

THE STATE OF NEW HAMPSHIRE
ARTICLES OF AGREEMENT
OF THE
HANOVER EDUCATION ASSOCIATION

We, whose names are hereto subscribed, being persons of lawful age, do by the Articles of Agreement, associate ourselves with the intention of forming a voluntary corporation according to the provisions of Chapter 292 of the Revised Statutes Annotated of the State of New Hampshire, and the acts in amendment thereof and in addition thereto.

Article One–Name and Principal Location

The name of this association shall be the Hanover Education Association, a corporation principally located in the town of Hanover, New Hampshire (c/o Hanover High School, 41 Lebanon St., Hanover, NH 03755).

Article Two–Purpose

The objects for which the corporation is established and the nature of business to be transacted it and the powers with which it shall be endowed are as follows:

- **Section One**–To work for the welfare of school children, the advancement of education, and the improvement of instructional opportunities for all.
- **Section Two**–To develop and promote ethical practices, personnel policies, and standards of preparation and participation which mark a profession.
- **Section Three**–To unify and strengthen education and the profession and to secure and maintain the salaries, retirement, tenure, professional, personal and sick leave, and other working conditions necessary to support educators and school staff. To engage in collective bargaining in matters of wages and hours of work, working conditions, and adjusting differences between the schools and their employees.
- **Section Four**–To enable members to speak with a common voice on matters pertaining to education and the teaching profession and to present their individual and common interests to the boards of schools and other legal authorities.
- **Section Five**–To hold property and funds and to employ a staff for the attainment of these purposes.

- **Section Six**—To do all such acts as are necessary and convenient to attain the objectives and purposes therein set forth to the same extent and as fully as any natural person could, or might do so as the same is not forbidden by law, or by these Articles of Agreement or by the By-Laws of this corporation.
- **Section Seven**—This corporation shall have no capital stock and shall not be conducted for profit.

Article Three—Membership

- **Section One**—Active Members—All certified, teacher personnel who are employed by the Hanover or Dresden School Districts or who are serving as an executive officer of the state or local association shall be eligible for membership. Active membership shall be continuous until the member leaves the school system, resigns from the Association, or fails to buy membership dues.
- **Section Two**—Associate Members—All personnel who retire in good standing from active service in the Hanover or Dresden School Districts shall be eligible for associate membership with all the rights and responsibilities of active members except the right to vote, to hold office, or to represent the Association. Other professional personnel may be elected to associate membership by majority action of the Association at a regular or special meeting.
- **Section Three**—Membership in this corporation shall not vest any member with any right, title or interest in or to the funds, property, or other assets of the corporation, now owned and possessed or that may hereafter be acquired, and each member hereby expressly waives any right, title, or interest in or to the property of this corporation. Upon the dissolution the corporation, the corporation shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation by placing them in trust of the NEA-New Hampshire, or its successor, or if the NEW-New Hampshire is no longer in existence or no longer qualified as a corporation exempt from Federal Income Tax under Section 501(c)(5) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Code), then to a corporation that qualifies as a corporation exempt from Federal Income Tax under Section 501(c)(3) or Section 501(c)(5) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Code).
- **Section Four**—Membership in the corporation, the number of officers and directors, the several terms of office, mode of election, and respective duties, and all other things pertaining to the organization and management of the corporation shall be as set forth in the bylaws below, adopted by the corporation.

Article Four—Officers and Election of Officers

- **Section One**—The officers of the Association shall consist of a president, a vice-president, a secretary, and a treasurer.
- **Section Two**—The names of individuals seeking office shall be taken by a special Election Committee (Article Seven) before the end of April. A paper ballot shall be prepared by the committee and distributed by them (one ballot to each member of the Association) before the end of May. Then the committee shall collect the ballots and determine by simple majority who shall be the officer for each office for the following school year. The officers shall take office by June 1st following the election.

Article Five—Executive Board.

- **Section One**—The Executive Board shall consist of the officers, one building representative elected by members in the Bernice A. Ray School, one building representative elected by members in the Frances C. Richmond School, one building representative elected by members in Hanover High School and the chairs of the standing committees.
- **Section Two**—Under personnel policies adopted by the membership and within the annual budget, the Executive Board shall have the power to employ a staff and authorize expenditures for the efficient management of the Association.
- **Section Three**—Whenever a majority of the Executive Board shall agree that an officer or committee chair has been grossly negligent of the duties defined in the bylaws or is incapacitated, they shall recommend to the membership that the office be declared vacant. If the membership so votes by a two-thirds majority of a quorum, a replacement may be elected or appointed, as appropriate, to fill the unexpired term.

Article Six—Departments and Sections

- **Section One**—With the approval of the membership, departments and sections may be organized according to the corresponding departments in the National Education Association.
- **Section Two**—A Department or Section may represent its members on matters appropriate to it.
- **Section Three**—Membership in the Association shall be a prerequisite for membership in the Departments and Sections.

Article Seven–Affiliation

The Association shall affiliate with the National Education Association and the NEA-New Hampshire.

Article Eight–Amendments

The membership may adopt amendments to the Constitution by a two-thirds majority of a quorum at any regular or special meeting providing these amendments have been introduced in writing and that copies of proposed amendments have been distributed to the members for discussion at least one school week prior to the day of the vote.

Article Nine–Meetings

- **Section One**–General Membership Meetings–There shall be three regular meetings each school year, held at 3:30 P.M. on properly warned days in September, January, and May.
- **Section Two**–Special Meetings–Special Meetings may be called by a vote of the Executive Board, provided the membership be properly warned in advance.
- **Section Three**–Changes in Meeting Place and Time–Changes in meeting place and time should be announced at least one day in advance.
- **Section Four**–Executive Board Meetings–The Executive Board shall meet as often as is necessary to conduct the business of the Association. Normally, this would occur once a month. A notice of the place and time of these meetings will be posted in each school. Such meetings are open to membership unless the Board is meeting in executive session to discuss matters involving personnel.
- **Article Ten**–Quorum

A majority of the committee members shall be a quorum for the committees. A majority of the members shall be a quorum for the Executive Board. A quorum at a general meeting shall consist of those members present.

Article Eleven–Power of Officers

- **Section One**–President–The president shall preside over meetings of the general membership and the Executive Board, appoint special committees and appoint the chairs and members of the standing and special committees with the approval of the Executive Board, and be ex officio a member of all standing committees. The president shall represent the Association before the public either personally

or through delegates, and shall perform all other functions usually attributed to this office.

- **Section Two**–Vice President–the vice-president shall work closely with the Personnel and Policy Committee and any other standing committees the president and Executive Committee shall suggest. The vice-president shall preside at meetings of the general membership and the Executive Board in the absence of the president.
- **Section Three**–Secretary–The secretary shall keep accurate minutes of all meetings of the Executive Board and the general meetings, shall maintain official files, and shall assist the president with the association correspondence.
- **Section Four**–Treasurer–The treasurer shall hold the funds of the Association and shall disburse them upon authorization by the Executive Board. The treasurer shall maintain a roll of the members, arrange for the collection of annual dues, and keep an accurate account of receipts and disbursements. The treasurer shall report to each general meeting. The treasurer shall keep the president and Executive Board informed of the financial condition of the Association, and shall present an annual budget to the Executive Board at the May meeting. The treasurer shall work closely with the Committee on Membership.
- **Section Five**–Terms and Succession

A. The officers shall serve for one year and shall be permitted to serve no more than two consecutive terms, except for the treasurer.

B. Whenever the offices of both president and vice-president shall become vacant between elections, except as provided in Article Five, Section Three of the Constitution, the remaining members of the Executive Board shall choose one of their members to serve as president pro tempore until the vacancy can be filled at a general meeting.

Article Twelve–Power of the Executive Board

The Executive Board shall be responsible for the management of the Association, approve all expenditures, carry out policies of the Association, report its transactions to the members, and suggest policies for the members to consider.

Article Thirteen–Power of the Membership

A majority of a quorum at a general meeting shall be necessary to pass any resolution brought forward by a committee and intended to be binding on the membership. A majority of a quorum at a general meeting may call for a poll of the membership to determine the Association sentiment on a particular issue. Such a poll shall constitute a vote binding on the entire membership.

Article Fourteen—Standing Committees

- **Section One**—Structure—There shall be standing committees carrying the specific functions outlined in Section Five or as determined by the membership and/or the Executive Board upon the establishment of others not defined at the writing of the Constitution. Each committee shall have at least three members, selected to representative of the membership, and appointed by the Executive Board. Each committee may, with the approval of the Executive Board, organize specific activities.
- **Section Two**—Meetings—Each standing committee shall meet regularly enough to carry on the duties and functions assigned to that committee. The place and time of these meetings shall be at the call of the chair.
- **Section Three**—Reports—Each committee shall choose a secretary who shall keep a continuing record of activities. The chair shall prepare an annual written report which shall become a part of the continuing committee record in the Association files.
- **Section Four**—Authority—Committees are authorized to report and to make recommendations in regard to the duties as defined in Section Five or later by the membership and/or the Executive Board and to execute specific action as approved by the membership and/or the Executive Board.
- **Section Five**—Titles and Duties:
 - A. PERSONNEL AND POLICY COMMITTEE shall explore and prepare action programs as necessary in all areas of teacher welfare including salaries, leaves, fringe benefits, insurance, credit and investment facilities, personnel policies, procedures for the redress of grievances, and general concerns for the well-being of educators.
 - B. COMMITTEE ON MEMBERSHIP shall organize and oversee the following:
 1. Membership and Professional Information—to organize and conduct unified local, state, and national membership enrollment, and to inform the membership of the significant policies, programs, and accomplishments of all associations.
 2. Orientation—to develop and conduct programs for the orientation of new teachers to the school system, the community, and the Association.
 - C. COMMITTEE ON SOCIAL AFFAIRS shall organize such social activities as may serve the needs of members and promote fellowship within the Association.
 - D. COMMITTEE ON CIVIC RESPONSIBILITY shall have broad concern for local, state, and national legislation affecting the interests of the Association and for exercise of civic responsibilities by members. The committee shall be diligent to inform members about pending and newly enacted legislation.

- **Section Six**–Relation to the Executive Board–The Executive Board shall assist the president to appoint members of the standing committees, and to fill all unexpired terms as vacancies occur. It shall require and assist committees to define their immediate and long-range objectives. It shall review committee plans as necessary and shall decide any jurisdictional argument between committees.

Article Fifteen–Special Committees

Each year the president shall appoint an Election Committee, an Audit Committee, a Budget Committee, and such other special committees as may be necessary and shall discharge them on completion of their duties. These committees shall operate according to the rules approved by the membership and/or the Executive Board. No officer of the Association shall serve on either the Elections Committee or the Audit Committee.

Article Sixteen–Incorporation

Those persons signing these Articles of Agreement as incorporators shall be the initial members of the corporation. The first meeting of the member of the corporation shall be held at Hanover High School auditorium, at 3:30 on February 2, 1988, at which meeting or any adjournment thereof, the incorporators shall elect the directors and officers of the corporation, adopt bylaws, and transact such other business as may properly come before that meeting. The undersigned waive all notice of such meeting.

Article Seventeen–Amendments

Except as otherwise provided by law, these Articles of Agreement may be amended from time to time by the affirmative vote of two-thirds (2/3) of the members of the corporation present and voting at a meeting duly called for the purpose, merge or consolidate with or into any corporation so long as the surviving corporation is organized and operated so as to qualify under Section 501(c)(3) or Section 501(c)(5) of the Internal Revenue Code.

Notwithstanding the foregoing, Article Three, Section Three, shall not be amended nor shall any merger or consolidation be entered into except with the express consent of the NEW-New Hampshire.

Article Eighteen–Signatures and Addresses

Signature and post office address of each of the persons associating together to form the corporation: