

**North Dakota Association for Lifelong Learning**  
**Bylaws**  
**Revised September 2025**

**Article I: Name**

- 1.1 The name of this Association shall be the North Dakota Association for Lifelong Learning (NDALL), hereafter known as the Association.

**Article II: Vision**

- 2.1 Improved lives and communities through adult education.

**Article III: Mission**

- 3.1 To advance and promote adult education, its educators, students and partners.

**Article IV: Goals**

- 4.1 Knowledge Sharing & Networking: Provide, promote and coordinate professional development opportunities in collaboration with local, state and regional partners.
- 4.2 Member Promotion & Communication: Promote best practices in college, career and life readiness and encourage the exchange of ideas and information.
- 4.3 Advocacy & Awareness: Advocate for adult education.
- 4.4 Organization Development: Build membership and sustainable revenue streams.

**Article V: Membership**

- 5.1 Membership Eligibility
- Any individual or organization engaged in or interested in lifelong learning is eligible for membership in the Association and becomes a member upon payment of the annual dues.
- 5.2 Benefits of Membership
- Paid members shall be able to vote in Association elections, attend Board meetings and Association conferences, receive any Association publications, and be eligible for Association awards, scholarships and other Board-approved activities.
- 5.3 Membership Dues
- Membership dues are payable annually by a Board-determined date. The establishment of and/or changes in dues shall be recommended by the Board and voted upon by the membership.

**Article VI: Terms, Elections & Responsibilities**

- 6.1 The Board shall consist of the North Dakota Department of Public Instruction State Director of Adult Education and the NDALL Educator of the Year award winner who shall serve as non-voting, ex officio members, along with the President, Vice-President, Past-President, Secretary/Treasurer, Communication/Membership Chair, and Awards/Scholarship Chair.
- A. All Board positions shall be elected from the general membership, except for a teacher representative that may be selected by the Board to serve a one-year term
- B. A member shall be elected for the office of Vice-President. This individual shall become the President the following year. The third year this person shall become a voting member of the Board as Past-President.

- C. All Board positions other than President, Vice-President, and Past-President shall be elected to a two-year term by the general membership and shall assume their duties following the general election.
- D. In the event of a vacancy of an officer other than that of President, the Board shall select an individual to serve the Association in that office until the next general election, at which time an individual shall be elected.
- E. The Board shall promote representation throughout the state.

6.2 The responsibilities of the Board:

- Conduct all business of the Association
- Review and recommend changes in the goals and practices of the Association
- Interpret and carry out the annual goals, as set by the Board of the Association
- Report to the membership
- Approve the annual budget
- Recruit and prepare the slate of nominees for Board positions to be presented at annual business meeting
- Hire or contract for staff deemed necessary to perform duties as assigned by the Board
- Perform any other duties as may be delineated by the bylaws

6.3 Duties of Board members

A. The President shall:

- Preside at all meetings of the Association and the Board
- Appoint committees necessary for the operation of the Association upon approval of the Board
- Coordinate all administrative activities of the Association
- Serve as official representative to other professional groups or affiliates or appoint any qualified individual to serve in his/her place
- Perform all other responsibilities usually conferred upon the presiding officer
- Sign or endorse checks in absence of the Secretary/Treasurer

B. The Vice-President shall

- Become familiar with the activities of the Association and duties of the President
- Assist the President in performing responsibilities as assigned
- Assume the responsibilities of the President in the absence of the President
- Serve as the Conference Committee Chair

C. The Secretary/Treasurer shall

- Ensure a full and accurate record of the proceedings of all meetings of the Association and Board
- Conduct such correspondence and fulfill such duties as the Board may direct
- Ensure notification of the general membership of meeting notices with agendas and follow up with minutes
- Maintain accounts of the Association corresponding with fiscal year (July 1 – June 30), including maintaining separate records for scholarship income and expenditures and making deposits and dispersing funds at the direction of the Board
- Maintain signature cards of all accounts available for two signatures: President and Secretary/Treasurer (No individual shall be authorized to write a check to himself/herself.)
- Collect budget requests from Board members and present proposed budget for Board approval
- Prepare financial reports for each Board and general membership meeting

- Ensure completion of the state nonprofit annual report form for the State of North Dakota and the IRS
- D. The Past-President shall
- Assist with advocacy efforts as needed
  - Assist the President and Vice-President in carrying out their duties
- E. Committee Chairs shall
- Submit proposed annual budget requests to Secretary/Treasurer
  - Communicate with committee members and report at each Board meeting
- 6.4 A. Resignation
- Resignation from the Board must be in writing and received by the Secretary and/or Executive Director.
- 6.5 A. Removal
- A Board member may be removed from office by Board action if he/she misses three of four consecutive Board meetings.
- B. Appeal Process
- An appeal of said decision may be initiated by the Board member if he/she believes that extraordinary circumstances were the reason for his/her absence from the meeting. The appeal must be sent to the Board President within 30 days of removal notification. The Board President will make a recommendation to the Board on all appeals. A Board member may be removed for other reasons by a three-fourths vote of the remaining directors.

## **Article VII: Meetings**

- 7.1 The Association shall conduct a minimum of one general membership meeting per calendar year. A quorum shall consist of the members present at any properly called meeting. An affirmative vote of a majority of members present is required for passage of any question.
- 7.2 The Board shall meet a minimum of three times per calendar year other than the general membership meeting to conduct necessary Association business. Additional meetings may be called at the discretion of the President. A quorum is defined as attendance by a majority of the Board before business can be transacted or motions made or passed.
- 7.3 Secure web-based voting will allow the general membership to vote on items of business that require attention when a face-to-face meeting is not possible. The Secretary/Treasurer will record results as an electronic vote.

## **Article VIII: Committees**

- 8.1 The Board shall appoint such committees as seen necessary to conduct the work of the Association in a satisfactory manner. Committee members may be present at Board meetings as non-voting participants.
- 8.2 Standing committees and duties may include:
- A. Communication/Membership Committee, led by Communication/Membership Chair
- Recruit members
  - Ensure the membership list is up to date

- Oversee the website and communication tools for the purpose of electronic correspondence
- Survey the membership to determine professional development and instructional needs, participate in the Board goal-setting process and publicize the Association and its role

B. Awards/Scholarship Committee, led by the Awards/Scholarship Chair

- Publicize the Association and its importance to recognize the work of staff, students and partners
- Distribute award nomination information and forms, prepare awards for presentation, emcee presentation of awards, maintain award records, report to the Board and notify web master and media of winners
- Help secure finances for scholarships through fund raising or other avenues
- Determine criteria for scholarships and oversee the selection of scholarship recipients prior to annual conference

C. Conference Committee

- Plan the annual conference

**Article IX: Amending the Bylaws**

- 9.1 These Bylaws shall be reviewed annually by the Board.
- 9.2 These Bylaws may be amended by a majority of the membership.
- 9.3 Proposed revisions may be initiated by the Board or by written petition of at least ten (10) names of general membership.
- 9.4 Proposed revisions must be presented to and voted on by the membership at the general meeting.
- 9.5 Ratified bylaws shall go into effect immediately.

**Article X: Rules of Order**

- 10.1 The Association shall conduct its business according to Robert's Rules of Order, latest revision.
- 10.2 A parliamentarian may be appointed by the President to oversee the Board meetings and the general membership meeting.