

Bylaws of
The American Organization of Teachers of Portuguese (AOTP)
Revised in 2023

Article I - Name and location

The organization's official name shall be "The American Organization of Teachers of Portuguese," in Miami, Florida.

Article II – Mission Statement, Goals and Strategic Plan

The American Organization of Teachers of Portuguese (AOTP) advocates the study of the Portuguese language and the cultures of the Portuguese-speaking countries in the United States. Given the significance of speaking Portuguese in the world and the international cultural, economic, and political impact of the Portuguese-speaking countries, our mission is to promote the Portuguese language as a social practice for communication in the United States and globally. As a professional organization, AOTP represents Portuguese language teachers in k-12, higher education, and community schools. It supports the establishment and sustainability of quality Portuguese programs for the education and professional development of Portuguese teachers and promotes research relating to all aspects of teaching and learning the Portuguese language and Portuguese-speaking cultures.

Goals

The primary purposes of this organization shall be:

1. Promote excellence in Portuguese language programs in the United States.
2. Guide AOTP members in establishing high standards for Portuguese language instruction.
3. Create opportunities for AOTP members to exchange information, knowledge, experiences, and materials for Portuguese instruction.
4. Encourage excellence in scholarship based on academic and practical research on teaching and learning Portuguese.
5. Encourage cooperation and communication between professionals and the community.
6. Coordinate the yearly event "World Conference on the Teaching of Portuguese".

Strategic Plan

The association shall strive to:

1. Provide clear guidelines for K-12 schools, higher education institutions, and community schools to establish high standards in Portuguese language programs.
2. Create opportunities to improve the methodology expertise of Portuguese language instructors and administrators.
3. Encourage the development of syllabi, methodologies, teaching materials, and assessment tools that reflect the needs and goals of the learning communities.
4. Promote the Portuguese language using information and communication technologies and other technological resources for language development.
5. Stimulate best practices in teaching through workshops, websites, and other professional events, and conferences, being the organization's lead one the "World Conference on the Teaching of Portuguese",
6. Foster the cooperation between educational, governmental, professional, and business organizations in the public and private sectors to advance the field.
7. Develop an advocacy toolkit for Portuguese instructors and programs and organize national and regional discussion meetings and workshops.

Article III – Membership

1. The privilege of membership in AOTP is voluntary and is available to all persons and institutional groups interested in the studies and promotions of the Portuguese language, supportive of AOTP's purposes, goals, and objectives, as well as willing to abide by these bylaws.
2. Membership fee is renewable every year in January and is subjected to change according to the Organization's needs

Article IV - Officers and Executive Board Duties

The Executive Board positions and duties are as follows:

1. President:

- Provide overall leadership and direction to the organization.
- Chair board meetings and ensure they are conducted effectively.
- Represent the organization at external events and with partner organizations.
- Collaborate with other board members to set strategic goals and priorities.
- Oversee the implementation of the organization's mission and objectives.

2. Vice-President:

- Assist the President in their duties and assume their role in their absence.
- Lead or participate in special projects and committees as needed.
- Support the development of strategic plans and initiatives.

- Collaborate with other board members to promote the organization's mission.

3. Past-President:

- Offer guidance and institutional memory to the current President and board.
- Serve as an advisor on matters related to the organization's history and past initiatives.
- Help with transitioning leadership roles and knowledge transfer.

4. Secretary and Alternate:

- Maintain accurate records of board meetings, including minutes and attendance.
- Manage organizational documentation of the website and ensure records are properly archived.
- Handle official correspondence and communications.
- Serve as the alternate when the Secretary is unavailable.

5. Treasurer:

- Manage the organization's finances, including budgeting and financial reporting.
- Oversee fundraising efforts and grant applications.
- Ensure compliance with financial regulations and reporting requirements.
- Provide regular financial updates to the board.

6. Director of the World Conference on the Teaching of Portuguese:

- Plan, organize, and oversee the annual World Conference on the Teaching of Portuguese.
- Collaborate with committees and volunteers to ensure a successful event.
- Manage conference budgets and financial aspects.
- Promote the conference and attract participants.

7. Newsletter and Social Media Editor:

- Create and manage the organization's newsletter and social media profiles.
- Collect and curate content related to Portuguese language education.
- Ensure regular publication and distribution to members and stakeholders.
- Engage with the Executive Board for newsletter and social media content.

8. K-12 Education Representative:

- Advocate for Portuguese language education in K-12 schools.
- Collaborate with educators and school districts to promote language programs.
- Identify and address challenges and opportunities in K-12 education.
- Share insights and developments with the board.

9. Higher Education Representative:

- Advocate for Portuguese language programs in colleges and universities.
- Collaborate with academic institutions to support Portuguese language studies.
- Facilitate partnerships between the organization and higher education institutions.
- Stay informed about trends in higher education related to Portuguese language studies.

10. Community Education Representative:

- Promote Portuguese language learning in community settings, focusing on heritage speakers.
- Establish partnerships with community organizations.
- Organize language workshops, cultural events, and outreach programs.
- Advocate for the importance of community-based language education.

11. The Portuguese Language Journal Editor:

- Oversee the publication process of the organization's academic journal.
- Manage peer-review and article selection.
- Ensure the journal adheres to editorial standards and timelines.
- Collaborate with authors and reviewers.

12. The Portuguese Language Journal Manager:

- Handle the administrative and operational aspects of the journal.
- Coordinate with the editor on production schedules and issues.
- Manage subscriptions and distribution.
- Promote the journal within academic circles.

Section 1: Joining the Executive Board

Those wishing to become a part of the Executive Board must teach Portuguese or be an educator promoting the Portuguese language.

Section 2: Non-elected positions

The Organization's last president shall serve on the executive board as Past-president upon completing their term of office. The Director of the World Conference on the Teaching of Portuguese, The Portuguese Language Journal Editor, and Manager will be nominated at the discretion of the Executive Board.

Section 3: Terms and elections

- a. The terms of the officers shall be two years. Each officer shall be elected executive board members, except for the Director of the World Conference on the Teaching of Portuguese, the Portuguese Language Journal Editor and Manager, and the Past-president, who shall stay on the board after their term as president for two years.

- c. Whenever there is a vacancy in any office or advisory board position, and before the term expires, the President will appoint a substitute until a special meeting for election is held. The Executive Board will vote for approval on the President's substitute choice.
- d. If the vacancy is the presidency, the Vice-President will assume the presidency until an election meeting is called.

Section 4: Non-interest clause

The management and affairs of the organization shall be at all times under the direction of the Executive Board, whose operations in governing the organization shall be defined by statute and by the organization's by-laws. No member or Director shall have any right, title, or interest in or to any property of the organization.

Article V - Awards

The American Organization of Teachers of Portuguese (AOTP) recognizes outstanding contributions and achievements within the field of Portuguese language education. The annually assigned committee will establish the award categories and criteria. The committee shall be dissolved once the awardees are selected.

Article VI – Personal and E-mail Information

Personal and E-mail information is maintained for the exclusive use of the executive board of AOTP for organizational purposes only.

Article VII – Meetings and Procedures

1. There shall be an Annual Meeting of the entire membership of the Organization held at a time and place to be determined by the Executive Board.
2. The president may call special meetings of the Organization at such time and place and with such notice as they may see fit.
3. The executive board shall meet regularly to conduct the affairs and activities of the Organization at a time and place to be selected by the President.
4. Six Executive Board members constitute a quorum.
5. Traditionally, the Executive Board meets every threemonths.
6. A quorum for all meetings of the AOTP shall consist of fifty-one percent of all voting members present.
7. Written notice of the membership meeting stating the location, date, time, and purpose shall be delivered by e-mail to the voting members not less than

15 days before the date of such meeting unless there is an emergency meeting.

Article VIII - Removal

Any member or officer of the Executive Board may be removed from the board for poor performance of their duties and or excessive absences as a board member or officer. Such removal shall be at a regular or specially called meeting of the Executive Board and upon a vote of five members, provided that a notice of the proposed removal shall have been sent by mail, certified or registered if possible, to the last recorded address of such member or officer at least fifteen days before final action is taken on such removal. The member or officer shall have the opportunity to present any relevant information, in writing, in person, or through a representative, to the board of directors before the final action is taken.

Article XI – Committees

1. At any time during the year, the officers may appoint special committees as needed to carry out the purposes of the Organization. They shall prescribe the duties and functions of such committees.
2. Committees shall meet as often as necessary to perform their duties. Each committee shall report its activities to the Executive Board and shall prepare and submit to the Board a report in writing whenever requested to do so by the President.
3. After the completion of the duties of the committees, such committees should be dissolved.
4. The Executive Board shall appoint a Constitution Revision Committee to revise any new changes to the current Constitution.

Article X – Limitations

At all times, the following shall operate as conditions restricting the operations and activities of the American Organization of Teachers of Portuguese:

1. No part of the net earnings of the organization shall inure to any member of the organization not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the organization, nor any other private persons, excepting solely such reasonable compensation that the organization shall pay for services rendered to the organization, or allowed by the organization as a reasonable allowance for authorized expenditures incurred on behalf of the organization.
2. No substantial part of the organization's activities shall constitute the carrying on of propaganda or otherwise attempting to influence legislation or

any initiative or referendum before the public. The organization shall not participate in or intervene in (including by publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provision of these articles, the American Organization of Teachers of Portuguese shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

4. The organization shall not lend any of its assets to any officer or director of this organization or guarantee to any person the payment of a loan by an officer or director of this organization.

Article XI – Debt obligations and personal liability

No member, officer, or Director of this organization shall be personally liable for the debts or obligations of this organization of any nature whatsoever, nor shall any of the property of the members, officers, or Directors be subject to the payment of the debts or obligations of this organization.

Article XII - Amendments to the Constitution

The Constitution is subject to amendment. Any member who wishes to propose an amendment to the constitution will send their proposal in writing to the President, Vice-President, or Secretary. The Executive Board will then evaluate it at its next regular meeting. After reviewing it and if the board approves the proposal, it will be presented to the members for approval.

Article XIII – Dissolution

The duration of the American Organization of Teachers of Portuguese existence shall be perpetual until dissolution. Upon the organization's dissolution, assets of the organization shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code. The assets shall be distributed to VFP Foundation at Contact MARTINS telephones at (786) 277-8173 - (786) 363-1062 or any other organization with the same or similar purposes of AOTP. A Court of Competent Jurisdiction of the county, in which the organization's principal office is then located, shall dispose of any such assets not so disposed.