

# **NEDC**

## **National Executive Directors' Council**

### **Articles of Organization**

#### **Article I – Name**

Section 1 - The organization shall be known as the National Executive Directors' Council (NEDC).

#### **Article II – Mission**

Section 1 - The NEDC will work together for the common good of all state athletic administrators' associations and their members. It will provide an efficient system for the exchange of ideas and expertise between state athletic administrator organizations and the NIAAA.

#### **Article III – Purpose**

Section 1 - A national professional organization administered by and for state athletic administrator associations for the purpose of:

1. Working together for the common good of all state athletic administrator organizations and their members.
2. Providing an efficient system for the exchange of ideas and expertise between state athletic administrator organizations and the NIAAA.
3. Promoting national programs and initiatives with state organizations.
4. Providing guidance, direction, and leadership for the position of executive director with state athletic administrator organizations.
5. Planning for the future growth of the Council.

#### **Article IV – Membership**

Section 1 – Each NIAAA approved state athletic administrators' association that has a designated executive director position shall be entitled to one (1) vote.

Section 2 – All independent athletic administrators associations representing either state or international provinces and/or any person serving as an assistant to the designated executive director shall be designated as a non-voting affiliate member upon approval by the executive council.

Section 3 – All Members must be members in good standing with the NIAAA.

#### **Article V – Executive Committee, Officers and the positions of Director of Business Development and NIAAA Representative**

Section 1 - The administration of this organization shall be vested in an Executive Committee comprised of four (4) NEDC regional representatives, each of whom shall represent one of four NIAAA geographic regions of the United States, and the Officers (refer to Section 5), **all of whom shall be voting members.**

Section 2 – The term of office of the Chair, Vice-Chair, Past Chair and NEDC Regional Representative(s) shall be for two (2) years and shall begin at the conclusion of the annual NIAAA conference. (Even years)

Section 3 – The Vice-Chair shall succeed to the Chair.

Section 4 – Any vacated office shall be filled by the Executive Committee (for the remaining balance of the vacated term).

Section 5 – The Officers of this organization shall be:

- A. *Chair*
- B. *Vice-Chair*
- C. *Secretary*
- D. *Treasurer*
- E. *Past Chair*

Section 6 – The office of Secretary, Treasurer and the position of the Director of Business Development shall be appointed positions for three (3) year terms rather than an elective office. They shall serve at the discretion of the Executive Committee.

Section 7 – The NIAAA Representative shall be an elected position and shall serve a three (3) year term consistent with the By-Laws of the NIAAA Board.

Section 8 – The Nominating Committee shall present a slate of officers, the NEDC Regional Representatives and the NIAAA Representative positions to the Executive Council for approval. ***(Regional Representatives shall be nominated in a caucus by their respective regions)***

Section 9 – The organizational meeting of the Executive Committee shall be held during the annual NIAAA conference.

Section 10 – Special meetings of the Executive Committee may be called by or at the request of the Chair or by any two Directors. By consent of the Directors, the business of a special meeting may take place by means of conference telephone call.

Section 11 – A majority of the Executive Committee shall constitute a quorum for the transaction of business at any meeting of the Committee.

## **Article VI – Executive Council**

Section 1 – The Executive Council shall consist of the Executive Committee and officers of this organization listed in Article V, Section 5 and each approved executive director representing their respective state association of athletic administrators.

## **Article VII – NIAAA Charter for the NEDC**

Section 1 – Establishment as a Committee of the NIAAA: The Executive Committee of the National Interscholastic Athletic Administrators Association (“NIAAA”) establishes this Committee of the NIAAA, which shall be known as the National Executive Directors’ Council Committee (the “NEDC Committee”) (Refer to NIAAA Charter in the NEDC POP Manual).

## **Article VIII – Committees**

Section 1 – The Chair shall appoint for their term of office all Committees:

Section 2 – It shall be the duty of all committees to study issues and challenges and to make reports and recommendations to the Executive Committee and serve in an advisory role.

## **Article IX - Duties**

Section 1 – Executive Committee: The Executive Committee shall act as the deliberative and assisting body in the formation of guidelines and policies affecting the Mission of the NEDC. The business and active management of the affairs of the organization shall be delegated to the Executive Committee with the advice and consent of the Executive Council. All four **(4)** NEDC regional representatives shall be represented on the Executive Committee in addition to the officers.

Section 2 - Executive Council: The Executive Council shall be comprised of approved executive directors from each state and shall see that the guidelines and policies of the NEDC are followed. They shall recommend changes/ additions to the guidelines and policies of the NEDC.

Section 3 – Chair: The Chair shall be elected by the Executive Council to supervise the work and activities of all Officers and Committees of the NEDC. He/she subject to the control of the

Executive Committee and Executive Council and shall have general and active management of the business of the Council and shall serve as the official representative of the NEDC.

Section 4 – Vice-Chair: The Vice-Chair shall be elected by the Executive Council and shall assist the Chair in the general and active management of the business of the Council and shall act in the absence of the Chair.

Section 5- Secretary: The Secretary shall be appointed by the Executive Committee and keep meetings of all minutes. He/she shall maintain the official records of all meetings, distribute minutes to all Council members, distribute meeting agendas and assist the Executive Committee in guiding the affairs of the Council. He/she shall conduct all committee correspondence that may be assigned by the Executive Committee.

Section 6 – Treasurer: The Treasurer shall be appointed by the Executive Committee and develop a sound financial plan and keep records for the revenues and expenditures of the Council. . He/she shall present a financial report at all meetings of the Board and Council. He/she shall make and maintain all deposits and withdrawals on behalf of the Council from NEDC banking account(s).

Section 7 – Director of Business Development: The Director of Business Development shall be appointed by the Executive Committee. He/she shall solicit and direct corporate sponsorships and partners and coordinate benefits to members of the Council. He/she shall plan, organize and coordinate the various financial arrangements and needs of the NEDC Annual Summit with the state host. All receipts of money will be submitted to the Treasurer for deposit.

Section 8 – NIAAA Representative: The NIAAA Representative shall be elected by the Executive Council and shall represent the NEDC as a non-voting member on the NIAAA Board of Directors. He/she shall attend the NIAAA Board meetings and submit reports and minutes to the NEDC Executive Committee and Executive Council.

Section 9 – Past Chair – The Past Chair shall assist the Chair as assigned and chair the nominating committee.

## **Article X – Finances**

Section 1 - The organization shall be financed by corporate sponsorships/partnerships, and other necessary fees as determined by the Council.

Section 2 – The fiscal year shall be from July 1 to June 30.

Section 3 – The Executive Council shall approve the stipends of all positions.

## **Article XI – Meetings**

Section 1 – The Executive Committee and Executive Council shall meet bi-annually, during the NIAAA Conference and during the annual summit.

## **Article XII – Order of Business**

Section 1 – The order of business for this organization shall be:

- A. Roll Call
- B. Approval of Secretary’s Report
- C. Approval of Director of Business Development’s Report
- D. Report of Officers
- E. Report of Committees
- F. Old Business
- G. New Business
- H. Adjournment

Section 2 – Robert’s Rules of Order shall be observed.

Section 3 – A quorum of the majority of the voting membership shall be required to conduct business of this organization.

**Article XIII – Adoption**

Section 1 - The Articles of Organization shall be in force upon adoption by the Executive Committee and by the majority affirmation vote of the Executive Council.

**Article XIV – Amendments**

Section 1 - The Articles of Organization may be amended by a majority vote of the Executive Committee and Executive Council at the first meeting immediately following the presentation of the resolution.

**Article XV – Dissolution**

Section 1 – If at any time this organization shall be dissolved, the total assets shall be assigned to the NIAAA.

Approved - December 12, 2011  
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