

National EDSA Organization

Bylaws

Editor's Note: *The provisions of the National Constitution and Bylaws were officially adopted on December 18, 2001. The delegates in session at the 7th National EDSA Convention on December 23, 2002. The provisions were subsequently amended at the 14th National EDSA Convention in 2009, the 16th National EDSA Convention in 2011, the 20th National EDSA Convention in 2015. The delegates at the 25th National EDSA Convention directed the Constitution and Bylaws Committee to review the provisions of the National EDSA Constitution and Bylaws and recommended a complete revision and modernization of the National Constitution and Bylaws to the delegates in session at the 26th National EDSA Convention. The official delegates in session at the 26th National EDSA Convention on November 20, 2021. The Boards of Directors and National Student Officers ratified the provisions at their winter session in January 2022.*

Article I. Relationship

The bylaws shall be a part of the Constitution of the National EDSA Organization.

Article II. Meetings of the Governing Body

Section A

Notice of each meeting of the Board of Directors shall be given to each member of the board not less than thirty days prior to any regular meeting and not less than seven days prior to any special meeting.

Section B

The meetings of the Board of Directors are to be held at a time and place as prescribed by the Board of Directors.

Section C

Notice of each meeting of the Board of National Student Officers shall be given to each national student officer not less than thirty days prior to any regular meeting and not less than seven days prior to any special meeting.

Section D

The meetings of the Board of National Student Officers are to be held at a time and place as prescribed by the Board of National Student Officers.

Section E

The chairperson of either board may call special meetings of the respective board. The chairs may call special joint sessions of the two boards as deemed necessary by the two chairpersons.

Article III. Election and duties of the national organization executive officials

Section A

The elected executive officials of the National EDSA Organization shall be a National Advisor who shall serve as the chair of the Board of Directors, a National Executive Secretary, National Executive Treasurer, Chief Administrative Officer, and Clerk to the Boards. The election, terms, and minimum responsibilities of each shall be established in this article.

All candidates for the offices of executive officials must submit their applications on the official forms provided by the National EDSA Election Oversight Committee.

Section B

National Executive Treasurer – The election, term, and minimum duties of the National EDSA Executive Treasurer shall be as follows:

1. Election - The National Executive Treasurer shall be a state advisor, state executive secretary or state executive treasurer placed in nomination by the state associations and elected by the voting membership in the executive elections.
2. Term - The term of the National Executive Treasurer shall be three years commencing on January 1 and ending on December 31 of the third calendar year following the commencement of the term. The executive treasurer may serve consecutive terms.
3. Duties – The minimum duties of the National Executive Treasurer shall be as follows:
 - a. Maintain the financial assets of the national organization except as otherwise directed by the Boards of Directors and National Student Officers.
 - b. Submit an annual financial report to the Boards of Directors and National Student Officers, and the delegates in session at the annual national convention.
 - c. Maintain and have custody of a copy of the National EDSA Constitution and Bylaws.
 - d. Undertake other such responsibilities as directed by the Boards of Directors and National Student Officers.

Section C

National Executive Secretary - The election, term, and minimum duties of the National EDSA Executive Secretary shall be as follows:

1. Election - The National Executive Secretary shall be a professional educator placed in nomination by the state associations and elected by the voting membership in the executive elections.
2. Term - The term of the National Executive Secretary shall be three years commencing on January 1 and ending on December 31 of the third calendar year following the commencement of the term. The executive secretary may serve consecutive terms.
3. Duties – The minimum duties of the National Executive Secretary shall be as follows:
 - a. Grant charters to state associations at the direction of the Boards of Directors and National Student Officers.
 - b. Maintain official records of all members and record the progress of the national organization.
 - c. Record accurate records of the minutes of the meetings of the Board of Directors.
 - d. Review all reports coming from the state associations and advise the Boards of Directors and National Student Officers of any violations of the provisions of the National EDSA Constitution and Bylaws.
 - e. Make arrangements for the annual national convention.
 - f. Maintain an accurate record of all officers of the organization and their terms of office.
 - g. Maintain an accurate record of all official delegates to the annual national convention.
 - h. Maintain and have a copy of the National EDSA Constitution and Bylaws.
 - i. Perform other such duties as may be prescribed by the Boards of Directors and national Student Officers.

Section D

Board Chair and National Advisor - The election, term, and minimum duties of the Board chair and National EDSA Advisor shall be as follows:

1. Election – The chair of the National EDSA Board of Directors and National Advisor shall be elected at large from the business or education community and placed in nomination by the state associations and elected by the voting membership in the executive elections.
2. Term - The term of the Chair of the National EDSA Board of Directors and National Advisor shall be three years commencing on January 1 and ending on December 31 of the third calendar year following the commencement of the term. The Chair of the National EDSA Board of Directors and National Advisor may serve consecutive terms.
3. Duties – The minimum duties of the Chair of the National EDSA Board of Directors and National Advisor shall be:
 - a. Maintain the position of chairperson of the National EDSA Board of Directors.
 - b. Advise the National Officers, Committees, and members on matters of policy and assist the national officers in carrying out the programs of the national organization.
 - c. Act as an ex officio non-voting member of all committees of the national organization.
 - d. Provide for the review of all applications for the American EDSA Degree and submit them in turn to the National EDSA Boards of Directors and National Student Officers for approval.
 - e. Maintain and have custody of a copy of the National EDSA Constitution and Bylaws.

- f. Perform other such duties as may be prescribed by the National EDSA Boards of Directors and National Student Officers.

Section E

Chief Administrative Officer - The election, term, and minimum duties of the Chief Administrative Officer shall be as follows:

1. Election - The Chief Administrative Officer shall be elected from the business community and placed in nomination by the state associations and elected by the voting membership in the executive elections.
2. Term - The term of the chief administrative officer shall be three years commencing on January 1 and ending on December 31 of the third calendar year following the commencement of the term. The chief administrative officer may serve consecutive terms.
3. Duties – The minimum duties of the Chief Administrative Officer shall be as follows:
 - a. Oversee the daily operations of the national organization and submit reports to the Chief Executive Officer.
 - b. Coordinate the meetings of all committees affecting the national organization.
 - c. Review applications for employment and volunteer positions and make recommendations regarding successful candidates.
 - d. Advise the Boards of Directors and National Student Officers and various committees with respect to the administrative procedures of the national organization.
 - e. Review all proposals coming before the Boards of Directors and National Student Officers and make recommendations regarding all proposals and conflicts with the provisions of the national constitution and bylaws.
 - f. Review all paraphernalia of the organization to ensure conformity with board policies.
 - g. Draft proposals concerning policies at the direction of the Boards of Directors and National Student Officers.
 - h. Cause notice of meetings of the boards and committees and elections to be given.
 - i. Maintain and have custody of a copy of the National EDSA Constitution and Bylaws.
 - j. Perform other such duties as prescribed by the Boards of Directors and National Student Officers and the Chief Executive Officer.

Section F

Clerk to the Boards - The election, term, and minimum duties of the Clerk to the Boards shall be as follows:

1. Election - The Clerk to the Boards shall be elected from the business community and placed in nomination by the state associations and elected by the voting membership in the executive elections.
2. Term - The term of the Clerk to the Boards shall be three years commencing on January 1 and ending on December 31 of the third calendar year following the commencement of the term. The Clerk to the Boards may serve consecutive terms.

3. Duties – The minimum duties of the Clerk to the Boards shall be as follows:
 - a. Attest all orders, resolves, internal regulations, and other items officially passed by the boards.
 - b. Keep accurate records of all internal regulations passed by the boards.
 - c. Maintain and have custody of a copy of the National EDSA Constitution and Bylaws.
 - d. File all paperwork which is submitted by state associations and vendors for items under review by the boards and committees.
 - e. Perform other such duties as may be prescribed by the Boards of Directors and National Student Officers, the executive officials, and the registered agent.

Article IV. Duties of national officers

Section A

It is the duty of the National Student Secretary to:

1. Record accurate records of the minutes of the meetings of the Board of National Student Officers.
2. Record accurate records of the proceedings of the annual national convention.
3. Perform other such duties as may be prescribed by the Boards of Directors and National Student Officers and executive officials.

Section B

It is the duty of the student vice presidents to represent the membership of the national organization. In the event the office of president becomes vacant the first vice president must assume the duties of the president.

Section C

It is the duty of the National Student President to:

1. Preside over the meetings of the national officers.
2. Preside over the annual national convention.
3. Appoint all committees.
4. Serve as an ex officio non-voting member of all committees except the Board of National Student Officers.
5. Call the annual national convention.

Article V. Procedures for electing members of the board of directors

Section A

The Board of Directors shall be elected in accordance with the procedures set out in this article and related articles of the National EDSA Constitution and Bylaws.

Section B

The National EDSA Organization shall be divided into four regions. These regions are as follows:

Central Region – Colorado, Iowa, Kansas, Minnesota, Montana, Missouri, Nebraska, North Dakota, Oklahoma, South Dakota, Wisconsin, Wyoming.

Eastern Region – Connecticut, Delaware, District of Columbia, Illinois, Indiana, Kentucky, Maine, Maryland, Massachusetts, Michigan, New Hampshire, New Jersey, New York, Ohio, Pennsylvania, Rhode Island, Vermont, Virginia, West Virginia.

Southern Region – Alabama, Arkansas, Florida, Georgia, Louisiana, Mississippi, North Carolina, Puerto Rico, South Carolina, Tennessee, Virgin Islands.

Western Region – Alaska, American Samoa, Arizona, California, Guam, Hawaii, Idaho, Nevada, New Mexico, Oregon, Texas, Utah, Washington.

Section C

Candidates shall apply to run for the Board of Directors, using the official form provided by the National EDSA Organization Elections Oversight Committee. Candidates shall file the form with the committee by January 15 of the calendar year in which the election is to be held. No candidate may file before January 1 of the calendar year.

Section D

The election of the members of the Board of Directors shall be held every three (3) calendar years on June 15.

Section E

The candidates shall be grouped in accordance with Article VIII Section B of the National EDSA Constitution for the purpose of determining the winner of each seat and their alternates.

Section F

The four candidates in each group shall win the available seats on the Board of Directors. The alternates shall be the second set of four candidates with the most votes.

Section G

The National EDSA Election Oversight Committee shall declare the winners of the seats and the alternates and shall cause notice to be given to the Clerk to the Boards, the National Executive Secretary, and the National Advisor, and the delegates in session at the annual national convention of the results.

Section H

The delegates in session at the annual national convention shall certify the results of the election prior to December 31 of the calendar year in which the election is held.

Article VI. Organization Offices

The headquarters and principal office of the national organization must be at the office of the registered agent in Biddeford Maine. Business offices may be established elsewhere as deemed appropriate by the Boards of Directors and National Student Officers.

Article VII. Procedures for issuing charters to state associations and chapters

Section A

The State EDSA Advisor and/or governing body of a chartered state association shall charter a local chapter when the state requirements and the following national organization requirements have been met:

1. The prospective chapter must submit a written application for a chapter charter.
2. The prospective chapter must submit a copy of the proposed chapter constitution and bylaws.
3. The prospective chapter must submit a copy of the proposed chapter program of activities.
4. The prospective chapter must submit a complete list of all chapter members including their names and addresses.
5. The prospective chapter must submit a complete list of all current chapter officers including their names and addresses.
6. The prospective chapter must pay all current annual national and state membership dues and program affiliation fees to the state association.

A charter will be granted to the local chapter, if the state association determines the provisions of the chapter constitution and bylaws do not conflict with the provisions of the state and national constitution and bylaws. The governing body of the state association has the authority to issue chapter charters. Upon receipt of a charter the chapter and its members shall be entitled to the rights and privileges of membership in the state association and national organization.

Section B

Prospective state associations shall apply to the National EDSA Organization state association charter. The application must be signed by the elected president, secretary, and advisor. The following materials must accompany the application:

1. The prospective state association shall submit an application for a state association charter on the official form prescribed by the National EDSA Organization.
2. The prospective state association shall submit a copy of the proposed state association constitution and bylaws.
3. The prospective state association shall submit a copy of the proposed state program of activities.
4. A complete list of all chapters including the names and addresses of each member.
5. A complete list of the state association officers including their name and addresses.
6. Payment of all current national organization membership dues and program affiliation fees.

A charter will be granted to the state association if the state constitution and bylaws is not in conflict with the provisions of the national constitution and bylaws. The Boards of Directors and National Student Officers has the authority to issue state association charters. Upon receipt of a charter the state association has the authority to charter local chapters.

Article VIII. Fiscal Year

The fiscal year of the Organization shall be January 1 through December 31.

Article IX. Inspection of books and records

Any member or their representatives may inspect the books and records of the organization at any reasonable time. Arrangements must be made prior to the inspection with the national advisor.