

NEW ENGLAND ASSOCIATION OF TEACHERS OF ENGLISH
CONSTITUTION AND BY-LAWS
Adopted: April 2026

ARTICLE I: Name

The name of this non-profit organization shall be the “New England Association of Teachers of English.” As an exempt organization under section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code, the New England Association of Teachers of English (hereinafter referred to as “NEATE”) is bound to operate exclusively for charitable, religious, educational, or scientific purposes.

Article II: Affiliation

NEATE shall be affiliated with the National Council of Teachers of English.

Article III: Purposes

The purposes of NEATE shall be:

1. To serve as a professional community of English Language Arts educators, welcoming all points of view and levels of experience in the field of English Language Arts education.
2. To improve English Language Arts instruction by providing a forum for exchange of information and discussion of teaching English Language Arts, undertaking and disseminating programs and projects of special interest to those interested in English Language Arts education, and publishing a peer-reviewed journal, the *Leaflet*, and a newsletter, *NEATE News*, resources that shall circulate information of value to ELA professionals.

ARTICLE IV: Executive Board

1. The Executive Board is a subcommittee of the Board and shall consist of the President, President-Elect, Past President, Secretary, and Treasurer. Each Executive Board member must maintain membership in NEATE and NCTE.
2. The Executive Board shall be responsible for the administration of funds and the direction of day-to-day affairs; however, all such actions shall be subject to review and approval by the Board. While the Executive Board shall maintain and advance the organization based on this

Constitution and Bylaws, any new or revised policies and procedures shall require a majority vote of the Board prior to implementation.

3. The President shall nominate the members of the Executive Board (other than the positions of President-Elect and Past President), subject to confirmation by a majority vote of the Board.

4. If any member of the NEATE Executive Board resigns, the President, with approval from the Board, may appoint a replacement to serve out the remainder of the term. In the event of a vacancy in the office of President, the President-Elect shall succeed to the office for the remainder of the term; this succession shall not preclude the President-Elect from serving their own subsequent full two-year term as President.

5. Each Executive Board member serves a two-year term, but may serve more than one (1) term in the same office if approved by a majority vote of the Board.

6. A voting quorum shall consist of a simple majority of Executive Board members currently in office.

ARTICLE V: Board

1. The Board of NEATE shall consist of a President, President-Elect, Past-President, Secretary, Treasurer, Membership Chair, Conference Chair, the editors of the *Leaflet* and *NEATE News*, elected members at large, state section representative(s) from recognized state sections, whenever possible, and other members as nominated by the Executive Board and approved by the Board. Each board member must maintain membership in NEATE and NCTE.

2. Each Board member serves a two-year term, but may serve more than one (1) term in the same office if approved by a majority vote of the Board.

3. A Board member may be removed with or without cause by a two-thirds ($\frac{2}{3}$) vote of the remaining Board members.

4. In the event that any Board member resigns or is removed, the Executive Board may nominate a successor for approval by a majority vote of the Board at a meeting where a quorum is present.

5. The Board shall meet a minimum of six times per year and may meet at other times as deemed necessary.

6. The Board shall hold an information meeting for members at the NEATE annual conference.

7. A voting quorum shall consist of a simple majority of Board members currently in office.

8. Meetings may be held via electronic means. A vote taken via electronic mail shall have the same force and effect as a vote taken at a meeting, provided a quorum participates.

9. No Board member shall vote on any matter in which they have a direct financial or personal interest.

ARTICLE VI: Elections

1. Elected positions are President-Elect and Members at Large.

2. The President-Elect nominee shall be a current Board member nominated by a majority vote of the Board.

3. Elections for elected positions shall be held annually on a date set and published by the Executive Board.

4. The date of the election must be published at least 30 days prior to the final voting date by means decided on by the Executive Board.

5. To ensure board continuity, elections shall be staggered. The President-Elect shall be elected in even years. Approximately one-half of the Members-at-Large shall be elected in even years, and the remaining half in odd years.

6. NEATE's members shall have an opportunity to vote prior to the voting deadline by means determined by the Executive Board.

7. The elected positions shall be filled by a simple plurality vote of ballots.

ARTICLE VII: Stipends and Reimbursement

1. Certain Board positions shall receive stipends as determined and approved by the Board.

2. Stipends shall be reviewed and approved annually by the Board.

3. Reimbursement of expenses to Board members shall be distributed as approved by the Board.

ARTICLE VIII: Membership

1. Any educator, pre-service, active, or retired, interested in the purposes of NEATE is eligible for a membership. Members need not belong to the National Council of Teachers of English.

ARTICLE IX: Dues

1. Annual membership dues shall be determined annually by the Board.
2. Changes in membership dues require a majority vote of the NEATE Board. Effective date of dues changes will be determined during the voting process.
3. NEATE shall send dues annually to the National Council of Teachers of English for national affiliation as part of the annual budget approved by the Board.

ARTICLE X: Fiscal Policies

1. The financial accounting period (fiscal year) for NEATE shall run from July 1 to June 30 of the following calendar year.
2. The association's finances shall be overseen by the Executive Board subject to the ultimate authority and approval of the Board.

ARTICLE XI: Publications and Communications

1. The Executive Board shall appoint the editor of *The Leaflet*, an official professional publication of NEATE, for a two-year term, after which the appointment may be renewed.
2. The Executive Board shall appoint the editor of *NEATE News*, the official newsletter publication of NEATE, for a two-year term, after which the appointment may be renewed.
3. The Executive Board shall appoint an editor for its website for a two-year term, after which the appointment may be renewed.

ARTICLE XII: Amendments

1. Amendments to this Constitution and Bylaws shall be decided by a majority vote of the Board at a regular meeting of the Board. No ratification shall be effective without previous notice to the members of the Board. Previous notice is defined as 30 days.
2. The Constitution and Bylaws shall be reviewed and updated, where necessary, every five years beginning in the year 2030.
3. If any provision of any NEATE plan, program, policy, handbook, or other written document conflicts with any provision of the Constitution and Bylaws, the Constitution and Bylaws shall control and prevail.

ARTICLE XIII: 501(c)(3) Requirements

1. No part of the net earnings of NEATE shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that NEATE 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 III.
2. No substantial part of the activities of NEATE shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and NEATE 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.
3. Notwithstanding any other provision of these articles, NEATE shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
4. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes with the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE XIV: Indemnification

NEATE may, to the fullest extent now or hereafter permitted by law, indemnify against judgments, fines, amounts paid in settlement and reasonable expenses, including attorney's fees, any person made, or threatened to be made, a party to any action or proceeding by reason of the fact that he or she, his or her testator or intestate was a director, officer, employee, or agent of NEATE. There shall be no indemnification in relation to matters as to which the Board finds that the employee, officer, or director acted in bad faith or engaged in willful misconduct in the performance of a duty to NEATE.

ARTICLE XV: Policies

1. The Board shall adopt and maintain a Policies and Procedures Manual, which will include, but not be limited to, the following: job descriptions, responsibilities, and compensation amounts for stipended positions, descriptions of membership types and associated dues, descriptions of conference components and procedures, procedural details for award nominations and contests.

2. The Board shall adopt and maintain the following additional policies: Document Retention; Whistleblower; Conflict of Interest; Code of Ethics; and Joint Venture.

3. Donations from private sources may be accepted and acknowledged, provided the donations are used to support the purposes of NEATE and require no reciprocating action on the part of NEATE.

4. To ensure organizational transparency, all Executive Board minutes and financial reports shall be made available to the full Board upon request. Members of the Executive Board shall not share documents intended for internal business with the general public or outside parties without authorization. The Secretary may provide Executive Board minutes for inspection upon request from NEATE members, provided such requests are for a proper purpose related to the member's interest in the organization.

ARTICLE XVI. Enabling Act

1. This Constitution and Bylaws shall become effective as of May 8, 2026, if approved by a two-thirds vote of those members responding to an emailed ballot by May 7, 2026.

2. When this Constitution and Bylaws become effective, the previous Constitution and Bylaws shall be invalid.