

BY-LAWS OF THE EDUCATIONAL DEVELOPERS CAUCUS OF THE SOCIETY FOR TEACHING AND LEARNING IN HIGHER EDUCATION

1. Preamble

- 1.1. The name of the organization shall be The Educational Developers Caucus, hereinafter referred to as “the Caucus” or as “the EDC”.
- 1.2. The Caucus is constituted as an organizational structure within the Society for Teaching and Learning in Higher Education, hereinafter referred to as “STLHE”.
- 1.3. The Caucus will be represented on the STLHE Board of Directors by the Chair of the Caucus.
- 1.4. As a constituent group within the STLHE, the Caucus will share in any services and infrastructure of the STLHE such as the secretariat.
- 1.5. The Caucus shall regularly report on its activities to the STLHE Board of Directors.

2. Defining and Interpreting the Bylaws

- 2.1. This document contains the general bylaws of the Caucus that regulate the transaction of business and the affairs of the Caucus. Where there is a conflict between these bylaws and the Constitution and Bylaws of the STLHE, the latter shall take precedence.

3. Mission and Aims of the Educational Developers Caucus

- 3.1. The Caucus defines itself as a community of practice with a mission to work within the aims and structure of the STLHE to facilitate the advancement and evolution of educational development as a field of practice and scholarship by coordinating communication, networking, professional development opportunities, and advocacy strategies.
- 3.2. The aims of the Caucus are:
 - 3.2.1. to strengthen the position of STLHE as the professional/academic organization of choice for educational developers, and particularly for those practicing in Canada;
 - 3.2.2. to pursue the aims of STLHE with particular attention to their application in educational development contexts;
 - 3.2.3. to provide leadership in the professionalization of the educational development role;
 - 3.2.4. to foster the advancement and evolution of educational development as a field of practice and scholarship;
 - 3.2.5. to create a national forum where emerging and problematic educational development issues can be candidly discussed;
 - 3.2.6. to create a collegial network within which information, strategies, and resources can be shared;
 - 3.2.7. to facilitate communication among educational developers who are members of STLHE;
 - 3.2.8. to provide professional development opportunities for experienced, new and potential educational developers;

3.2.9. to advocate, through STLHE, for educational development issues at a national level.

4. Membership

- 4.1. Membership in the Caucus is open to members-in-good-standing of STLHE who have current, former, or imminent responsibility for the planning, organization, or delivery of educational development programmes or activities within a post-secondary institution and who support the aims of the caucus.
- 4.2. Membership shall run concurrently with the STLHE yearly membership period.
- 4.3. The STLHE shall forward a list of members who a) are in good standing and b) who have elected to become a member of the EDC and have paid the EDC membership fee, to the Vice-Chair Communications, Secretary and Treasurer on a monthly basis and on request.
- 4.4. Membership fees shall be determined by the membership at the General Meeting or by electronic vote at least two months prior to the new membership year. When possible, the Caucus will endeavour to make membership accessible by instituting lower fees for students and retirees. Fees for members residing outside Canada will be paid in a manner consistent with STLHE practices for such members.
- 4.5. Failure by a member to pay dues by March 31 of any year will automatically terminate membership in the Caucus.
- 4.6. Each member in good standing is entitled to:
 - 4.6.1. receive notice of meetings of the Caucus;
 - 4.6.2. attend any meeting of the Caucus;
 - 4.6.3. speak at any meeting of the Caucus;
 - 4.6.4. exercise other rights and privileges given to members in these bylaws.
- 4.7. Any member in good standing is entitled to one (1) vote on any motion, including the election of officers, voting to be conducted either at a meeting of the Caucus or polled through electronic communication.
 - 4.7.1. Each voting member present at a meeting shall have the right to exercise ONE (1) vote. A member may, by means of written proxy, appoint a proxyholder to attend and vote at any meeting of members, in the manner and to the extent authorized by the proxy. A proxyholder must be a member.
- 4.8. All official communication to the membership will take place through the medium of the private Caucus listserv to which all members will be subscribed upon payment of membership dues.

5. Meetings of the Caucus

- 5.1. There shall be two scheduled general meetings of the Caucus membership per year, one to be held at the STLHE Annual Conference (see STLHE Constitution, Article VII, section 2) and one at the Educational Developers Caucus Conference. One of these meetings shall be designated as the Annual General Meeting of the Caucus.
- 5.2. Proceedings at Meetings of the Caucus shall be governed as follows:
 - 5.2.1. the members may at any time create, adopt, or amend rules of order to govern the proceedings of meetings of the Caucus;
 - 5.2.2. each member in good standing has one vote;

- 5.2.3. a majority of the votes of voting members present decides each issue and resolution unless otherwise specified in these bylaws;
- 5.2.4. the Chair of the meeting does not second a motion or cast a vote and does not cast a vote in the event of a tie vote. When there is a tie vote, the motion is defeated.

5.3. Annual General Meeting

5.3.1. The Vice-Chair (Communications) informs members at least 14 (fourteen) days in advance of the Annual General Meeting (AGM) stating the place, date, time of the meeting and any business requiring a special resolution.

5.3.2. The agenda for the AGM shall include:

- 5.3.2.1. adopting the agenda;
- 5.3.2.2. adopting the minutes of the last AGM;
- 5.3.2.3. receiving the reports of the Officers;
- 5.3.2.4. reviewing the annual financial statements;
- 5.3.2.5. electing or, when such election is completed electronically prior to the AGM, ratifying the election of officers;
- 5.3.2.6. considering other matters specified in the notice of the meeting.

5.4. General Meetings of the Caucus

5.4.1. The Vice-Chair (Communications) informs members at least 14 (fourteen) days in advance of any General Meeting of the membership stating the place, date, time of the meeting and any business requiring a special resolution.

5.5. Special General Meeting

5.5.1. A Special General Meeting may be called at any time on the written request of at least one third of the voting members. The request must state the reason for the Special General Meeting and the motion or motions to be presented at such meeting.

5.5.2. Members must be given at least 30 days notice of a Special General Meeting.

5.5.3. Special General Meetings may be held with members attending through the use of synchronous and/or asynchronous electronic communication.

6. Annual Educational Developers Conference

- 6.1. To further the aims of the Caucus as enunciated in Article 3.2 above, the Executive of the Caucus shall organize a conference each year typically held, but not limited to, the winter months, but shall have the right to cancel such conference when unforeseen circumstances, such as inclement weather, prevent a large number of members from traveling to the conference.
- 6.2. The program for the Conference shall include either the Annual General Meeting or a General Meeting of the membership.

7. Governance

- 7.1. The Executive of the Caucus shall work within the aims and structure of the STLHE to govern and manage the affairs of the Caucus.
- 7.2. Powers and duties of the Executive include:
 - 7.2.1. promoting the aims of the Caucus;
 - 7.2.2. promoting membership in the Caucus;

- 7.2.3. preparing an annual operating budget for the coming year and seeking approval of the budget from the membership in the fall of each year;
 - 7.2.4. maintaining all accounts and financial records of the Caucus, except where such accounts and records are maintained by the STLHE;
 - 7.2.5. with the approval of the Board of Directors of the STLHE, seek funds from external sources to finance the operations or special projects of the Caucus;
 - 7.2.6. paying all expenses for operating and managing the Caucus;
 - 7.2.7. when given the authority to do so by the Board of Directors of the STLHE, approving all contracts for the Caucus.
- 7.3. The Executive of the Caucus shall consist of the following officers:
- 7.3.1. Caucus Chair whose term of office shall be two years, with a maximum of two consecutive terms, and who shall be responsible for providing overall leadership, liaising with STLHE through membership on the STLHE Board of Directors, raising the profile of educational development, and coordinating special educational development initiatives;
 - 7.3.2. Past Caucus Chair responsible for facilitating the transition to the new leadership team with a term of one year;
 - 7.3.3. Vice-Chair (Communications) whose term of office shall be two years, with a maximum of two consecutive terms, and who shall be responsible for facilitating communication and coordinating a clearinghouse for information concerning educational development;
 - 7.3.4. Vice-Chair (Professional Development) whose term of office shall be two years, with a maximum of two consecutive terms, and who shall be responsible for coordinating the EDC grant program and professional development opportunities, and organizing regular meetings;
 - 7.3.5. Vice-Chair (Conferences) whose term of office shall be two years, with a maximum of two consecutive terms, and who shall be responsible for coordinating the annual conference process in collaboration with the conference host, the Vice-Chair (Professional Development), and the EDC executive;
 - 7.3.6. Secretary whose term of office shall be two years, with a maximum of two consecutive terms, and whose duties will be to record the minutes of meetings and to maintain other records of the Caucus, including the EDC membership list, as directed by the Executive;
 - 7.3.7. the Executive shall appoint a Treasurer from among the members of the Caucus whose term of office shall be two years, with the option to renew for two-year terms subject to review by the Executive.
- 7.4. Election of Officers
- 7.4.1. Election of officers will take place in advance of the General Meeting by means of electronic polling. New officers will assume their positions at the General Meeting.
 - 7.4.2. A Nominating and Elections Committee shall be constituted annually as follows:
 - 7.4.2.1. the Executive will appoint one member prior to the Annual General Meeting at the Educational Developers Caucus Conference;
 - 7.4.2.2. two members-at-large shall be elected by the membership at the Annual General meeting at the Educational Developers Caucus Conference;
 - 7.4.2.3. the committee shall select a chair from among its members.
 - 7.4.3. The Nominating and Elections Committee shall:

- 7.4.3.1. prepare and circulate an announcement of the positions to be filled and duties of the positions and invite nominations from the Caucus membership;
- 7.4.3.2. actively seek out nominations where no candidates are forthcoming from the membership;
- 7.4.3.3. confirm the eligibility of nominees and their willingness to run for office and obtain from them the information required for purposes of an election;
- 7.4.3.4. organize an election using electronic means prior to the General Meeting to ensure that all Caucus members have an opportunity to vote. At minimum, one candidate per position shall be listed on the ballot;
- 7.4.3.5. Confirm the results of the election and notify the candidates of the outcome;
- 7.4.3.6. Notify the Chair of the Caucus of the outcome of the election.
- 7.4.4. For each position, the candidate receiving the largest number of votes cast shall be considered elected.
- 7.4.5. The Chair shall in turn notify the membership of the outcome of the election.
- 7.4.6. Should a member of the EDC Executive be unable to complete his or her term, an interim election may be held at the discretion of the EDC Executive. It will be the Executive's responsibility to report the details of the interim election to the EDC membership community. The Executive shall:
 - 7.4.6.1. prepare and circulate an announcement of the positions to be filled and duties of the positions and invite nominations from the Caucus membership;
 - 7.4.6.2. actively seek out nominations where no candidates are forthcoming from the membership;
 - 7.4.6.3. confirm the eligibility of nominees and their willingness to run for office and obtain from them the information required for purposes of an election;
 - 7.4.6.4. organize an election using electronic means. At minimum, one candidate per position shall be listed on the ballot;
 - 7.4.6.5. Confirm the results of the election to the Caucus membership and notify the candidates of the outcome.

8. Conflict of Interest

- 8.1. Where an officer, or a member of his/her immediate family, has any pecuniary or personal interest in any matter, or otherwise has a conflict of interest, the officer:
 - 8.1.1. shall disclose his/her interest at a meeting of the executive prior to any discussion or consideration of the matter;
 - 8.1.2. shall not participate in a discussion of or vote on the matter;
 - 8.1.3. shall not attempt to influence the voting on such matter in any way;
 - 8.1.4. Every declaration of a conflict of interest shall be recorded in the minutes of the meeting.

9. Remuneration of Officers

- 9.1. The officers shall receive no remuneration for acting as such and shall neither directly nor indirectly receive any profit from their positions. Officers may receive reasonable compensation for expenses incurred by them in the normal course of their duties.

10. Amending the Bylaws

- 10.1. These Bylaws may be cancelled, altered, or amended by a Special Resolution at any Annual General or Special General Meeting of the Caucus or by an electronic vote of the EDC membership.
- 10.2. Proposals to change the Bylaws may be made by either the Executive of the Caucus or by at least fifteen (15) members.
- 10.3. Written notice of motion informing members of the details of the proposed change(s) to the Bylaws must be provided to the Vice-Chair (Communications) at least 25 days prior to the Annual or Special General Meeting of the Caucus and circulated to the membership at least 15 days prior to such meetings of the Caucus. Electronic communication by email or the Caucus listserv shall be considered as written notice.
- 10.4. The notice of the Annual General or Special Meeting must be received by members at least fourteen (14) days prior to the meeting and must include details of the proposed resolution to change the Bylaws.
- 10.5. The amended Bylaws take effect after approval of the Special Resolution.
- 10.6. The Caucus shall provide to the STLHE Board of Directors a copy of the amended Bylaws.

Approved: May 2006 (e-vote); formally adopted at the 2006 EDC AGM

Amended: February 2008 (e-vote)

Amended: February 25, 2009 (special meeting of EDC)

Amended: February 25, 2011 (special meeting of EDC)

Amended: February 23, 2012 (EDC AGM)