

TESOL Arabia Bylaws

TESOL Arabia is a non-profit-making, public, professional membership organization for educators using English as a medium of instruction. The organization is based in the United Arab Emirates, but serves regional and international members. The Executive Council Board members include elected and appointed members. TESOL Arabia is an affiliate of TESOL International and an Associate of IATEFL.

Goals of TESOL Arabia

1. **TESOL Arabia** establishes a network of communication among professionals who use English as a medium of instruction.
2. **TESOL Arabia** encourages membership from professionals using the English language as the medium of instruction.
3. **TESOL Arabia** promotes and develops the excellence of teaching, research and administration.
4. **TESOL Arabia** provides professional development opportunities to address the diverse needs of professionals and students in the region through the encouragement of both practical and theoretical scholarship designed for our specific student populations.
5. **TESOL Arabia** provides high-quality professional development, publications, events, and services.
6. **TESOL Arabia** organizes an Annual International Conference to share expertise among professionals.
7. **TESOL Arabia** maintains its status of Affiliate of TESOL and Associate of IATEFL.
8. **TESOL Arabia** promotes standards that foster professional preparation and employment.

Bylaws of Teachers of English to Speakers of Other Languages Arabia (TESOL Arabia)

Article I Name and Offices

Section 1: Name

This organization will be known as Teachers of English to Speakers of Other Languages Arabia. It shall be referred to in these bylaws as "TESOL Arabia".

Section 2: Nature of the Association

TESOL Arabia is an Emirati and expatriate professional development organization under the auspices of H.E. Sheikh Nahayan Mubarak Al Nahayan, Minister of Higher Education and Scientific Research, Chancellor of the UAE University, the Higher Colleges of Technology and Zayed University in the United Arab Emirates.

Section 3: Offices

There is no central office for TESOL Arabia to date. Meetings are hosted by and held at educational institutions and public venues throughout the United Arab Emirates.

Article II Purpose

TESOL Arabia is organized for educational research and charitable purposes relating to the teaching and learning of English as a second or foreign language. TESOL Arabia's mission shall be set forth in the statement of goals.

Article III Membership

Section 1: Class of Members

Two (4) categories of membership will be recognized:

- a. Regular Membership
- b. Primary and Secondary School Teachers
- c. Student Membership
- d. International Membership

Section 2: Member in Good Standing

A member shall be deemed to be in good standing when that member has paid all applicable dues and fees. Duly recorded members in good standing shall be entitled to participate in the activities of TESOL Arabia, including voting in the annual elections.

Section 3: Active Member

A member shall be deemed active when that member is a member in good standing and also shows evidence of participation in TESOL Arabia through committees, events or publications.

Article IV Membership Dues

Section 1: Establishment of Dues

Annual membership dues shall be established by the Executive Council and published in the *Standing Rules*.

Section 2: Certain Dues Increases

Dues increases, of up to 10%, shall become effective pursuant only to approval by a quorum of the Executive Council. Dues increases of more than 10% shall become effective pursuant to approval by a membership quorum at the Annual General Meeting (AGM).

Section 3: Scholarship Membership

The Executive Council reserves the right to award complimentary scholarship memberships as outlined in the *Standing Rules*.

Article V Branch Chapters

Section 1: Definition

A branch chapter is defined as a group of at least twenty-five (25) members in good standing representing a recognized geographical or administrative region not heretofore represented. The chapter shall have one representative elected to serve on the Executive Council.

Section 2: Branch Chapter Status

Procedures for obtaining and maintaining chapter status will be defined in the *Standing Rules*.

Article VI Other Organizations

TESOL Arabia may establish relationships with other related organizations. Procedures for establishing such relationships will be defined in the *Standing Rules*.

Article VII Meetings of Members

Section 1: Executive Council Meetings

Executive Council meetings will be held as least four (4) times a year. The time and the venue for such meetings will be determined by the President in consultation with the other members of the Executive Council. The Secretary will call the meeting, set the venue and prepare the agenda.

Section 2: Extraordinary Meetings

An Extraordinary General Meeting can be called by the President or Vice-President / President-Elect, or majority of the Executive Council or by written request of 10% of the general membership at any time.

Section 3: Annual International Conference

TESOL Arabia shall hold one conference each year, which shall be referred to as the TESOL Arabia Annual Conference.

Section 4: Annual General Meeting

The Annual General Meeting (AGM) shall convene during the Annual Conference. Members in good standing who attend the AGM are eligible to vote during the meeting. A principle function of the AGM is to pass resolutions for action and consideration by the Executive Council. Other functions of the AGM shall be set forth in the *Standing Rules*. A quorum shall consist of (15) members in good standing. Voting by proxy is not permitted.

Section 5: Retreat

The TESOL Arabia Executive Council shall hold one two-day planning retreat once every academic year. The purpose of this retreat will be to set forth the yearly agenda and strategic plan for TESOL Arabia.

Section 6: Other Meetings

Chapter, Special Interest Group or other conferences or meetings will be held throughout the year. No Chapter, SIG, or TESOL Arabia-related event shall take place one month prior to the Annual Conference without approval from the Executive Council.

Section 7: Notice of Meetings

Notice of all Executive Council Meetings shall be published in the TESOL Arabia periodical and/or posted on the calendar on the website.

Section 8: Parliamentary Rules

The rules contained in the current edition of Robert's Rules of Order, when not in conflict with these Bylaws and the *Standing Rules*, shall govern proceedings of the Executive Council and the Annual General Meeting.

Section 9: Attendance at Executive Council Meetings

Any member in good standing can attend an Executive Council meeting as a non-voting observer. Procedures for participating in the meeting will be outlined in the *Standing Rules*.

Article VIII Executive Council

Section 1: Duties and Powers

The Executive Council shall constitute the governing body of TESOL Arabia and shall plan for and have responsibility for all operations: finances, policies, membership affairs, affiliations and meetings, both current and long-range. The Executive Council may adopt such policies and procedures for the conduct of its business, as necessary. It shall, in the execution of its powers, appoint representatives, as it may consider necessary. The duties of the Executive Council will be more fully described in the *Standing Rules*.

Section 2: Types of Executive Board Members

There shall be both elected and appointed Executive Council members as deemed necessary by the Executive Council.

Section 3: Elected Number and Representation

The Executive Council shall consist of elected, voting members and appointed voting members.

The Executive Council shall consist of six (6) principal elected officers: President, Vice-President/President-Elect, Executive Secretary, Membership Secretary, Executive Treasurer and Member-at-Large. These officers are voting members.

The Executive Council shall consist of an elected representative from each recognized chapter. These officers are voting members.

The Special Interest Groups Coordinator, Publications Coordinator, Perspectives Editor, and immediate Past President are elected and are voting members.

All duties are described in the *Standing Rules*.

Section 4: Appointed Number and Representation

The Executive Council shall appoint three (3) additional officers:

- a. Conference Chair(s) is/are appointed subject to approval of a conference organizing proposal by the Executive Council (as described in the *Standing Rules*) and is a voting member.
- b. Conference Treasurer: voting member
- c. Webmaster: non-voting member

All duties are described in the *Standing Rules*.

Section 5: Terms of Officers

- a. Elected Length of Term—All elected officers shall serve for two (2) years from the date of the AGM with the exception of the Vice-President/President-Elect. This officer shall served for one year as Vice-President/President-Elect, one year as President, and one year as immediate Past President.
- b. Appointed Length of Term—All appointed officers shall serve for one (1) year from date of appointment or the completion of his/her duties as specified in the *Standing Rules*.
- c. Individuals may only be elected as President for one term of service.
- d. Individuals can only hold the same position on the executive council for two concurrent terms of office. In the event there are no viable candidates, this rule can be waived for a third term.

Section 6: Qualifications

All Executive Council officers must be active members in good standing. The *Standing Rules* shall set forth additional qualifications for officers.

Section 7: Elections

Members will elect officers to vacant Executive Council officer positions on an annual basis. Nominations and election procedures will be set forth in the *Standing Rules*.

Section 8: Quorum

Fifty-one percent (51%) of Executive Council voting officers will constitute a quorum.

Section 9: Resignation

Any elected Executive Council officer may resign at any time giving written notice to the President, Executive Secretary, or the Executive Council. Such resignation shall take place at the specified time, or if no time is specified, at the acceptance by the President.

Replacement of elected officers due to resignation shall be set forth in the *Standing Rules*.

Section 10: Vacancies

All vacancies shall be filled with an officer appointed by the Executive Council to fill the position as “acting officer” only until the current term has been completed or until such time as an election can be held.

Section 11: Succession of Presidency

In the event that the current President and Vice-President/President-Elect are unable to fulfill their presidential duties, the position of President of TESOL Arabia will fall to the immediate Past President provided that s/he is an active member of the Executive Council. The immediate Past President will assume the role of President until such a time as a Presidential election can be held.

Section 12: One Person Holding Two (2) Elected Positions

Any given member of TESOL Arabia may hold one elected position to the Executive Council. However, should circumstances deem it necessary, an elected member of the Executive Council may hold a second position provided that this dual appointment is approved by a quorum of the Executive Council.

If a member of the Executive Council holds one position and would like to stand for another, that Executive Council member should remain in his/her elected role until such time as the results of the election are announced. If the Executive Council member wins the election, then the second position should be vacated. A replacement for this position will be appointed by the Executive Council based on recommendations from the Executive Council. The replacement will serve in an appointed role until such time as an election can be held.

Section 13: Removal from Office

Any Executive Council officer may be terminated by the Executive Council for malfeasance, nonfeasance or misfeasance. This shall be affected with a vote by a quorum of the Executive Council by procedures set forth in the *Standing Rules*.

Article IX Policy Determination

Responsibility for the determination of the general policies of TESOL Arabia is vested in the Executive Council, pursuant to the procedures set forth in these Bylaws and in the *Standing Rules*. The Executive Council will be guided by the resolutions approved by the membership.

Article X Standing Rules

The Executive Board shall initially establish additional general procedures for the operation and management of TESOL Arabia, which shall be referred to as the *Standing Rules*. They shall be amended thereafter in accordance with procedures set forth in *Standing Rules*.

Article XI Fiscal Year

TESOL Arabia's administrative and fiscal year shall be from August 1 through July 31.

Article XII Dissolution

On dissolution of TESOL Arabia, TESOL Arabia shall use its funds only to accomplish the objectives and purposes specified in these Bylaws and *Standing Rules*, and no part of said funds, after payment of debts of TESOL Arabia, shall be distributed to members of TESOL Arabia. On dissolution of TESOL Arabia, any funds remaining after payment of debts of TESOL Arabia shall be distributed to one or more regularly organized and qualified educational organizations as selected by the Executive Council.

Article XIII Amendment

Section 1: Amendment Initiated by Petition of Members

These Bylaws may be amended by the membership by proposal and ballot. Such balloting shall not take place more than once each calendar year after the AGM pursuant to procedures outlined in the *Standing Rules*.

Section 2: Amendment Approved by Board and Membership

These Bylaws may be amended by a vote of the Executive Council followed by a vote of the membership. Such voting shall take place pursuant to procedures outlined in the *Standing Rules*.

Section 3: Amendment Enacted by the Executive Board

These Bylaws may be amended by vote only of the Executive Council provided that the amendment is passed by a quorum vote at a duly held meeting of the Executive Council. Any such amendment shall be effective when passed or at any later date specified by the Executive Council

Article XIV Disbursement of Central Funds

Section 1: Central Funds disbursed through Committees

Central funds shall be disbursed through eight (8) committees.

- a. Executive Council
- b. Chapters
- c. International Travel Grants
- d. Membership
- e. Publications
- f. Special Interest Groups Committee
- g. Study Grants
- h. Research Grants
- i. Dr. Lisa Barlow Memorial Travel Grants
- j. Conference Committee

Section 2: Budgets

Each committee shall be responsible for preparing and fairly distributing an annual budget. Normally, the amount of the budget available to each committee will depend on availability of funds and on priority, and will be determined at the first Executive Council meeting of the fiscal year (September/October) or at the Annual Retreat.

Section 3: Amount of Budget

The amount of the budget available to each committee will be set by the Executive Council on the advice of the Executive and Conference Treasurers, bearing in mind the need to retain a permanent bank deposit to be drawn on in the event of dissolution, emergencies and a working balance to cover normal organizational running costs.

Article XV Custodianship of TESOL Arabia Revenue and Funds

TESOL Arabia finances will be administered by the accounting department of the conference management company as specified in any service agreement entered into with TESOL Arabia. No funds or revenue from the conference or TAEXCO will be held or placed in private bank accounts belonging to TESOL Arabia members, private individuals, or members of TAEXCO.

This financial statement and its accompanying documents are attested to be true and accurate accounts of our financial condition, and are supported by the officers of TESOL Arabia. I do attest that I have the support of the officers of TESOL Arabia, and hereby affix my signature as President of the organization.

Melanie Gobert, President, TESOL Arabia

May 31, 2014