

Articles of Incorporation and Bylaws

of the

Wisconsin Technology Education Association, inc.



Forward

This educational association has a proud history of providing training and professional development activities to teachers in the State of Wisconsin. Through the years, it has undergone many changes in both name and organizational structure. It's roots can be traced back to 1931-1932 when the Wisconsin Industrial Arts Association was loosely affiliated with the Wisconsin Teacher's Association.

On September 24, 1970 the State of Wisconsin approved the articles of incorporation for the Wisconsin Industrial Education Association, Inc. (WIEA). On October 26, 1983, at the fall conference, the membership of the WIEA voted to change the association's name to the Wisconsin Technology Education Association, Inc. The name change was approved by the State of Wisconsin on Oct. 10, 1985.

The association works cooperatively with the Wisconsin Department of Public Instruction, State Boards, educational institutions (elementary, secondary, technical and universities), other local, state and national associations, and industry to provide Wisconsin teachers with the training and education to develop excellence in educational programs. All of the programs and intentions of the WTEA reach out in a dynamic and relevant way to produce a technically competent and self-fulfilled educator.

Presented herein are the Articles of Incorporation, and the Constitution of the Wisconsin Technology Education Association, Inc. The association and its Board of Directors should adhere to them in the course of its operations. They should also be reviewed and up-dated by the President Elect, as indicated in the By-laws.

Joseph Ciontea
Executive Director



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Articles of Incorporation

Executed by the undersigned for the purpose of forming a Wisconsin corporation under Chapter 181 of the Wisconsin Statutes, WITHOUT STOCK AND NOT FOR PROFIT.

ARTICLE 1. The name of the corporation is: THE WISCONSIN INDUSTRIAL EDUCATION ASSOCIATION, INC.

ARTICLE 2. The period of existence shall be perpetual.

ARTICLE 3. The purpose shall be: Said corporation is organized exclusively for charitable, educational and scientific purposes, and as a charitable organization supporting education, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any subsequent or future United States Internal Revenue Code); to provide leadership in promoting the aims and objectives of industrial education as an integral part of the educational program of the State of Wisconsin. This includes the following: (a) To provide for professional growth through formal opportunities to meet and participate with other industrial educators through conferences, conventions, round tables, and similar media; (b) To provide leadership in the areas of curriculum and course development, laboratory and facility planning, and administrative and instructional practices; (c) To provide an avenue of communication between industrial educators and the State Department of Public Instruction, school administrators, other educational disciplines, and the business-industrial community; and (d) To stimulate interest among secondary and post-secondary students to enter the field of industrial education.

ARTICLE 4. Location of the principal office shall be at Stout State University, Menomonie, Wisconsin.

ARTICLE 5. The name of the initial registered agent shall be Robert E. Dahlke.

ARTICLE 6. The address of the initial registered agent is Stout State University, Wilson Avenue, Menomonie, Wisconsin, 54971.

ARTICLE 7. The number of directors may be fixed by by-law but shall not be less than three.

ARTICLE 8. The number of directors constituting the initial board shall be five.

ARTICLE 9. The names and addresses of the initial directors are as follows:

Herbert A. Anderson
Stout State University
Menomonie, Wisconsin 54971

Robert E. Dahlke
Stout State University
Menomonie, Wisconsin 54971

Glenn W. Bartling
8145 Aberdeen Court
Wauwatosa, Wisconsin 53213

Art Schnell
3725 South 15th Street
Sheboygan, Wisconsin 53081

Leonard Sterry
126 Langdon Street
Madison, Wisconsin 53703

ARTICLE 10. The method of accepting and discharging members, any denial or restriction of voting rights, any classification of members, including distinguishing features of each class, and all charges and dues shall be fixed by the by laws.

ARTICLE 11. Other Provisions:

(a) The Board of Directors may, by so providing in the by-laws, establish divisions within this organization and may provide for the establishment and affiliation of local and regional, district or area organizations. (b) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in ARTICLE 3. hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any subsequent or future United States Internal Revenue Code) or (2) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any subsequent or future United States Internal Revenue Code). (c) Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation, exclusively for the purposes of the corporation, in such manner, or to such organization or organizations organized 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 provisions of any subsequent or future United States Internal Revenue Code), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation 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 12. The names and addresses of the incorporators are as follows:

Name Address

Herbert A. Anderson Stout State University, Menomonie Wisconsin 54971

Robert E. Dahlke Stout State University, Menomonie Wisconsin 54971

Executed in duplicate on the 16th day of September 1970. *Notarized*

STATE OF WISCONSIN

Department of State

FILED SEP 23 1970

Robert C Zimmerman

Secretary of State

Name changed to Wisconsin Technology Education Association, Inc.

An amendment to Article 1

Executed in duplicate 30th day of September 1985

Frederick Posthuna

Thomas Baldwin

STATE OF WISCONSIN

FILED OCT 10 1985

SECRETARY OF STATE

Douglas La Follette

BYLAWS

of the Wisconsin Technology Education Association

Bylaw I: Membership and Dues

- A. A membership year runs for one full year starting with the 1st of October. Renewals during the school year are considered for that year. Summer and September renewals are included in the following year. The association will not share, publish, distribute or sell the membership database or personal contact information about members.
- B. Annual dues will be \$35.00 for regular and associate members, \$10.00 for student members and \$30.00 for retired members. The registration fee for the annual conference will be waived for retired members.
- C. Honorary Life Membership will be awarded to all Past Presidents of the Association and Lifetime Achievement Award recipients. Additional Honorary Life Memberships may be awarded to other regular members of the association when approved by the Board of Directors.
- D. Members may purchase a three-year membership for \$90.00.
- E. Members of other state education associations (example: science teachers who are members of WSST) will be admitted to the annual conference at the same rate as WTEA members
- F. All association activities will be run on a cost-recovery basis and appropriate fees will be established on an annual basis. Admission to association activities requires educators who participate to be a current paid member of WTEA or pay a non-member registration fee that includes the cost of membership.

Bylaw: II Journal

- A. Publishing dates are: September 1, January 1, April 1.
- B. The mailing of the WTEA professional journal, *Interface*, shall be restricted to membership and selected representatives. Additional mailings are allowed at the discretion of the Executive Director.
- C. The Board of Directors appoints the editor. The editor will be paid an honorarium for each issue published. The Board of Directors must approve the honorarium amount. The editor shall appoint a staff as deemed necessary.

Bylaw III: Budget and Expenses

- A. Mileage for official association business will be reimbursed at the rate of 75% of the current standard mileage rate as published by IRS. Meals will be reimbursed not to exceed \$35.00 per day.
- B. All hotel room expenses will be paid for by the association. This policy concerns WTEA Board members only, on official association business. If a spouse shares the room, WTEA will pay 50% of the cost of a double room.
- C. A maximum of \$800.00 per fiscal year will be provided to reimburse verified expenses for travel of the WTEA President (or the president's designee) to the ITEEA technology education conference or similar national event.
- D. WTEA will reimburse all officers, including incoming and outgoing officers, for expenses incurred in attending the WTEA Board of Directors meeting at the annual conference.
- E. WTEA will reimburse expenses of the designated representatives from each of the affiliated associations/organizations/universities for attending meetings of the WTEA Board of Directors.
- F. WTEA will reimburse all other board members, and association staff for attending meetings of the WTEA Board of Directors.
- G. A sum of \$50.00 per booth will be paid to any member sponsoring a new commercial exhibitor at the annual conference. A new exhibitor is one who did not exhibit at previous WTEA conferences within the past three years.
- H. Program presenters are to be provided an honorarium where needed to help cover their expenses. Material expenses and honorariums must be negotiated with the Program Coordinator and the Executive Director.

Bylaw IV: Outgoing Board Members

- A. All outgoing members of the WTEA Board shall be recognized for their commitment to the WTEA at the annual business meeting or the WTEA awards banquet.

Bylaw V: 25 Year or Retirement Award

- A. The association shall award to any member who has served 25 years or more in the area of industrial/technology education, or who is retired from professional service in the field of industrial/technology education, with a token of appreciation. This award shall be presented to these members at the annual membership meeting or the WTEA awards banquet.

Bylaw: VI Scholarships

- A. The association will partner with the WTEA Foundation, Inc. to select qualified individuals and award scholarships-
- B. The Executive Council may collect donations for the WTEA Foundation at Board of directors meetings, the annual membership meeting and other meetings of the association.
- C. The association will award professional development grants to qualified collegiate groups. The total of the grants awarded shall not exceed \$1,500.00 annually

Bylaw VII: Executive Council

- A. The Executive Council shall have the authority to obligate the Association for payments up to but not to exceed \$2500.00. Greater unbudgeted expenditures that are to be approved by the Board of Directors.
- B. Two members of the executive council shall be designated as trustees and be authorized to access and manage the financial assets of the association in the event that the executive director becomes unable to perform duties.

Bylaw VIII: Elected Officers and Duties

- A. The **President** shall be the principal officer of the Board of Directors and the Wisconsin Technology Education Association, Inc. It shall be the president's duty to preside at all meetings of the Association, the Board of Directors and the Executive Council. The President will carry out the general purpose and objectives of the Association. The President, Executive Director or the Secretary/Treasurer's signature shall be the official method of subscribing to all
 - a. official documents by which said corporation shall be bound; expressly delegated by the Board of Directors or by these by-laws or by statute to some other officers or agent of the corporation.
- B. The **President-Elect** shall succeed the President of the Association. The president-elect shall: a) serve a one year term in this capacity; b) Work with the President to establish the post convention meeting agenda in which the President Elect becomes President; c) Aid in updating the Constitution and by-laws and general legislation in the Association; d) Assist the President as required; e) Coordinate the election of officers.
- C. The **Vice President** shall perform the duties of the President in the absence of the President or in the event of his/her inability to act, and when so acting shall have all the powers of and be subject to all restrictions on the President. The Vice President shall: a) Perform such other duties as assigned to him/her by the President or by the Board of Directors; b) Function as liaison agent between the District Directors and this state association; c) Coordinate activities with District Directors.

- D. The Secretary/Treasurer** shall: a) Keep an accurate record of the business meetings of the Board of Directors and Executive Council and present each Board member a summary of the said meetings; b) In cooperation with the Executive Director make the annual financial report at the State Conference; c) Serve as an auditing guide in relation to the Executive Director's bookkeeping.
- E. The Past President** shall: a) Serve on the Board of Directors and the Executive Council of the WTEA; b) Fill the role of consultant on key issues that confront the Board; c) Coordinate the election of officers.
- F. Vacancies:** The association president, with the approval of the Board of Directors, shall appoint a replacement to fill the vacancy in any elected office for the remaining portion of the current term.
- G. Terms:** The term of office for members of the WTEA Board of Directors shall begin at the conclusion of the annual membership meeting. Terms of office are: President, Vice President and Secretary/Treasurer - two years; Past President and President elect one year (rotating every other year); District Directors - two years.
- H. Election Procedures:** Elections will take place prior to the annual conference. All members in good standing will be provided an opportunity to vote. If a candidate is running unopposed, the Board of Directors will hold the election at the Winter Board of Directors meeting. A majority vote of the Board members present is required to elect the unopposed candidate.
- I. In the event** that we do not have a candidate at the conclusion of nominations the WTEA will accept nominations at the general membership meeting, with approval or elections at that time.
- J. In the event** of an unfilled elected position of the association, the Executive Council will appoint a person with the approval of the board.

Bylaw IX: Standing Committees

- A.** The president will establish standing committees within the operating framework of the association. Appointment to chair these committees is to be done by the President. Specific committees and their descriptions appear respectively in the WTEA Operating Handbook.

Bylaw X: Membership

A. Membership Eligibility

Membership in the association shall be open to all persons interested in furthering the stated purpose of the association. No applicant shall be denied membership in the association solely on the basis of sex, race, color, creed, national origin or ancestry.

B. Classification

1. Regular Membership - Any person actively engaged in the teaching or supervision of technology education in the state of Wisconsin, engaged in the preparation of teachers of technology education, or is on leave of absence from the above.

2. Other Membership - The following classification of memberships shall have all of the rights and privileges of Regular Membership except the right to vote, hold office, serve on the board of directors, or represent the association.

a. Associate Member - An associate membership is available to anyone who is interested in the purposes of this association but does not qualify for Regular Membership.

b. Student Member - A student membership is available to any secondary or post secondary student enrolled in an industrial/technology education program.

c. Honorary Member - An honorary membership is awarded to a person who has rendered outstanding service to technology education.

d. Business / Corporate Member - A business / corporate membership is available to any business or corporation who would like to join the association and support the field of technology education

Bylaw XI: Governing Structure

A. Membership

The members will be represented by a board of directors who will be responsible to them for the operation of the association.

B. Board of Directors

1. Membership - The Board of Directors consists of the **President, Vice-president, President Elect or Past President, Secretary/Treasurer, WTCS Representatives, Industrial Representatives, DPI Representatives and twelve Directors.**

2. The Board of Directors shall have total authority to conduct the business of the Association when the general membership meeting is not in session. The Board will provide direction to the Executive Council.

3. Quorum for a meeting of the Board of Directors requires that at least two of the elected officers and 50% of the Directors be present.

C. Executive Council

1. Membership - The members of the Executive Council shall consist of four elected officers of this association; the **President, Vice-president, President Elect or Past President,** and the **Secretary/Treasurer.** The officers shall be members of the Board of Directors.

2. The Executive Council shall have the authority to conduct association business according to the directions of the Board of Directors.

D. Ad Hoc Appointments

The association president, with the approval of the Board of Directors, may appoint education and industry

professionals to serve as ad hoc members of the Board of Directors when the appointment will help further the purpose and mission of the association. Possible examples of appointments are: university representatives, DPI consultants, members serving as committee chairpersons, representatives from other professional associations and organizations. Ad Hoc board members are not included as part of the required quorum, but do have full voting privileges.

Bylaw XII: Meetings of the Association

A. Types

1. Annual Membership Meeting - The annual membership meeting of the association shall be held in conjunction with the WTEA annual conference. The time and place of the annual membership meeting shall be fixed by the Board of Directors. The official meeting notice shall appear in the WTEA Journal, "*Interface*", no fewer than ten days prior to the annual membership meeting.

2. Special Meetings - All meetings other than the annual membership meeting shall be deemed special meetings. Special meetings shall be called by the association's President. Such notice of said meeting along with the date and place shall be sent to the membership at least 30 days prior to the meeting.

B. Parliamentary Authority

All business of this association shall be conducted according to the most current issue of Robert's Rules of Order.

C. Meetings of the Association

The members present at the annual membership meeting shall constitute a quorum for the purpose of conducting business.

Bylaw XIII: Districts

The state of Wisconsin shall be divided into eight districts. A member from each district shall be appointed to serve as District Director. Four additional members shall be appointed to serve as Directors at Large. (*Note- the Directors at large will work with any or all districts as needed and serve as committee chairs for marketing, awards, student, etc.)*

Note: A District Map can be found in the WTEA Operating Handbook.

Bylaw XIV: Amendments to the Constitution and Bylaws

A. Constitutional Amendments

Any member in good standing can submit a proposal to amend the Constitution. They should submit their proposal to a Board member for presentation at the Fall Board of Directors Meeting. It must be approved at either the Fall or Winter Board of Directors meeting before it can go on to the general membership. The membership will be notified of the change 30 days prior to the annual meeting. A majority of the votes cast at that annual meeting is necessary for passage of the amendment.

B. Bylaw Amendments

By-laws of the constitution may be amended or repealed and new by-laws adopted by a three fourths (3/4) vote of the directors present at any Board of Directors meeting. Ten day written notice must be given to the Board members to amend, repeal, or adopt new by-laws.

Bylaw XV: Elections

A. Vacancies

The association president, with the approval of the Board of Directors, shall appoint a replacement to fill the vacancy in any elected office for the unexpired portion of the current term.

B. Terms

The term of office for members of the WTEA Board of Directors shall begin at the conclusion of the annual membership meeting. Terms of office are: President, Vice President and Secretary/Treasurer - two years; Past President and President elect one year (rotating every other year); District Directors - two years.

C. Election Procedures

Elections will take place prior to the annual conference. All members in good standing will be provided an opportunity to vote. If a candidate is running unopposed, the Board of Directors will hold the election at the Winter Board of Directors meeting. A majority vote of the Board members present is required to elect the unopposed candidate.

Bylaw XVI: Standing Committees

The president will establish standing committees within the operating framework of the association. Appointment to chair these committees is to be done by the President with the Board of Directors approval. Specific committees and their descriptions appear respectively in the by-laws and WTEA Operating Handbook.