

Colorado Association for Gifted and Talented Bylaws
Final Revision: August 2020 - Approved: October 2020

Mission

It is our belief that all human beings have an inherent right to develop their full potential. The Colorado Association for Gifted and Talented fosters an understanding of all gifted children and their exceptional needs, and advocates for appropriate education and affective support through partnerships with educators, families, administrators, legislators, and the general public.

Article I - Name

The name of this organization shall be the Colorado Association for Gifted and Talented (CAGT). It is incorporated under the laws of the state of Colorado as a nonprofit corporation with tax-exempt status.

1.1 Use of Association Name and or Logo

References to, or use of the Association's name in conjunction with media or other public statements made by the Board of Directors, Affiliate presidents, or independent contractors of the Association should adhere to the following use of the name.

1.2 Official Use of the Name and or Logo

The Executive Board may designate a member of the Association to speak on its behalf. Individuals designated as spokespersons should reference their statement to the Association. In such cases, the individual should use expressions such as "As Chair of the Colorado Association for Gifted and Talented..." when making statements concerning the Association. Individuals given such authorization should take care not to make statements contrary to existing Association policy.

Article II - Purposes

2.1 Purpose

The purposes of this Association are to promote advocacy, education and charitable outreach.

2.2 Goals

The goals of this Association include:

Serving as a public advocate concerning the academic, affective and programming needs for gifted and talented children.

Disseminating information and providing support to school personnel, families, communities, and public officials concerning the nature and education of gifted and talented children.

Encouraging and assisting the development of local Affiliate groups to support gifted and talented children.

The Association's goals may be accomplished through the following events and activities:

Annual Conference

Family Institute/Events

Legislative Day

Leadership Events

Meetings of the Board of Directors

Publications of the Association

Awards and Recognitions

Other related events and activities

2.3 Dissolution

Upon dissolution of the Association, after paying or making provisions for payment for all liabilities of the Association, the assets shall be distributed to the active Colorado Affiliates of the Association. The Board of Directors shall determine final distribution of the funds within the parameter of Internal Revenue Code section 501(c)(3) or corresponding section of any future federal tax code.

2.4 Funds

The funds of the Association shall be obtained from membership fees and donations (for example, gifts and bequests in the form of cash, securities, or other property) and other sources that are specified by the Board of Directors, providing that any/or all sources of funds are in compliance with the tax-exempt status of the Association.

2.5 Diversity

CAGT believes that gifted and talented children and families are diverse. This diversity includes, but is not limited to, social, economic, cultural, ethnic, gender, sexual identity, languages, abilities, beliefs and behaviors.

Article III - Membership and Dues

3.1 There shall be the following classes of memberships

Regular Membership in the Association shall be open to any individual desiring to foster the purposes of this Association through annual dues. Regular membership includes the right to vote and hold office when dues are current.

Lifetime Membership is held by past presidents of the Association and individuals who support the Association through a lifetime membership contribution. Lifetime membership includes the right to vote and to hold office.

Honorary Membership is held by individuals who have demonstrated extraordinary service to gifted children and who have been formally recommended by the majority of the Board of Directors. Honorary membership holds an ex-officio status and is not required to pay dues.

Institutional/Corporate Membership is held by an institution acknowledged by the Board of Directors.

Institutional/Corporate membership holds an ex-officio status and contributes through annual dues at the Institutional/Corporate rate.

3.2 Dues for each class of membership, set by the Board of Directors, are reviewed every two years.

3.3 Any individual or institution/corporation desiring to foster the purposes of this Association shall be eligible for membership regardless of race, color, national origin, ancestry, sex, sexual orientation, creed, religion, or disability (mental and physical).

3.4 Membership in the Association shall become active upon completion of an application and payment of dues.

3.5 Dues are payable to the Association on an annual basis from September to the end of August of each year or as a one-time payment for Lifetime Membership.

3.6 Failure to pay dues within three months after the annual expiration date designates a member inactive and will suspend the privileges of voting, holding office and receiving publications. A membership that has become inactive or has lapsed may be reinstated by payment of dues for the current year.

Article IV – Executive Board

4.1 Eligibility

Any Regular or Lifetime Member is eligible to serve on the Executive Board.

4.2 The elected officers of the Association, also known as the Executive Board, shall be as follows:

President

President-Elect

Immediate Past President

Treasurer/Membership Chair

Secretary

4.2.1 Two additional elected Regional At-Large Representatives-representing different rural regions of Colorado outside of the Metropolitan Denver area*, as follows:

- Eastern Plains Representative - Residing East of Interstate 25
- Western Slope Representative - Residing West of Interstate 25

*The 'Denver Metropolitan Area' is defined as the conurbation of Adams, Arapahoe, Boulder, Broomfield, Denver, Douglas and Jefferson counties.

4.3 Terms

Elections for President-Elect, Secretary, Treasurer, and Regional At-Large Representatives shall be held every two years by a vote of members, and office shall commence on the first day of January. Executive

Board Members serve for two years in that position. In the event an Executive Board member is unable to fulfill his/her term of office the board of directors will determine a course of action.

4.3.a. The President-Elect serves a two-year term then moves to President for two years, then to Past President for two years.

4.4 The duties and responsibilities of the elected and appointed officers will be delineated in the Board of Directors' Guidelines, which will be maintained and reviewed every two years.

Article V - Board of Directors

5.1 Eligibility

Any Regular or Lifetime Member is eligible to serve on the Board of Directors.

5.2 The Board of Directors of the Colorado Association for Gifted and Talented (CAGT) shall consist of the elected Executive Board, -Affiliate Presidents and appointed Board Members. Affiliate Presidents present at board meetings will have voting rights, but will not be factored into the quorum.

5.3 The Board of Directors shall be the administrative and policy-making body of the Association and shall exercise general supervision and control over the property and affairs of the Association.

5.4 The Board of Directors shall set the budget of the Association.

5.5 The Board of Directors shall meet at least four times a year.

5.6 Each defined position of the Board of Directors shall be entitled to one vote when dues are current.

5.7 The President is authorized to consult with the Board of Directors by mail, telephone, and/or electronic format. If necessary, the President is authorized to secure a vote should important decisions of the Board have to be made between meetings. The President, with support from the Board of Directors, is authorized to secure a vote from the Association's membership via mail, telephone or electronic format.

5.8 Decisions made by the Board of Directors will be made by a majority vote of those present, or holding a proxy, at Board Meetings, provided a quorum of 2/3 of the Board is met.

5.9 The members of the Board are entrusted with the overall management and direction of the organization, according to the Bylaws and Board-adopted policies. They shall act in a manner that is consistent with the best interests of the organization.

5.9.a. Any member of the Board of Directors may be removed by a majority vote of the Board of Directors.

5.9.b. Should a Board of Directors' member resign or be removed, the remaining Board of Directors' members may appoint an interim representative to serve for the unexpired portion of the term for that position.

5.10 Technical assistance for Association business may be obtained through independent contractors as needed and approved by the Board of Directors.

Article VI - Appointed Positions

6.1 Eligibility

Any Regular OR Lifetime Member is eligible to serve in these appointed positions of the Association.

6.2 Terms

Appointments shall be made by the Executive Board as needed. Appointed positions serve at the discretion of the Executive Board.

6.3 The appointed positions to the Board of Directors of the Association may be as follows:

- Communications Committee Chair(s)
- Community Outreach Chair (s)
- Education Chair (s)
- Legislative Chair (s)
- Diverse Populations Chair (s)

- University Liaison(s)
- Student Liaison(s)

6.4 The duties and responsibilities of the elected and appointed officers will be outlined in a Board of Directors' Guidelines, which will be maintained and reviewed every two years.

6.5 New appointed positions may be created as needed by the Board of Directors. New positions may be created on an interim basis and re-evaluated on a yearly basis to determine status. After two years, a decision to maintain as interim, dissolve, or add the position, may be determined by the Board of Directors.

6.6 Appointed positions may have more than one member filling that position, but the position will only have one vote. If a board member has more than one appointed or elected position, they only have one vote.

Article VII Honorary Board Members

7.1 The Board of Directors may recognize and authorize Honorary Board Members to join the Board of Directors. These individuals will represent various constituencies and serve as non-voting ex-officio advisors to the Board.

- Colorado Department of Education Liaison
- Elected Officials
- Community Members

Article VIII CAGT Affiliates

- 8.1 A CAGT Affiliate may be formed by three or more persons in any community, all of whom hold a current CAGT membership and with the expectation that other members will join in a timely manner.
- 8.2 An Affiliate will be granted recognition by the Board of Directors of the Association. An Affiliate shall have Bylaws of its own that in accordance with the purpose of the Association's Bylaws. An Affiliate shall elect or appoint its own officers and organize its own programs.
- 8.3 Affiliates are not covered by the Association's 501(c)(3) non-profit umbrella. Affiliates seeking non-profit status must apply to the Internal Revenue Service for this designation.
- 8.4 Affiliates and the Association will abide by the Partnership Agreement as established by the Board of Directors regarding dues and appropriate expenditures of affiliate funds. Maintenance of funding may be determined at the discretion of the Board of Directors.
- 8.5 Affiliate presidents or their representatives are encouraged to attend the Association's Board Meetings and are entitled to vote at all Board Meetings.
- 8.6 Affiliates send copies of affiliate newsletters to the Association.
- 8.7 Affiliate presidents meet and/or communicate regularly with the Association.
- 8.8 Affiliates may link to the Association's website.
- 8.9 Upon dissolution of the Affiliate after paying or making provisions for payment for all liabilities of the Affiliate, the assets shall be distributed to the Association for one or more exempt purposes within the parameters of section 501(c)(3) of the IRS code or corresponding section of any future federal tax code.

Article IX Budget and Financial Policy

- 9.1 The fiscal year for the Association and budget purposes shall be January 1 through December 31.
- 9.2 The Executive Board shall prepare the Association's budget in collaboration with the Treasurer and any others as deemed appropriate before presentation to the Board of Directors.
- 9.3 The President, President-Elect, Treasurer or as designated by the Executive Board shall sign checks. When a check is issued to one of these individuals, the signature cannot be the same as to whom the check is issued.
- 9.4 A CPA shall prepare yearly tax returns, reviewing the Association's financial records as needed.
- 9.5 The Association shall keep correct and complete books and records of accounts and shall also keep minutes of the proceedings of its Board of Directors, of the Executive Board and committees having any of the authority of the Board of Directors and shall keep at a location designated by the Executive Board a record giving the names and addresses of such individuals.

9.6 No part of the net earnings of the Association shall be used for the private benefit of or be distributable to its members, trustees, officers or other private persons except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the Association.

9.7 The Association shall remain in good standing with all applicable laws and regulations.

Article X Publications

10.1 Publications of the Association include all print, audiovisual, and computer-generated materials that may be mailed or distributed to Association members and other audiences.

Article X Indemnification

11.1 Indemnification

To the full extent permitted by and in accordance with the procedures prescribed in the laws of the State of Colorado, the Association shall indemnify any and all of the Board of Directors for certain expenses and other amounts paid in connection with legal proceedings in which any such persons become involved by reason of serving in any such capacity with or for the Association.

Article XII Amendments

12.1 Each proposed change to the bylaws shall be presented and voted on by a vote of members.

12.2 Amendments to these bylaws may be proposed to the Board of Directors by any active Association member.

12.3 Following the proposal for an amendment, the issues shall be discussed in a regular or special meeting of the Board of Directors. The Board of Directors shall decide to submit the proposed amendment to the membership for their vote.

12.4 Bylaws and amendments shall be submitted to the membership one month prior to the Annual Meeting held at the Annual Conference. A vote shall be taken by the members in person, via mail or electronically to ratify or reject the proposed bylaws and amendments. Proposed bylaws and amendments shall be accepted or defeated by a majority of the voting membership.

12.5 Once the membership has ratified the bylaws and amendments of the Association, the Executive Board officially adopts the bylaws and adheres to the established document.

ARTICLE XIII PARLIAMENTARY AUTHORITY

13.1 Robert's Rules of Order shall govern the Association in all cases in which they are applicable and in which they are not in conflict with these bylaws.