

FLORIDA LEAGUE OF INTERNATIONAL BACCALAUREATE SCHOOLS CONSTITUTION

ARTICLE I - NAME AND AUTHORITY

Section 1. The name of this organization shall be the Florida League of International Baccalaureate Schools (FLIBS).

Section 2. This organization shall be governed by the board dictates set forth in Chapter 617, "Corporations Not for Profit," of the Florida Statutes.

Section 3. The term 'IB' shall include all recognized IB Programs: Primary Years Program (PYP); Middle Years Program (MYP); IB Career Certificate, Diploma Program (DP) and any other programs to be incorporated by the International Baccalaureate in the future unless a specific program is identified.

ARTICLE II - MISSION AND OBJECTIVES

The mission of the Florida League of International Baccalaureate Schools is to foster excellence in international education for students in our region through support of students in IB Programs, support of teachers and administrators in IB Programs and premier teacher education and professional development
Section 1. The following objectives of FLIBS are designed to achieve the mission:

- a. To continue program development, curriculum improvement, and curriculum implementation.
- b. To sponsor International Baccalaureate (IB) World School opportunities for networking and professional development for teachers, counselors, coordinators, and administrators.
- c. To serve as a clearinghouse for ideas, resources, best practices and data relating to IB World Schools.
- d. To recognize student achievement and teaching excellence in IB World schools.
- e. To foster recognition and understanding of the International Baccalaureate by North American Universities and Colleges.
- f. To uphold and advance favorable legislation.

Section 2. FLIBS is organized exclusively for charitable and educational purposes within the meaning of section 501 C (3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

ARTICLE III - MEMBERSHIP

Section 1. Membership in the FLIBS is open on an institutional basis to Florida schools authorized by the International Baccalaureate organization (IB). Each active, dues-paying member program shall be entitled to one voting delegate.

Section 2. Non-voting membership is open to individuals and institutions with positive interests in FLIBS.

ARTICLE IV - DUES

Section 1. Annual dues for member programs shall be paid by their institution as set by the membership based on the recommendation of the Executive Board.

Section 2. The dues shall be collected and remitted in a manner which is approved by the Executive Board.

ARTICLE V - PROGRAM BOARDS

Section 1. Program Boards shall consist of at least 5 members elected by the membership of their respective programs.

Section 2. Program Board officers shall include Chair, Chair-Elect and Secretary.

Section 3. Each Program Board will elect 3 of the 5 members to serve on the Executive Board.

Section 4. Vacancies will be filled by the Program Board until the next election.

Section 5. Each Program Board is to develop and manage its own Board structure, governance planning and other policies.

ARTICLE VI – EXECUTIVE BOARD OF FLIBS

Section 1. The Executive Board of FLIBS shall consist of fifteen voting members and two non-voting members. The President serves a 3 year term, designated as President-elect, President, Past president. This 3-year term of office for the President replaces any term of office formerly conferred by a Programme Board position; that is, after serving as Past President, the individual steps down from the Executive Board until and unless being elected to an appropriate position by the Programme Board.

Section 2. From among its elected members, the Executive Board shall elect a Secretary and a Treasurer. The Board shall fill vacancies in these positions from its elected members. Election by the Board to Secretary or Treasurer will not affect the previously established term of office established by the member's elected Programme Board position.

Section 3. Voting members one (1) through nine (9) of the 15 voting members shall be elected from the three Program Boards: 3 from the PYP Board, 3 from the MYP Board, and 3 from the DP Board. The term of office of members of the FLIBS Executive Board will be determined by the term of office on the Programme Board, as these FLIBS Executive Board members serve as *ex officio* Executive Board members.

Section 4: Voting member ten (10) of the 15 voting members, shall be the president, who shall serve in addition to the three programme representatives from his/her programme but shall represent the entire membership of FLIBS rather than one programme. The president shall be elected by the Board, as the president-elect, from among its members.

Section 5. Voting members eleven (11) and twelve (12) of the 15 voting members shall be Community Representatives. These members shall have a term of office for two years. The term of office shall

begin in September. The two positions will be staggered so that members 11 and 12 do not have concurrent terms (i.e. 11 is elected on an odd year; 12, on an even year). In case of early departure, the executive director shall fill that position, which will be held by that member until the next scheduled election for that particular position.

Section 6. Voting member thirteen (13) of the 15 voting members shall be an Educator Representative. This member shall have a term of office of two years. The term of office shall begin in September. In case of early departure, the executive director shall fill that position until the next scheduled election for that position.

Section 7. Voting member fourteen (14) of the 15 voting members shall be the past Board President who shall serve in addition to the three programme representatives from his/her programme and shall represent the entire membership of FLIBS rather than one programme.

Section 8. Voting member fifteen (15) of the 15 voting members shall be a current Head of an IB school. This member shall have a term of office of two years. The term of office shall begin in September. In case of early departure, the executive director shall fill that position until the next scheduled election for that position.

Section 9. The non-voting members shall be (1) the Executive Director and (2) the Florida Department of Education Representative.

Section 10. A vacancy among any of the members shall be filled by the Executive Board until the next regular election. At that time the position will be filled by the respective membership.

Section 11. Elected officers must be from different member institutions as defined by IB school code.

Section 12. It shall be the duty of the Program Representatives to serve as a member of the Executive Board representing the needs and views of their respective program, to facilitate the program-level meetings and to be responsible for submitting notes from those meetings to the secretary to be included in the minutes.

Section 13. There shall be no limit on the number of consecutive terms Executive Board members may serve.

ARTICLE VII - DUTIES OF EXECUTIVE BOARD OFFICERS

Section 1. The President shall preside over the meetings of the Executive Board and League membership. The President shall be responsible for such other duties as may be usual and customary to this position and which may be assigned from time to time by the membership and Executive Board.

Section 2. In the absence of the President, the Past-president shall exercise all the duties and functions of the President. The Past-president shall serve as a member of the Executive Board.

Section 3. It shall be the duty of the President-Elect to serve as a member of the Executive Board and assume such responsibilities as may be assigned by the President or Executive Board.

Section 4. It shall be the duty of the Secretary to take minutes of the Executive Board meetings, to serve as a member of the Executive Board and to perform such duties as pertain to the office.

Section 5. It shall be the duty of the Treasurer to serve as a member of the Executive Board, to serve as chair of the Budget and Finance Committee and to oversee financial policy.

Section 6. It shall be the duty of the Board to hire an Executive Director to the Executive Board and to determine the duties of the Executive Director, who will operate under the supervision of the Board.

ARTICLE VIII - MEETINGS

Section 1. There shall be at least one annual meeting of FLIBS voting members to be held at a time and place determined by the Executive Board as authorized by the membership.

Section 2. The Executive Board shall hold at least two meetings annually.

Section 3. Special meetings of the FLIBS voting members may be called by the President upon approval of the Executive Board.

Section 4. Written notice of the time, place, and tentative agenda for the above meetings must be communicated to the voting members.

Section 5. Non-members may be excluded at the discretion of the Executive Board.

ARTICLE IX - QUORUMS

Section 1. A quorum for annual or special meetings shall be a simple majority of voting members, provided proper announcement circulation has been complied with as indicated in Article VIII.

Section 2. A quorum of the Executive Board shall be two-thirds (2/3) of voting members, provided proper announcement circulation has been complied with as indicated in Article VIII.

ARTICLE X - AMENDMENTS

Section 1. Voting member(s) may propose amendments to this constitution by filing a copy of the proposed amendment with the President at least thirty (30) days prior to the meeting at which the proposal will be considered.

Section 2. The President shall cause the proposed amendment to be circulated among the membership at least fifteen (15) days prior to the meeting at which the proposal will be considered.

Section 3. A two-thirds (2/3) vote of the member schools in good standing that are in attendance at the meeting where the vote is being taken shall be required in order to pass a constitutional amendment. Each member school program in good standing shall have one vote.

ARTICLE XI - BY-LAWS

Section 1. By-laws must be constitutional.

Section 2. The Executive Board may create and amend By-laws for the conduct of Executive Board business.

Section 3. Changes in the By-laws must be proposed in writing by any voting member of FLIBS 10 days prior to a regular meeting of the Executive Board.

Section 4. Proposals or amendments to the By-laws will be mailed to all members of the Executive Board and will be considered at the next meeting of the Executive Board.

Section 5. By-laws may be adopted or amended by a majority of the voting members of the Executive Board at any regular or special meeting called for that purpose.

Section 6. Notice of adopted or amended By-laws will be communicated to the voting members.

ARTICLE XII - ACTIVITIES

Section 1. All activities of FLIBS shall be in support of the mission and objectives indicated in Article II.

Section 2. No activities of FLIBS shall knowingly be in conflict with the purposes and policies of the International Baccalaureate.

Section 3. No activities of FLIBS shall knowingly be in conflict with any policies of member schools, school districts, or the State Department of Education.

Section 4. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501C(3) purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation 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.

ARTICLE XIII – ASSETS ON LIQUIDATION

Section 1. No part of the net income, revenue, or grants of FLIBS shall accrue to the benefit of any member, officer, or private individual except in payment for requested services rendered in connection with FLIBS objectives and activities. In the event of dissolution or liquidation, the assets of FLIBS, after payment of debts and obligations, shall be transferred to an organization with federal tax exemption for charitable and educational purposes similar to those of FLIBS, which exempt organization shall be designated by the Executive Board of FLIBS.

Section 2. Upon dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 C (3) of the Internal Revenue Code, *i.e.*, charitable, educational, religious or scientific, or 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.

Section 3. However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this corporation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in

Section 501 C (3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

BY-LAWS

ARTICLE I - DUES

Section 1. Annual dues for institution membership shall be determined annually by the the Executive Board.

Section 2. There are no dues for the State Department of Education.

ARTICLE II – MEMBERSHIP/FISCAL YEAR

Section 1. The membership year of FLIBS shall be from August 1 through July 31.

Section 2. The fiscal year of FLIBS shall be from August 1 to July 31. The general budget will be approved by the Executive Board at the September meeting following guidelines as delineated in the Budgetary Policies and Procedures Manual.

ARTICLE III - ELECTIONS

Section 1. Each Program Board shall appoint, according to its accepted procedures, three of its members as members of the FLIBS Executive Board.

Section 2. The elected members of the Executive Board shall determine persons to serve as President-Elect, Secretary and Treasurer at the September meeting following the elections of program board representatives to the Executive Board.

Section 3. The three programs shall hold elections for their Program Boards at the annual February meeting, to take office in September (the June meeting being a transitional meeting at which incoming and departing Board members attend).

ARTICLE IV – EXECUTIVE DIRECTOR AND STAFF TO THE EXECUTIVE BOARD

Section 1. The Executive Board may hire an Executive Director to the Executive Board on an annual basis. The expenses incurred by the Executive Director in carrying out the duties of the position will be paid by the organization subject to the approval and authorization of the Executive Board. The person holding the position of Executive Director must be insured.

Section 2. The Executive Board may hire and fire, upon prior recommendation of the Executive Director, , other staff who will be managed by the Executive Director.

Section 3. The compensation for the position of Executive Director and additional staff members shall by determined by the Executive Board.

ARTICLE V - BUDGET AND FINANCE

Section 1. The Executive Board may hire and fire, upon prior recommendation of the Executive Director, a Financial Officer on an annual basis. The expenses incurred by the Financial Officer in carrying out the duties of the position will be paid by the organization subject to the approval and authorization of the Executive Board. The person holding the position of Financial Officer must be insured.

Section 2. The compensation for the position of Financial Officer shall be determined by the Executive Board.

ARTICLE VI – WORKSHOP MANAGER

Section 1. The Executive Board may hire and fire, upon prior recommendation of the Executive Director, a Workshop Manager or Managers on an annual basis. The expenses incurred by Workshop Manager(s) in carrying out the duties of the position will be paid by the organization subject to the approval and authorization of the Executive Board. The person or persons holding the position of Workshop Manager must be insured.

Section 2. The compensation for the position of Workshop Manager shall be determined by the Executive Board.

ARTICLE VII – FLIBS LIAISON to the FLDOE and Legislature

Section 1. The Executive Board may hire and fire, upon prior recommendation of the Executive Director, a FLIBS Liaison to the FLDOE and Legislature on an annual basis. The expenses incurred by the FLIBS Liaison in carrying out the duties of the position will be paid by the organization subject to the approval and authorization of the Executive Board. The person holding the position of FLIBS Liaison must be insured.

Section 2. The compensation for the position of FLIBS Liaison to the FLDOE and Legislature shall be determined by the Executive Board.

ARTICLE VIII- STANDING COMMITTEES

There shall be four standing committees: School and College Relations Committee, Grants Committee, Scholarships Committee, and Budget and Finance Committee. The Executive Board shall have the power to appoint or dissolve standing committees. These committees will make recommendations to the Executive Board, which will have the power to act on them or to take recommendations to the full program memberships for further consideration or action.

ARTICLE IX-FLORIDA DOE BOARD MEMBER

The Florida Department of Education representative may be represented, when necessary, by an alternate.

<i>Revision date</i>	<i>Agent</i>	<i>Holder</i>	<i>Published</i>
10 March 2012	Executive board and membership vote	Ralph Cline	12/18/12
21 June 2013	Executive Board and	Ralph Cline	3/11/13

	membership vote		
24 June 2013	Membership vote (unanimous at 21 June Quarterly meeting)	Ralph Cline	24 June 2013
11 September 2014	Executive Board (amendment of by-laws only)	Ralph Cline	1 October 2014
4 December 2014	Executive Board (amendment of by-laws only)	Ralph Cline	Amendments not approved
26 February 2015	Executive Board (amendment of by-laws only)	Ralph Cline	Published 10 March 2015
14 August 2015	Sent to all members with proposed amendments, for voting 18 September 2015	Ralph Cline	Published 14 August 2015
17 September 2015	Presented to Executive Board for information	Ralph Cline	17 September 2015
29 September 2015	Ratified by membership	Ralph Cline	Published (as amended) on website 1 October 2015