



## **RTP Evaluators Bylaws**

*(APPROVED VERSION JANUARY 2019)*

These bylaws outline the roles and processes of the association in order to make the ways in which we operate as consistent and transparent as possible.

### **ARTICLE I: NAME**

The name of this corporation is the RTP Evaluators, hereafter referred to as RTPE.

### **ARTICLE II: PURPOSES**

Section 1. Purposes. The purposes of RTPE are to:

(a) Promote scientific and educational purposes, as those terms are used in Section 501(c)(3) of the Internal Revenue Service Code, in connection with the science and practice of evaluation.

(b) Improve evaluation theory, practice and methods; increase evaluation use; promote evaluation as a profession; and to provide networking opportunities to evaluators in the RTP area.

(c) Engage in a diversity of activities and enter into, perform, and carry out contracts of any kind necessary or convenient to, or incidental to, the accomplishment of any one or more of the purposes of RTPE

### **ARTICLE III: MEMBERSHIP**

Section 1. Eligibility. Any individuals interested in the purposes of RTPE shall be eligible for membership. Members are defined as those who have completed an application form, received acknowledgment of membership, and paid their membership dues. Any member whose dues are not paid within 90 days after the due date shall be considered dropped from membership.

Section 2. Application for Membership. An individual desiring to join RTPE may ask for consideration by making a written application to the duly-authorized Board-appointed agent, including the appropriate fee. Should the duly-authorized Board-appointed agent, for any reason reject an application for membership, that applicant shall have the right to appeal to the Board of Directors by means of a written statement. A duly-authorized Board appointed agent is someone vetted and approved by the Board and given specific, limited, authority to act as an agent of RTPE for legal purposes.

Section 3. Resignation. Any member may resign by submitting a written resignation either at a meeting of the Board, or by mailing the resignation to the duly-authorized Board-appointed agent. Such resignation shall be effective upon receipt. With each calendar year, lack of new dues payment will be considered member resignation.

Section 4. Rights. All members shall have the right to vote for officers and on other official matters of RTPE defined in the Bylaws, to hold office if duly elected, and to be sent all notifications pertaining to the official business of RTPE and membership publications.

Section 5. Dues. Dues will be collected in January on an annual basis. Membership dues shall be determined and can be revised by the Board of Directors and approved with an approval vote of at least two thirds of the Board. The dues structure includes a discounted rate for full-time students. The Board may vote with at least two-thirds majority to recognize extraordinary contributions to the Association by waiving membership fees for a period of time it feels is consistent with the contributions to the Association. The Board may also vote with at least a two-thirds majority to offer a one-time membership fee discount for a period of time or for a specific group.

#### **ARTICLE IV: MEETINGS**

Section 1. Schedule. Meetings can be held at whatever frequency the Board determines. At least one business meeting with an overview of the budget and membership as well as any matters shall be held within each calendar year, but not later than December 20.

Section 2. Notice of Meetings. RTPE shall notify members of meetings at least fourteen (14) days in advance.

#### **ARTICLE V: GOVERNANCE STRUCTURE**

Section 1. Diversity. It is the policy of RTPE to actively seek diversity across the Board and all committees, task forces, other advisory groups, and individuals through attention to the following criteria:

- gender balance, sexual orientation, and gender identity
- ethnic/racial representation

- disciplinary heterogeneity
- practitioner/academic balance
- geographic heterogeneity
- international representation
- heterogeneity of areas of application

Section 2. Board of Directors. The business of RTPE shall be governed by a Board of Directors all of whom must be members in good standing. Elected members shall include the President, Vice-President, Secretary, Treasurer and Member-At-Large. The number of Member-At-Large positions can vary based on needs.

Section 3. Governing Powers and Duties. The Board of Directors shall have all the powers and duties necessary or appropriate for the administration of the policies of RTPE and may perform all such acts and things as are not directed to be exercised and done by members by law, by the Articles of Incorporation, or by these Bylaws. The duties of the Board of Directors shall include, but are not limited to:

(a) Approving a budget for each year and authorizing expenditures falling outside of the pre-approved budget and in excess of the discretionary level of spending as stated in RTPE policies.

(b) Establishing and overseeing the policies that guide RTPE

(c) Establishing ongoing monitoring and evaluation that helps the Board shape policy and fulfill its responsibility for (i) monitoring the RTPE's performance, (ii) monitoring the effectiveness and reasonable progress toward the RTPE's goals, and (iii) ensuring the effectiveness of its governance.

(d) Engaging with RTPE members in establishing, refining, and evaluating the policies that guide RTPE.

(e) Authorizing any matters to be submitted to a vote of the general membership of RTPE including election of Board members. The Board shall receive and consider petitions from the membership for matters to be submitted to a vote of the general membership of RTPE.

Section 4. Election, Appointment and Terms of Office. Terms of office shall begin January 1 after election and correspond to the calendar year, ending December 31 of the final term year. All elected Board members shall serve three year terms, and the Vice President will remain on the Board for a second term as President.

Section 5. Vacancies. Vacancies in the Board of Directors caused by any reason shall be filled in the following manner:

- a) If the President position becomes vacant, then the Vice President will assume the President position and the process for filling the Vice President position will be as described in 5(b).
- b) If any Board member position other than President becomes vacant, a replacement Board member shall be elected through the normal membership election process. In the interim, the Board may with a two-thirds vote appoint an interim Board member to serve until the results of the election or with a two-thirds vote may reallocate the duties of the vacant position among existing Board members.

Section 6. Removal of Board Members. A motion to remove any Board member for cause must be circulated to all Board members in writing thirty days prior to a vote on removal. During this thirty day period, the Board member in question has the right to respond in writing to the removal motion. A confidential ballot vote of eligible voting Board members shall then be taken. The Board member in question does not vote on his or her own removal and may not be present for the vote. The votes of two-thirds of eligible voting Board members are necessary to remove the member in question. Upon removal of a Board member, the position will be filled in accordance with vacancy provisions as stated previously.

Section 7. Compensation. Compensation shall not be paid to Board members for their services in their capacity as Board members, nor pursuant to any other contractual arrangements. However, Board members may be reimbursed for actual expenses incurred by them in the performance of their duties, within the limits of the reimbursement policies set by the Board.

Section 8. Regular Meeting. The Board of Directors shall meet at least twice each year.

Section 9. Quorum. At all meetings of the Board of Directors, two-thirds of the voting members shall constitute a quorum for the transaction of business. Except in instances where these Bylaws or preceding law dictate otherwise, the acts of the majority of the Board members present at a meeting at which the quorum is present shall be the acts of the Board.

Section 10. Written Association Policies. Goals, Executive Limitations, Delegation, and Governance Policies shall be maintained, publicly available and cover all matters not covered in these Bylaws. Substantive changes to the policies shall be approved by a vote of the Board.

## **ARTICLE VI: OFFICERS**

Section 1. Designations and Qualifications. The principal officers of the Association shall be a President, a Vice-President, a Secretary, a Treasurer and Member(s)-At-Large. All officers must be members of the Association.

Section 2. Election and Terms of Office.

(a) Yearly, a committee of the Board shall secure nominations for expiring elected-office of the RTPE and shall, with the authorization of the Board of Directors, submit the slate of candidates to the membership for vote by mail or electronic ballot. The committee will solicit nominations from the members, consult with the Board of Directors, and choose candidates that reflect the diversity and characteristics of the RTPE's membership.

(b) The membership will be instructed to return/submit the ballot to RTPE no later than the date specified on the ballot. The duly-authorized Board-appointed agent shall in turn be responsible for verifying the ballots, protecting the security of the ballots, obtaining the independent corroboration of the ballot counts and reporting the results to the Board of Directors and to the membership.

(c) The candidate for each office receiving the largest number of votes shall be considered elected. In case of a tie, the Board of Directors shall select the officer from the tied candidates by majority vote or, in the case of a tie on the Board, by lot.

(d) The term of office for all elected Board members shall be three (3) years.

Section 3. The duties of officers are as described:

President. The President shall be the chief executive officer of RTPE and shall preside at all business meetings, serve as Chair of the Board of Directors, and have general responsibility for the conduct of the affairs of RTPE.

Vice-President. In the temporary absence, or disability, of the President, the Vice-President will perform the duties and exercise the powers of the President. The Vice-President will also perform such other duties as prescribed by the Board of Directors or the President.

Treasurer. The Treasurer monitors adherence to the financial policies of RTPE and alerts the Board to deviations from policies.

Secretary. The Secretary shall serve as general advisor on the governance of RTPE, communications lead and shall oversee the maintenance of records and policies for RTPE.

Member(s)-At-Large. The Member(s)-At-Large support the work of the Board as deemed appropriate by the Board.

(e) Transition of officers. A description of the roles and duties of all officers as well as a transition checklist will be maintained and used to inform the transition process. Outgoing officers will coordinate their transition with incoming officers within 30 days of the date on which the new officers assume their responsibilities.

## **ARTICLE VII: FISCAL MANAGEMENT**

Section 1. Fiscal Year. Unless otherwise specified, the fiscal year of RTPE shall begin on January 1 and is subject to change, within the confines of the law, by the Board of Directors with the prior written approval of the appropriate government agencies.

Section 2. Annual Budget. The Board shall vote to approve the budget on an annual basis at the meeting preceding the beginning of the next fiscal year. Expenses included on the approved budget are deemed approved. The Treasurer (or his/her designee) shall provide a budget update at all Board meetings, a revised budget can be submitted and approved as needed.

Section 3. Books and Accounts. Books and accounts of RTPE shall be kept under the direction of the Treasurer. Records shall be kept for a minimum of three years.

Section 4. Execution of Association Documents. Within the parameters of Board-established policies, all notes and contracts shall be executed on behalf of RTPE by either the the President or the Treasurer.

Section 5. Indemnity. Each officer or Board member RTPE shall be indemnified by RTPE against expenses reasonably incurred by him/her in connection with any action, suit or proceeding to which he/she may be made a party by reason of his/her being or having been an officer, trustee of RTPE, except in instances of fraudulent, deceitful or dishonest activity, or the conviction of a crime.

Section 6. Financial Signatories. For all bank accounts established for RTPE, there must be at least two signatories, the Treasurer and the President, or a duly-authorized Board-appointed agent. These agents can sign for all Board approved expenses.

## **ARTICLE VIII: BOARD COMMITTEES, AND OTHER MEMBER INVOLVEMENT**

Member Involvement on Key Issues. Through its policies, the Board will identify and describe the mechanisms through which members will provide input and guidance on key issues of RTPE. The mechanisms may include, but not be limited to, committees, task forces, other advisory groups and individuals. In particular, the policies shall include explicit attention to having volunteer member engagement in four areas of importance to RTPE: diversity, ethics, finances, and nominations and elections.

## **ARTICLE IX: AMENDMENTS**

These Bylaws may be amended upon written affirmation of two-thirds (2/3) of the members voting on the proposed change. Amendments may be proposed by the Board of Directors or by petition to the Board of Directors by members of RTPE numbering fifteen percent (15%) of the members included in the most recent official membership count taken March 31 of each year and they shall be submitted to the entire membership for vote no later than the next general elections. Such amendments, following affirmation, shall become effective the next January 1st.