

**CONSTITUTION
OF
CAROCP:
The Association of
Career and College Readiness Organizations**

Approved: February 29, 2016

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**CONSTITUTION
of
CAROCP:**

**The Association of
Career and College Readiness Organizations**

ARTICLE I – NAME

This organization shall be known as CAROCP: The Association of Career and College Readiness Organizations, hereinafter referred to as the Association. This Association does not contemplate pecuniary gain or profit to the members thereof and is organized for nonprofit purposes. The Board of Directors of the Association shall hereinafter be referred to as the Board.

ARTICLE II – MISSION STATEMENT

CAROCP's mission is to promote and support the regional delivery of exemplary career education, career development, and workforce preparation that contribute to student academic and career success and to the economic developments of California.

ARTICLE III – MEMBERSHIP

SECTION A – ELIGIBILITY Membership in the organization is open to all individuals or organizations if interested in career development and workforce training, or administration and operation of ROCPs.

SECTION B – TYPES There shall be the following types of members:

1. Public Institution with annual CTE expenses up to \$2,000,000
2. Public Institution with annual CTE expenses of \$2,000,001 - \$4,000,000
3. Public Institution with annual CTE expenses of \$4,000,001 - \$6,000,000
4. Public Institution with annual CTE expenses of \$6,000,001 and above
5. Individual Member through employment at member institution or payment of individual annual fee.

SECTION C – DUES

Annual membership dues shall be determined by the Board.

SECTION D – PRIVILEGES

Members in good standing as defined in Article III, Section B, shall have the right to vote and hold elective office or an appointed position in the Association.

SECTION E- MEMBERSHIP YEAR

Membership year shall be determined by the Board.

ARTICLE IV – ORGANIZATION

SECTION A – REGIONS

The Association. Shall be organized on the basis of geographically constituted career preparation service regions, hereinafter referred to as Regions. The composition of each Region shall be specified in the By-Laws.

1. **Purpose:** Because of the size of California, Regions are formed to promote the purposes of the Association.
2. **Formation:** The Board will establish Regions for the most efficient operation of the Association.
3. **Regions In-services:** Regions may conduct in-service activities.

SECTION B – BOARD

1. **Authority:** The Board shall exercise control of the affairs and interests of the Association and adopt policies and procedures to govern the Association.

2. **Membership of Board:** The elected members of the Board shall consist of the President, President-Elect, Past-President, Treasurer, one representative from each Region, and one representative from each Association Chapter. In addition to the above elected members of the Board, the incoming President shall appoint the following voting members to the Board for a one-year period: Secretary, Membership Chairperson, Curriculum and Instruction Chairperson, Legislative Chairperson, and up to four additional Priority Committee Chairpersons, based upon recommendations of priorities designated by the incoming Board. The President may appoint dual Chairpersons. In that case, the dual Chairpersons will have only one vote. No person may represent more than one Board position. Following the election of new officers, the incoming President shall meet with the newly elected officers.

3. **Term of Office of Board Members:** Unless otherwise designated, the term of all offices shall be from July 1 through June 30. The Board shall have the right to extend the period of the office beyond one year.

4. Duties of Board Members:

a. **President:** The President shall be the spokesperson of the Association. With concurrence of the Board, the President shall make all appointments and fill all interim vacancies on the Board.

b. **President-Elect:** In the event of the absence of the President, the President-Elect shall assume, with mutual agreement of the immediate Past-President, the duties and responsibilities of the President. If there is no concurrence between the President-Elect and Past-President, then the Board shall vote to determine which officer shall preside. The President-Elect will work closely with the Conference Chair for all CAROCP sponsored conferences and will be the liaison between organizations when a joint conference takes place and will oversee the conference chair of any conference sponsored by CAROCP. In addition, the President-Elect will coordinate and work with all Region Coordinators in the following areas: goals and objectives of the Region, membership within the Region, and any other activities associated with the Region.

c. **Past-President:** The Past-President shall assume the duties and responsibilities of the

President, (1) in the simultaneous absence of both the President and President-Elect for meeting purposes and (2) in special circumstances which may require the Past-President to assume the role of the President during various times of the year. This will only take place after concurrence of the President-Elect.

d. **Treasurer:** The Treasurer shall serve as the Association's business manager and fiscal officer. Along with the President-Elect and Executive Committee, the Treasurer shall develop a balanced annual operating budget. This proposed annual operating budget will then be reviewed and approved by the Board. The Treasurer shall be elected for a three-year term.

e. **Secretary:** The Secretary shall record, maintain and facilitate the distribution of minutes of the meetings and be responsible for other correspondence and reporting as needed.

f. **Legislative Chairperson:** The Legislative Chairperson shall coordinate all activities of the Association related to the development of proposed legislation and efforts to influence the legislative process. The Legislative Chairperson shall chair a Legislative Standing Committee and designate, with the approval of the President, a member of the Legislative Committee as the Association representative for all federal legislation.

g. **Regional Coordinators:** Regional Coordinators will serve between the Board and the Regions. The Regional Coordinator will work with all chapters within the Region and assist those chapters in the area of membership and promotion of CAROCP goals and objectives. The Regional Coordinator may be responsible for all activities within that Region such as organizing the Region into a more formal group with officers and activities that promote the goals of CAROCP. The Regional Coordinator has the right to set up checking accounts to organize workshops and conferences, to appoint committee chairs that function within the Region as long as that Regional Coordinator has the concurrence of the chapters and institutional leadership within that Region. The term of office for a Regional Coordinator shall be two years. All Regional Coordinators will be elected and voted upon by only those Association members within that Region.

h. **Chapter Representatives, Presidents, or Chairpersons:** Each Chapter Board shall elect one of its members to the CAROCP Board for a term of one year. That representative may be the President or Chair of that Chapter or could be a member of Chapter's Board elected by the Chapter. That Chapter Representative will serve as liaison between the Board and the Chapter membership. The Chapter Representative will work with the Regional Coordinator to promote the welfare of the Association within its Chapter boundaries. A major task of that Chapter Representative is to assist the Chapter Board in promoting membership within the Association.

i. **Executive Committee:** The Executive Committee shall consist of all elected officers of the Association (1) President, (2) Past-President, (3) President-Elect, (4) Treasurer and (5) Regional Coordinators from each Region. The President shall be the Chairperson of the Executive Committee. The committee may do the following:

I. Review the agenda(s) prior to Board meetings.

II. Make recommendations to the President for discussion and/or Board action.

III. Assist in the development of the proposed budget prior to submission to the Board for review and approval.

5. Meetings

- a. **Time and Place:** Board meetings shall be conducted at such times and places recommended by the President and approved by the Board. Special meetings may be called at the discretion of the President or by a one-third (1/3) vote of the members of the Board.
- b. **Meeting Notices:** Notice of all regular Board meetings shall be provided to the Board by the President or Secretary at least two weeks prior to such meeting dates. When a special meeting is called a minimum of three (3) days notice must be given.
- c. **Attendance (Absence):** If a member of the Board, elected or appointed, is absent for three (3) consecutive Board meetings, he/she may be subject to removal by a majority vote of the Board. The stated procedure for filling a vacancy on the Board shall be followed.
- d. **Quorum:** A quorum shall exist when more than one-half of the members of the Board are present. A quorum is required to conduct any business requiring a vote of the Board.
- e. **Voting:** A majority of the Board present shall constitute official action. Members of the Board may vote in person or via electronic means, when so requested by the President, on matters requiring attention between meetings. Such action shall be reported at the next regular meeting and made a matter of record. There shall be no written proxy votes. A Region or Chapter may submit the name of an alternate to the President in order to sit on the Board and to vote in the absence of the elected Region or Chapter Representative. The alternate's name must be approved by the Board prior to the individual serving on the Board.
- f. **Rules of Order:** All general and special meetings shall be conducted under Roberts Rules of Order.

SECTION C – COMMITTEE/APPOINTMENTS

1. **Types**
 - a. Standing – Voting Committees as identified in Article IV, Section B, Item 2 of the Constitution.
 - b. Priority – Voting Committees based upon priorities designated by the incoming Board.
 - c. Ad Hoc – Non-voting Committees formed to address specific tasks of the Association.
2. **Committee Chairpersons:** Chairpersons of committees shall be nominated by the President and submitted to the Board for approval. Such appointments should be evenly distributed among the Regions insofar as possible.
3. **Functions:** Duties and activities of committees shall be to study special issues as assigned by the President with Board approval.
4. **Meetings:** Committee meetings shall be called at the discretion of each committee chairperson.
5. **Expenses:** Proposed committee budgets must be submitted to the Board for approval prior to any expenditure. The committee chair will have the responsibility for expenditures within the committee budget. Any expense within the committee budget will be paid only after it is approved by the appropriate committee chair. All expenditures will be paid through the

CAROCP Treasurer.

SECTION D – CHAPTERS

1. **Purpose:** Because of the size of the State of California, Chapters are formed to promote membership and the purpose of the Association.

2. **Formation:** Chapters of the Association may be established on a multiple county or multiple LEA basis with Board approval. In the case of a single LEA wishing to form a Chapter, a two-thirds (2/3) vote of the Board is required for approval. No LEA shall be included in more than one Chapter.

The request for recognition as a Chapter shall include:

- a. A description of the area to be served by the Chapter.
- b. A copy of the Chapter Constitution and By-Laws, which include:
 - i. A requirement that all Chapter members and officers be members of the Association; and
 - ii. A provision for the election of a Chapter Representative to the Association Board.
- c. A list of the Chapter officers.
- d. A schedule of Chapter activities planned for the year.
- e. Evidence of fifty (50) Association members. This requirement may be temporarily waived for unusual circumstances with a two-thirds (2/3) vote of the Board.

3. **Eligibility for a Chapter Representative:** The Chapter shall be entitled to elect a representative to the Board for a one-year term commencing July 1 following recognition of Chapter status by the Board. In order to maintain representation of the Board for subsequent years, Chapters shall show: a. that during the preceding year (July 1 – June 30), at least two functions designed to promote the purposes of the Association were sponsored for the Chapter membership, which may include in-service activities; and

b. the date, place, description of activities, and number of Chapter members participating; and

c. evidence of at least fifty (50) members in good standing. Such certification shall be annually certified by the membership chairperson.

ARTICLE V – ELECTIONS AND APPOINTMENTS

SECTION A – ELECTIONS

1. **Eligibility:** Any individual member of the Association in good standing may hold an elective or appointive office on the Board or an appointive position in the Association.

2. **Nominating Committee:** A Nominating Committee shall be appointed by the President and ratified by the Board at the first meeting following January 1 of any year for the purpose of placing names before the Association for the ensuing election. The committee shall be composed of the Past-President who shall chair the committee and one representative (preferably a Past-President or a Regional Representative) from each Region. An attempt shall be made to provide a slate of at least two (2) nominees for each elected position to the Board for approval by April

30. The Nominating Committee shall attempt to maintain representation of as many of the Regions as possible when filling the statewide elected offices of the Association by selecting viable candidates for the offices of President-Elect and Treasurer.

3. Conduct of Election: The Nominating Committee shall conduct the election. The office of the President shall be filled annually by succession from the next lowest office President-Elect to President. The office of President-Elect and Treasurer shall be filled by election of Association membership at large. Each of the Regional Coordinators shall be voted on only by Association membership within that Region. The ballot shall include the following when appropriate:

- a. Provision for a write-in candidate for each position on the ballot.
- b. Nomination(s) for Regional Coordinators appropriate to each Region biennially.
- c. Nominations(s) for Treasurer triennially.
- d. Nomination(s) for President-Elect annually.

The election shall be held by the end of April, and all elected officials shall take office on July 1.

SECTION B – VACANCIES IN BOARD POSITIONS

A vacancy in the office of the President during the year shall be filled by succession. In the event that the President-Elect is unable to serve, then the departing President shall make an appointment that must be ratified by the Board. When the office of President-Elect becomes vacant due to resignation or any other cause, the President, with the concurrence of the Board, shall appoint a successor to fill the unexpired term of office. When the office of the President and President-Elect become vacant simultaneously, the Past-President will call a special meeting of the Board. The Board will appoint an Interim President and President-Elect, with concurrence of the appointees, at the special meeting to fill the remainder of the term of the offices vacated. At the end of the interim term, the Interim President-Elect shall assume the office of President. In the event of a vacancy in the office of Treasurer, Regional Coordinator, or Chapter Representative, the President shall appoint a replacement, subject to confirmation by the Board, for the remainder of that year. A Treasurer or Regional Coordinator shall then be elected for a new full term commencing the following July 1.

ARTICLE VI – INITIATIVE PROCESS

Fifty (50) members of the Association may at any time file with the Board or the President a petition requesting a special meeting stating the specific business to be brought before the Association at such a special meeting. The President shall call such a special meeting within five (5) days after the receipt of the said petition and fix the date not more than twenty (20) days after the filing of said petition.

ARTICLE VII – AMENDMENTS

Proposed changes to the Constitution may only be approved by the Board at a subsequent meeting following Board discussion of the proposed changes. The Constitution may be amended by a simple majority of the membership voting. Ballots shall be distributed to the membership at least thirty (30) days before the vote is to take place. All amendments shall become effective July 1 immediately following membership approval unless specified differently in the amendment.

ARTICLE VIII – BY-LAWS AND AMENDMENTS

The Board shall adopt By-Laws necessary to implement provisions of this Constitution. The adoption and future amendment of By-Laws shall be by majority vote of the total Board membership at a subsequent meeting following Board discussion of the proposed amendment.

ARTICLE IX – DISSOLUTION

In the event it becomes necessary to dissolve the Association for any reason, funds remaining in the Association treasury after all financial obligations have been met shall be assigned to one or more career development and workforce training associations with the purpose most closely related to the purpose of this Association. Such assignment of funds shall be determined by a majority or the total Board membership.

ARTICLE X – REMOVAL OF A BOARD MEMBER

Any Board member, elected or appointed, perceived as not meeting the purpose of the Association as stated in Article II of this Constitution may be removed. Such removal shall be determined by a three-fourths (3/4) vote of the Board in accordance with Section B, Item 5(e), of the Constitution.

ARTICLE XI – CONFLICT OF INTEREST

The Board shall establish a conflict of interest policy in accordance with California non-profit law.