Research and Communications Committees):
- monitoring and coordinating NACEP responses to legislation, regulations or policy changes that may have an impact on NACEP and/or concurrent enrollment partnership programs;
- responding to inquiries or requests for assistance regarding federal or state policies, issues, legislation or regulations related to concurrent enrollment programs; and
- addressing special projects as assigned by the NACEP President and/or Board of Directors.

Section 6. The Secondary Sehool Partners Committee strengthens the Alliance by diseussing and sharing isstes of concurrent enrollment most significant to Secondary Partners in the Alliance. The Committee has the authority to:

- make propesals to the Board of Directors concerning NACEP policy
- provide stpport and professional development to secondary partners within NACEP
- identify national trends and developments on the secondary level that affect concurrent enrollment
- help NACEP communicate with Secondary Partners regarding aetivities, decisions and issues within NACEP

Section 7. The NACEP

## Article IX: Nominations and Elections

## A. Nominating Committee

The Nominating Committee is a Standing Committee that consists of Member at Large, the three institutional representatives and Treasurer.the six Institutional Representatives as identified in Article IV Section (B)(3). The Nominating Committee is tasked with recruiting, evaluating, and compiling a slate of NACEP elected position candidates for the NACEP elected positions that include President, President elect, Secretary, Member-at-large, Four year private institutional representative, Four year public institutional representative, and Two year public institutional representativeall positions on the Board and Commissions, both elected and appointed. The Nominating Committee's purpose is to put forward a slate of candidates with the experience, educational background, and skills to achieve balanced, diverse, inclusive, motivated, and engaged Alliance.

## B. Nominees for the Board and Commissions

The NACEP-Nominating Committee shall publish a calendar of positions coming available on the Board and Commissions and seek nominations and/or neminate President, President elect, Secretary, Member at large, Four year private institutional representative, Four year public institutional representative, and Two year public institttional representative. Nomination shall-from the membership. Nominations may also be made by three fourths affirmative voteany member of the Section-Nominating Committee-, the Commissions, the Board of Directors, and the Executive Director.

The Section-Nominating Committee shall review nominees' qualifications and determine that nominees are willing and able to accept the position if elected. No later than the first Monday of July, the list of persons selected for consideration as or appointed. The Nominating Committee shall solicit advice about nominees for the elected positions shall be forwarded to the NACEP President-from the Executive Director and the Board of Directors or relevant Commission.

No later than the last Monday of July, or the last Monday of January for positions on the Accreditation Commission, the Nominating Committee shall approve by majority vote a list of nominees for Section offices shall be presented to the NACEPappear on the ballot and present the list to the Board of Directors. NominationsThe Nominating Committee's slate shall be final unless any nominee is rejected by a three fourths vote of the Board of Managers, and in the event of such rejection,Directors. The Board of Managers shallDirectors may make its own nomination by majority vote-of the members present.:

## C. Elections

Candidate profiles and statements for the list of nominees as-approved by the Board of Directors shall be forwarded to the NACEP Secretary/Treasurer no later than the first Monday of August. Candidate profiles and statements-will be posted to the NACEP website section entitled Election by no later than the second Monday of August-, or the second Monday of February for positions on the Accreditation Commission.

No later than the third Monday of August, or the Treasurer will causethird Monday of February for positions on the Accreditation Commission, a ballot tewill be emailed to each-the designated voting representative of each categorically-eligible member of NACEP. On the ballot, under each office to be filled, the names of those candidates approved by the Board of Directors shall be listed along with a blank space in which the name of any other vetingeligible member of NACEP may be submitted. Appropriate space shall be provided on the ballot to indicate a single choice of candidate for each effice.

The ballots having been returned to the Treastrer in accordance with the accompanying instructions before or on the last Monday of September shall be delivered to the Treasurer. The Treasurer shall tabulate the votes not later than the first Monday of October-, or the first Monday of April for positions on the Accreditation Commission. The Treasurer will have the results verified by a third party of the Treasurer's home institution.

The election of candidates shall be by pluralitymajority vote. A runoff election between the two candidates with the most votes shall take place in any election in which there are three or more candidates and, no candidate receives the majority of votes cast. In case of tie, the choice shall be decided by lot. Announcement of the results shall be communicated promptly to the respective Sections. The NACEP President announces the election results at the NACEP fall conference sponsored luncheon.membership.

## D. Conflict of Interest Policy

Each member of the Board of Directors, member of a Commission, and employee will inform the President and Executive Director of any actual or perceived conflicts of interest or any relationships that might be perceived by others as a conflict of interest. Such disclosure should be made annually on a form submitted to the President and Executive Director, and updated during the year in the event of any changes. The Board may adopt additional Conflict of Interest policies as it deems necessary.

## $\underline{\text { Article } \mathrm{XI} \div \mathrm{X}: \text { Amendments }}$

Any proposed amendments to the Articles of Incorporation or By-laws must be approved by a majority vote of the Board of Directors prior to consideration by the members. Following such approval, the Articles of Incorporation and The-By-laws may be adopted, amended or repealed by a majority of eligible members participating in the vote. Only-the representatives of postsecondary institutions with NACEP-accredited eonewrent enrollment partnershipsprograms may vote, with each institution allowed one vote.

The By-laws may be brought to the membership for an electronica vote during a Membership Meeting, or by means of electronic vote during normally scheduled elections, or by means of electronic veting or when the Board of Directors deems it necessary.

In all cases of By-law amendments, the membership must be notified by email or mail of the intent to amend the by-laws. Such notification will include 1) a concise statement of the proposed changes, 2) an explanation of the intent, 3) an invitation to participate in an online forum and in a conference call to discuss the proposed change(s), and 4) information about how and when to access the forum and participate in the conference call. Membership must receive at least 30 days notice but not more than 50 days notice, before the scheduled date of such meeting or voting.

## Article XII: XI: Rules of Order

The Alliance shall conduct its business according to Robert's Rules of Order, Newly Revised. The Board of Directors and the four Commissions may adopt alternative parliamentary procedures for the conduct of their meetings. A Parliamentarian, appointed by the President with approval of the Board of Directors, will advise the President of meeting procedures and serve as the ruling authority in the event of disputes concerning procedure.

## Article XIII: XII: Dissolution

Upon the dissolution of the Alliance, the Alliance shall, after paying or making provision for the payment of all liabilities of the Alliance, dispose of all of the assets of the Alliance exclusively for the purposes of the Alliance in such manner, or to such organization or organizations created 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 Alliance 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.

## Article XIV $\div$ XIII: Construction

If there be any conflict between the provisions of the certificate of incorporation and these Bylaws, the provisions of the certificate of incorporation shall govern.

## CERTIFICATE OF ADOPTION OF BY-LAWS

The undersigned, currently serving as NACEP Secretary, hereby certifies that the above amended By-laws of were duly adopted by vote of the Members on , 2019, for which required notice was provided and now constitute the By-laws of the Alliance.

Signature Name Date

## REVISION HISTORY

Board Approved on April 7, 2002
First Approved by the membership on April 8, 2002
Amended:
October 20, 2002
April 13, 2003
October 16, 2003
April 29, 2004
October 11, 2004
June 15, 2005
October 27, 2008
October 26, 2009
October 25, 2010
October 20, 2013
June 13, 2018
—, 2019

## STANDING RULES

1. Maintenance of a corporate records book (meeting minutes, Treasurer's report, original incorporation papers, Bylaws, 501 (c) (3) certificate, current standing rules and procedures, etc.
2. Business files and records will be kept at the central office in Syracuse, New York.
3. Tokens of appreciation will be presented to outgoing Board and Executive members.
4. Membership lists and mailing labels are for Alliance purposes only and not for dissemination, personal use or profit.
5. Annual membership dues have been established by the Board of Directors for 2018 as follows:
——Post Secondary .................................................................... $\$ 560$

- Partner (secondary institutions, government/state
_- education agencies, and professional organization)............. $\$ 150$
—_ Individtal................................................................................ $\$ 50$
——Emeritus .................................................................................. $\$ 0$

6. Accreditation fees have been established by the Board of Directors for 2018 as follows:

- Annual Fee for NACEP Accredited Programs ................... \$250

Accreditation Intent Fee (submit with intent)..................... \$200

- Application Processing Fee................................................. $\$ 500$

7. Submission of documentation for funds disbursed by a Board member on behalf of the Alliance cannot cross fiseal years by more than 15 days.
8. The President and Treastrer and one Board member shall be signatories on all Alliance accounts. Two signatures are required for disbursements in excess of $\$ 500.00$.
9. No signatory on the checking account can sign his/her own check.
10. Executive Committee and Board members are expected to notify the Secretary of their attendance or non- attendance at annual meetings.
11. Nominations for elected positions (Board of Directors and Executive Committee) will be filed no less than sixty ( 60 ) days prior to the annwal Fall meeting. Persons nominated for elected positions must be members in good standing in the Alliance and have been a member for at least one (1) year prior to their nomination. To be
nominated as President elect, the individual shall have served on the NACEP Board. Candidates for office must agree to run for the office prior to having their name submitted as a candidate for election.
12. Elections shall be conducted by the Treasurer. The Treasurer shall prepare separate mail-in ballots for the election of the Board and Executive Committee positions. Provision shall be included on the ballot for the write in vote for other qualified eandidates. These ballots shall be mailed to the qualified voting members at least thirty ( 30 ) days prior to the annual Fall meeting. All voting members shall be entitled to cast a ballot for Executive Committee positions; however, voting members shall be entitled to cast a ballot only for the individual nominated for Director from his/her Institution category. Voting members shall be directed to return the mail in ballots to the Treasurer at least ten (10) days prior to the annual Fall meeting. The candidate who receives a plurality of the ballots cast for an elective office shall be declared the winner. The Treastrer shall be responsible for tabulating the ballots and notifying the election winners in a timely fashion so they may make appropriate plans to attend the annual meeting.

12 The order of business at all meetings of members shall be as follows:

1. Rell call
2. Reading of the minutes of the preceding meeting
3. Reports of committees
4. Reports of officers
5. Old and unfinished business
6. New business
7. Good and welfare
8. Adjournment
9. NACEP letterhead may be used only for official Alliance business and may be used only by members of the Executive Committee or a designee(s) of the President.
10. Election Schedule:

2018 Representative from Four-Year Private Institutions<br>- President elect<br>-Secretary<br>2019 Representative from Four Year Public Institutions<br>Member at Large<br>2020 Representative from Two-Year Institutions<br>- President elect<br>- Secretary<br>2021 Representative from Four Year Private Institutions<br>Member at Large<br>2022 Representative from Four Year Public Institutions<br>- President-elect

Secretary
2023 Representative from Two Year Institutions Member at Large
2024 Representative from Four Year Private Institutions

- President-elect
- Secretary
- Member-at-Large

2025 Representative from Four Year Public Institutions Member at Large
15. Authorization for expenditures must be obtained from the NACEP Board of Directors. Expenditures in excess of $\$ 400.00$ will additionally require approval by the Board of Directors. Purchasers are responsible for submitting receipts and invoices that include the date and exact nature of the purchase within seven days to the NACEP Treasurer.

For pre-approved Board expenditures requests for reimbursements must use the approved NACEP Board Reimbursement forms with receipts attached. Requests for reimbursements must be made within 30 days of the expenditure oceurrence.
16. Purchasers must obtain a minimum of three bids/proposals for products and/or services in excess of $\$ 400$. Purchasers take full respensibility for improper purchases. Purchases can not be made or services rendered from any agency or individual for which a NACEP Board of Directors has a conflict of interest (e.g. family businesses, spousal/partner businesses).

Amendments to the Standing Rules of the Alliance will be recommended by the Board of Directors and voted on by the voting membership attending the annual Fall meeting. A majority vote $(50 \%+1)$ will be required for an amendment to pass.

