

Council of Educational Administrative and Supervisory Organizations of Maryland

CONSTITUTION

Article I – NAME

The organization shall be called the Council of Educational Administrative and Supervisory Organizations of Maryland, herein also referred to as “CEASOM” or “The Council”.

Article II - MISSION AND PURPOSES

SECTION 1. The Council of Educational Administrative and Supervisory Organizations of Maryland (CEASOM) is organized exclusively for educational purposes, including, for such purposes, the making of distributions to organizations under Section 501 (c) (3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code).

SECTION 2. CEASOM’s Mission is to promote the continuous improvement of education through public awareness and the collaboration of its organizational members that are essential to providing high quality and equitable education to the students of Maryland.

SECTION 3. CEASOM shall serve as an advocate for education by providing opportunities to member organizations to coordinate all aspects of education and to work together to foster cohesive actions through collaboration and information sharing; strengthening and improving the quality of education programs throughout Maryland through continuous and relevant professional development of teachers, education leaders, and all education professionals; serving as a statewide advocate for high quality education and the promotion of best practices and fiscal responsibility; articulating, publicizing, and communicating education goals and needs to local and state education stakeholders; and developing alliances with advocates who share a commitment to continuously improve education in Maryland.

Article III – INTERNAL REVENUE SERVICE TAX EXEMPT STATUS

SECTION 1. No part of the net earnings of CEASOM shall inure to the benefit of, or be distributed to its members, trustees, directors, officers, or other private persons, except that CEASOM shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501 (c) (3) of the Internal Revenue Code (IRC) purposes. No substantial part of the activities of CEASOM shall be used for attempting to influence legislation and CEASOM shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

SECTION 2. Notwithstanding any other provision of these articles, CEASOM shall not carry on any other activities not permitted to be carried on (a) by a corporation/organization exempt from Federal income tax under Section 501 (c) (3) of the IRC (or corresponding section of any future Federal tax code) or (b) by a corporation/organization, contributions to which are deductible under Section 170 (c) (2) of the IRC (or corresponding section of any future Federal tax code).

Article IV – MEMBERSHIP

SECTION 1. Members of the Council shall be comprised of statewide educational organizations whose purposes are compatible with those of the Council.

SECTION 2. Member organizations may include institutions that do not have a membership base.

SECTION 3. Educational organizations may be admitted to membership in the Council as provided in the Bylaws.

SECTION 4; Membership of affiliated organizations in the Council shall be renewed each year upon payment of membership dues as provided in the By-Laws.

Article V - Organizational Structure and Officers

SECTION 1. The Executive Board of the Council shall be composed of a maximum of four (4) representatives of each member organization. If an organization has a governing board, at least one representative shall be a member of that organization's governing board.

SECTION 2. Ex-officio members of the Executive Board of the Council shall be the Immediate Past President of the Council and the Executive Director of CEASOM. Ex-officio members shall not have a vote and shall not be counted as a representative of a member organization.

SECTION 3. The President shall vote only in the case of a tie and shall not be counted as a representative of his/her organization.

SECTION 4. The fiscal year of the Council shall be July 1 to June 30.

SECTION 5. Representatives to the Executive Board shall be designated by June 1 by the member organizations and shall serve until their successors are named.

SECTION 6. Each member organization shall have one (1) vote on a matter before the Executive Board.

SECTION 7. Council decisions shall be made by a simple majority of those member organizations present and voting.

SECTION 8. The President Elect shall be elected annually by the voting members of the Executive Board of the Council for a one-year term. The President Elect shall automatically succeed to the offices of President and Immediate Past President. The office of President shall not be filled by a representative of the same organization more than once in a three (3) year period. The election of officers shall take place at the annual organizational meeting. Their terms of office shall coincide with the Council's fiscal year.

SECTION 9. The Executive Director shall be appointed by a majority vote of the Executive Board for a two (2) year term that is renewable bi-annually.

Article VI – MEETINGS

At least four regular meetings of the Executive Board of the Council shall be held each fiscal year at a time and place to be determined by the Executive Board. One of the four regular meetings shall be an annual organizational meeting held in June for the election of officers for the coming year. The President may call special meetings of the Executive Board and shall call special meetings of the Executive Board upon the request of four (4) voting members of the Board.

Article VII – COMMITTEES

SECTION 1. There shall be a Nominations Committee comprised of the President, who shall serve as Chairperson; the Immediate Past President; and one other member of the Executive Board appointed by the President.

SECTION 2. The Executive Board may establish ad hoc committees as needed to carry out the functions of the Council.

SECTION 3. The Executive Director shall serve as the Coordinator for each of the Council's Committees.

Article VIII – AMENDMENTS

SECTION 1. Amendments to the Constitution may be proposed in writing by any member organization of the Council at a regular meeting of the Executive Board. Approval to present an amendment to all of the member organizations shall be by a two-thirds (2/3) vote of the members of the Executive Board present at that meeting.

SECTION 2. Amendments to the Constitution shall become effective upon ratification of three-fourths (3/4) of the member organizations.

Article X – DISSOLUTION

SECTION 1. Dissolution of the Council shall be effective upon ratification by three-fourths (3/4) of the member organizations.

SECTION 2. Upon the dissolution of the Council, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the State for a public purpose.

Review and Revision December 9, 2013

Amended October 11, 2017 by Action of the Executive Board

Amended June 12, 2019 by Action of the Executive Board