

**Learning Forward Florida**  
**ARTICLE VI**  
**Officers' and Committees' Duties (rev 2019)**

**Section 1. Duties of Officers.** The officers shall have such authority and shall perform such duties as are customarily incident to their respective offices and such other and further duties as prescribed in these Bylaws and as may from time to time be required of them by the Directors.-The prescribed duties of officers include:

A. The President shall:

1. Call, set the agenda, and conduct all Board and membership Business meetings.
2. Appoint Chairpersons for standing and ad hoc committees.
3. Assume responsibility for all official communication, both oral and written, for the Corporation.
4. Coordinate planning for Corporation conferences and meetings.
5. Automatically become Immediate Past President at the close of the term of office as President.
6. Other duties as agreed upon by the Board of Directors and outlined in the Board of Directors' Handbook.

B. The President-Elect shall:

1. Attend all Board and Business meetings.
2. Chair the Audit Committee.
3. Assume responsibilities of the President when appropriate and/or necessary.
4. Serve on the Nominations Committee.
5. Perform duties and responsibilities as assigned by the President, and as agreed upon by the Board and outlined in the Board of Directors' Handbook.
6. Automatically become President at the close of the term of office as President-Elect.

C. The Immediate Past President shall:

1. Attend all Board and Business meetings.
2. Serve as an advisor, on request, to the President.

3. Serve as a delegate to any affiliates as requested by the Board of Directors.
4. Other duties as outlined in the Board of Directors' Handbook.

D. The Secretary shall:

1. Attend all Board and Business meetings.
2. Record and disseminate minutes of all Corporation Board, Executive, and Business meetings.
3. Maintain a record of names, addresses, and phone numbers of Officers/Directors and any meeting actions that set policy, and names of committee members.
4. Maintain a log of announcements, publications, brochures, membership, and minutes including records of attendance.
5. Submit to the Treasurer an official transcript of the minutes of any meeting at which expenditures of Corporation funds were approved or disapproved by a majority vote. Convey all records to the incoming Secretary at the completion of term.
6. Other duties as outlined in the Board of Directors' Handbook.

E. The Treasurer shall:

1. Attend all Board and Business meetings.
2. Assume responsibility for all financial transactions of the Corporation.
3. Prepare and distribute a Treasurer's report of receipts, expenditures, and balances at all Board and Business meetings.
4. Maintain detailed accounting records related to the expenses and income for general operating practices, conferences, and other events of the organization.
5. Provide all necessary documentation of the accounts and financial transactions of the Corporation to the Audit Committee on request.
6. Be bonded during the term of office. Such bond shall be paid by the Corporation.
7. Other duties as outlined in the Board of Directors' Handbook.

**Section 2. Duties of Committees.** The Board of Directors may, from time to time, create an Executive Committee of the Board and other committees. The Board of Directors may delegate to any such committee any of the authority of the Board, other than to take certain actions described in Article XI. Each such committee shall serve at the pleasure of the Board, shall act only in the intervals between meetings of

the Board, and shall be subject to the control and direction of the Board; provided, however, that no third party shall be adversely affected by relying upon any act by any such committee within the authority delegated to it. Each such committee shall act by not less than a majority of the authorized number of its members. Essential functions of committees and committee chairs stated below may be further defined by the Board of Directors establishing guidelines and job responsibilities in the Board of Directors' Handbook, to be updated annually by the board.

**Section 3. Audit Committee.** The Audit Committee shall be chaired by the President-Elect. The Committee shall annually review the financial records of the Corporation and shall make a report to the membership during the Spring Conference for the preceding fiscal year.

**Section 4. Publications Committee.** The Publications Committee shall coordinate the publishing of the corporation newsletter and other corporation publications. The committee shall assist in the development of public relations documents, such as flyers, announcements and position papers.

**Section 5. Fall Conference Planning Committee.**

The Fall Conference Planning Committee shall plan and conduct an annual conference for the state of Florida. The Committee will nominate the chairperson(s) to serve for the succeeding year(s). The chairperson(s) shall have completed at least two (2) years of active participation as a member of the Planning Committee.

The Chairpersons shall solicit members with strong consideration given to representation from the Department of Education, district professional development departments, and post-secondary institutions to serve on the Fall Conference Planning Committee. Representatives from small, medium, and large districts should be considered, in addition to all geographical areas of the state. The committee shall prepare a budget and collect registration and fees sufficient to pay expenses of the conference. The Fall Conference Planning Committee shall develop the conference action plan. The chairperson(s) shall select and utilize a steering committee, secure input from past Fall Conference Planning Committee Chairs, schedule and conduct steering and Fall Conference Planning Committee meetings, and assume all responsibilities for ensuring that the annual Leadership Conference is successful.

**Section 6. Legislative Committee.** The Legislative Committee shall be responsible for monitoring legislation that promotes effective professional learning. The Committee shall also provide information to the membership concerning proposed legislation affecting professional learning.

**Section 7. Nominations Committee.** The Nominations Committee should consist of the President Elect and at least four (4) members including, when possible, one Professional Development Director, one postsecondary institutional representative, and one teacher leader currently serving on a professional development council or in another leadership position related to professional development. At least two members who shall not be on the Board of Directors shall be elected by the membership during the annual election. The other members shall be appointed by the Board of Directors at its first meeting following the election. The Nominations Committee shall elect its own chair.

The Committee shall prepare and make available nominating forms to the membership for the purpose of suggesting nominees for the Corporation's Officers and Directors, and other elected persons stipulated in the Bylaws. The forms shall state eligibility requirements, as provided in Article 5, Section 3 Eligibility. The Committee shall solicit nominations from all members at least ninety (90) days prior to the Annual Meeting of Members. After the call for nominations, the ballot will be closed for further nominations in order to give the Nomination Committee time to review each candidate for eligibility (see Article V, Section 3 of bylaws). Only those who meet director eligibility criteria will be considered for placement on the ballot.

Before the ballot is printed, the Committee shall contact each eligible nominee to be listed on the ~~site~~ Slate of Candidates to request an indication of his/her willingness and desire to be submitted to the membership as a candidate. Prior to being placed as a candidate on the Slate, members of the Nominations Committee and members of the Election Committee shall have replacement members appointed by the President. The Nominations Committee shall present to the Board of Directors a slate nominating candidates for each elective office and each vacancy on the Board of Directors at least sixty (60) days prior to the election. The Slate must be adopted by a majority vote of approval by the Board of Directors before it can be distributed to the membership.

The slate shall be distributed or communicated to the membership in electronic form at least thirty (30) days prior to the Annual Meeting of Members.

**Section 8. Election Committee.** The Election Committee, consisting of at least three members including the chair, shall be appointed by the President at the first meeting of the Board of Directors following the election. The Committee shall oversee and conduct all elections in a manner prescribed by the Board of Directors.

All ballots shall be returned to the Chair of the Election Committee during the Annual Meeting of Members. The Elections Committee Chair shall hold the ballots fully sealed until they are to be tabulated by the Election Committee. Once tabulated, the Election Committee shall hand the official tabulation and the ballots to the Secretary. The President shall announce election results to the membership.

Candidates, to be elected, must receive a plurality of the votes cast. Ballots shall be kept by the Secretary for a period of thirty (30) days following the election and then destroyed.

**Section 9. Other Committees.** The President shall appoint other committees as deemed necessary. Duties shall be outlined in the Board of Directors' Handbook, updated annually by the Board of Directors.