

California Continuation Education Association (CCEA)
Constitution and By-Laws

1 **Revisions of 7/19/17, 9/18/17 and 4/29/18 as amended by the Board**

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3 **Article 1: Name and Purpose**

4

5 Section 1: Name

6 This organization shall be known as the California Continuation Education Association, hereinafter
7 referred to as CCEA.

8

9 Section 2: Purpose

10 The general purpose of CCEA is to provide education information and professional representation to the
11 general public, public school educators and government agencies on the value of continuation
12 education.

13 The organization shall carry out this purpose by:

14 A. providing in-service training to its members.

15 B. providing a means for members to meet, confer, and network through professional development
16 events, workshops and meetings.

17 C. encouraging the exchange of materials and information about continuation education.

18 D. collaborating with the California Department of Education disseminating information for the
19 establishment and improvement of continuation education.

20 E. encouraging school districts and county offices of education to establish and maintain quality
21 continuation education.

22 F. establishing and maintaining an active public relations program which communicates the goals and
23 objectives of CCEA.

24 G. maintaining a relationship with other professional education organizations.

25 H. discussing issues relating to continuation education with the California Department of Education,
26 Department of Finance, the California Legislature, and other appropriate agencies.

27 I. adopting rules and regulations, not inconsistent with law, to ensure the
28 orderly and purposeful functioning of CCEA.

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30 **Article 2: Membership**

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32 Section 1: Classes of Membership

33 A. Professional: Any individual who is in accord with the purposes of this organization and who pays the
34 dues established by the Executive Board shall be eligible for membership.

35 B. Honorary: All past presidents and Executive Board members who have served two or more terms shall
36 be honorary lifetime members. (existing honorary lifetime members will continue to be recognized as
37 such.

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39 **Article 3: Membership Year**

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41 The membership year shall be one year from the date of first enrollment.

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43 **Article 4: Rights of Members**

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45 Members shall have the right to:

46 1. vote in Executive Board elections.

47 2. vote on business brought before the participants at professional development events with a majority
48 vote by those in attendance determining the outcome.

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- 49 3. be considered for nomination to Executive Board office/
- 50 4. attend workshops and meetings, professional development events, and/or compliance workshops.
- 51 5. receive updated legislative information concerning continuation education.
- 52 6. receive updated information from the California Department of Education concerning continuation
- 53 education.
- 54 7. receive support from Executive Board members as well as the CDE Board liaison and appointed
- 55 regional advisory members.

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57 **Article 5: Dues**

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- 59 A. Professional membership dues shall be established annually by the Executive Board no later than May
- 60 31st for the following year.
- 61 B. The Executive Board shall have the authority to increase the annual membership dues up to a
- 62 maximum of 10% without membership approval.
- 63 D. All CCEA dues will be paid directly to the state organization.

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65 **Article 6: State Organization**

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67 The organization shall have an Executive Board with authority to implement these Bylaws and to

68 conduct the affairs of CCEA.

69 A. Qualifications of the Executive Board

- 70 1. Candidates must have been actively involved in organizational activities for at least two full years.
- 71 2. Candidates must be members in good standing.
- 72 3. Candidates must be able to commit the time to complete the duties of the office.

73 B. Terms of Office

- 74 1. Members shall serve terms of two years, with a maximum of two successive terms in any given office.
- 75 2. No member shall serve more than one office at any given time.
- 76 3. If any Executive Board member is unable to carry out his/her duties, that Board member may resign or
- 77 be asked to resign following a vote of no confidence by the Executive Board.
- 78 The Board would then be realigned according to the rules of succession.

79 C. Composition of the Executive Board

80 1. The Executive Board will be composed of:

81 a. President

82 b. Vice President

83 c. Secretary

84 d. Treasurer

85 e. Immediate Past President

86 f. Executive Board Advisory appointees shall be four members (two each from the four CCEA regions)

87 who shall be voting members of the Board.

88 2. The President may appoint other members, in good standing, for special assignments with the

89 approval of the Executive Board.

90 3. An advisory person selected by the California Department of Education may serve as a liaison

91 between the organization and CDE at the request of the Executive Board.

92 Section 2: Executive Board Duties and Powers

93 The Executive Board shall have the authority to generally supervise and conduct the business of CCEA.

94 None of its acts shall conflict with the organization's Bylaws.

95 The Executive Board shall have the authority to:

96 A. perform all duties specified in these Bylaws.

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- 97 B. coordinate an annual membership campaign.
- 98 C. adopt an annual budget.
- 99 D. appoint a CPA as an independent auditor, prior to June 30th each year, to review the organization's
- 100 records.
- 101 E. approve the date, time, place, and contracts associated with the professional learning events,
- 102 workshops, and/or membership meetings.
- 103 F. establish committees as needed.
- 104 G. hold membership meetings at which a simple majority of those present represents a quorum.
- 105 H. take recommendations to the membership.

106

107 **Article 7: Executive Board Meetings**

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- 109 A. Regular meetings of the Executive Board shall be held quarterly at a time and place to be determined
- 110 by the President or the Board.
- 111 B. Special meetings of the Executive Board may be called by the President and/or shall be called upon
- 112 the request of two or more Executive Board members.
- 113 C. A simple majority of the Executive Board excluding Advisory Members shall constitute a quorum at all
- 114 meetings.
- 115 D. Executive Board meetings shall be held following the most current edition of Roberts' Rules of Order
- 116 in all cases in which they are applicable and in which they are not inconsistent with these bylaws and
- 117 any special rules of order the organization may adopt.
- 118 E. Executive Board meetings may be conducted via electronic means.
- 119 F. The Executive Board may not include more than one member, with the exception of the Immediate
- 120 Past President, from the same Local Educational Agency (LEA).
- 121 G. The Immediate Past President cannot run for the office of President or Executive Director for at least
- 122 one full term.

123 **Section 4: Employees**

124 The Executive Board shall have the authority to hire employees as deemed necessary.

125 These employees shall meet the qualifications, fulfill the responsibilities established

126 in the job descriptions and be responsible to the Executive Board.

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128 **Article 8: Duties of the Officers**

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130 A. The President shall:

- 131 1. preside at meetings of CCEA and the Executive Board.
- 132 2. appoint, subject to the approval of the Executive Board, a presidential designee and/or member to
- 133 any ad hoc committees deemed necessary.
- 134 3. be the official spokesperson for the organization.
- 135 4. represent the organization as needed at meetings with: other professional education organizations,
- 136 CDE, the organization's legislative advocate, representatives of the legislature and/or its special
- 137 committees, and the media.
- 138 5. contribute articles on the organization's policies, philosophies, and/or positions on issues to the CCEA
- 139 newsletter and web site, to the media, and/or to appropriate governmental agencies.
- 140 6. meet annually with any paid employees of the Executive Board to discuss decisions regarding the
- 141 conditions of their further employment or termination of services, and to negotiate the conditions of
- 142 their contracts.
- 143 7. meet annually with Executive Board Treasurer to review the books, records, and audits reports to
- 144 ensure that these records validate legal accounting procedures and the sound fiscal status of the

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- 145 organization.
- 146 8. mentor the Vice President.
- 147 9. perform other duties appropriate to the office.
- 148 B. The Vice President shall:
- 149 1. review all contract negotiations for workshops and present their budget proposal statements to the
- 150 Executive Board for its approval.
- 151 2. serve as President in case of a vacancy in the office of President and shall preside in the temporary
- 152 absence of the President.
- 153 3. assist the President as needed.
- 154 4. Coordinate communication and activities of the four (4) geographic districts through the executive
- 155 officers of each district.
- 156 4. perform other such duties applicable to the office.
- 157 C. The Secretary shall:
- 158 1. keep and distribute minutes of all meetings of the Executive Board within thirty days of those
- 159 meetings.
- 160 2. keep historical data of the organization.
- 161 3. oversee updating of the Bylaws as directed by the Executive Board.
- 162 4. perform the duties applicable to the office.
- 163 D The Treasurer shall:
- 164 1. be indemnified unless a CPA firm oversees all financial activities of the
- 165 organization.
- 166 2. meet quarterly with the President to review the organization's financial transactions and records to
- 167 ensure that legal procedures were followed and to verify that all records of such transactions are all
- 168 available and accurate. The Treasurer shall report the findings of this
- 169 review to the Executive Board.
- 170 3. meet with the President immediately following the professional learning events to review all of the
- 171 financial transactions, verify expenditures, and validate that the records are legal and accurate.
- 172 4. pay all bills authorized by the Executive Board.
- 173 5. develop and revise, as required, a reimbursement policy for Executive Board approval.
- 174 6. maintain a file of financial records, developed according to standard accounting procedures, for
- 175 historical and audit purposes.
- 176 7. ensure that Executive Board and region records are audited annually by a CPA and present the results
- 177 to the Executive Board at the first board meeting after the end of the fiscal year.
- 178 8. an annual financial report will be available upon request.
- 179 9. prepare a proposed budget for the next twelve months prior to the end of each fiscal year for
- 180 adoption by the Board at its first meeting of the fiscal year.
- 181 10. perform other such duties applicable to the office.
- 182 E. The Immediate Past President shall:
- 183 1. chair the nominating committee to prepare a ballot containing a slate of officers on the Executive
- 184 Board.
- 185 2. preside as parliamentarian at Executive Board and general membership meetings.
- 186 3. chair ad hoc committees established by the Executive Board when requested.
- 187 4. perform other such duties applicable to the office.
- 188 F. The Executive Director shall:
- 189 1. Coordinate committees and events and communicate activities to the President.
- 190 2. Make quarterly reports to the Board as needed.
- 191 3. Act as "Keeper of the Constitution and By-Laws"
- 192 4. Prepare Board agendas for each meeting and communicate such to Board members prior to meeting.

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- 193 5. Other duties as assigned and serve at the pleasure of the Board.
194 6. The Executive Director serves at the pleasure of the Board.

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196 **Article 9: Elections**

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198 A. The nomination procedure shall be as follows:
199 1. In an election year, a nominating committee of eight (8) active members shall be appointed by the
200 Executive Board on or before January 31st of the year of the election.
201 2. The Immediate Past President shall chair the committee. Should the Immediate Past President be
202 unable to serve then the President shall appoint the committee chair.
203 3. It is the duty of the committee to nominate members in good standing as candidates for each of the
204 Executive Board offices excluding the Immediate Past President position.
205 4. The slate may not include more than one candidate from the same Local Educational Agency (LEA).
206 5. The slate of candidates shall be presented to the Executive Board by the Immediate Past President on
207 or before February 28th of the election year.
208 6. If there is an office without a candidate, the Executive Board has the authority to extend the deadline
209 an additional ten days for that office only.
210 7. Official ballots shall be sent to the current membership for voting on or before March 15, shall
211 provide for write-in candidates, and shall be collected in a manner that provides for anonymous
212 response.
213 8. Completed ballots shall be received by the Immediate Past President or designee no later than March
214 31, validated as to eligibility and counted no later than April 15.
215 B. Results from the ballots
216 a. In the event of a tie the final selection will be made by the current Executive Board.
217 b. In the event two people from the same LEA, excepting the Immediate Past President, are selected the
218 final decision will be made by the current Executive Board.
219 C. The results of the balloting shall be communicated to the Executive Board following the counting of
220 the ballots and announced in the next published newsletter posted on the CCEA web site, and
221 introduced at the next State Conference.
222 D. The newly elected officers shall take office at the Board Meeting prior to the State Conference and
223 shall serve their terms as long as they remain members in good standing and/or are not subject to
224 actions taken by the Executive Board to terminate their tenure in office.

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226 **Article 10: Succession**

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228 A. Vacancies on the Executive Board, excepting the office of President, shall be filled by appointment by
229 the President with the approval of the remaining members of the Executive Board, and such appointees
230 shall hold office for the remainder of the unexpired term.
231 B. In the event of a vacancy in the office of President, the Executive Board shall appoint a member of the
232 Executive Board to serve the remainder of the unexpired term.
233 C. If both the President and Vice President are unable to serve, the
234 remaining Executive Board members will consult with the Executive Board advisory members and
235 appoint a member to serve in each office for the remainder of the unexpired term.

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237 **Article 11: By-law Revision and Amendments**

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239 Section 1: Amendment Procedures
240 A. An amendment to the Bylaws may be proposed in writing by a member or members of CCEA.

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- 241 B. The Executive Board will review the proposed amendment at its next regularly scheduled board
242 meeting.
243 C. The Executive Board will respond to the proposed By-law change thirty (30) days after its review at
244 the scheduled board meeting.
245 D. Adoption of a proposed amendment shall be by a majority vote of the Executive Board.
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247 **Article 12: Dissolution**

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249 In the event of the dissolution of the California Continuation Education Association a California non-
250 profit corporation, the net assets of the organization shall be distributed as follows:
251 A. All liabilities and obligations shall be paid, satisfied, and discharged or adequate provisions shall be
252 made thereof.
253 B. All remaining assets shall be transferred to any non-profit corporation with similar purposes as
254 determined by the Executive Board.