

CONSTITUTION

FOREIGN LANGUAGE ASSOCIATION OF MAINE

Article I: Name and Purpose

This organization shall be called the Foreign Language Association of Maine (FLAME). It is a non-profit organization whose purpose is to promote and improve the teaching and study of foreign languages and cultures. It will also work to further the common interests of teachers, students and all others who use foreign languages in the State of Maine.

Article II: Members

Any person interested in promoting the use and understanding of foreign languages and cultures may become a member upon payment of the annual dues as established by the Advisory Board.

Article III: Officers

The officers of FLAME shall be a President, a Vice-President, a Secretary and a Treasurer to be elected in such manner and for such terms as are indicated in the by-laws.

Article IV: Administration

The general direction of FLAME shall be in the hands of an Advisory Board consisting of the officers listed in Article III and the immediate past President. The Board will also include the State Consultant for Foreign Languages, a representative from each of the state foreign language collaboratives, the chairs of the FLAME committees and representatives of associations primarily concerned with the teaching of foreign languages in the State of Maine, including, but not limited to, The American Association of Teachers of French, The American Association of Teachers of German, The American Association of Teachers of Spanish and Portuguese, The Classical Association of Maine, and The Northern New England Association of Teachers of English to Speakers of Other Languages.

Article V: Affiliation

FLAME may affiliate with any regional or national organization of similar aims under such terms as may be approved by the Board and the membership.

Article VI: Amendment

This constitution may be amended by a two-thirds vote of the members present at the annual business meeting, provided that the text of any proposed amendment has been approved by the Board and has been presented to the members at the annual meeting.

Article VII: Required IRS Provisions

A. Notwithstanding any other provisions of these articles, the organization is organized exclusively for one or more of the purposes as specified in Section 501 (c) (3) of the Internal Revenue Code of 1986, and shall not carry on activities not permitted to be carried on by any organization exempt from Federal income tax under IRC 501 (c) (3) or corresponding provisions of any subsequent tax laws.

B. No part of the net earnings of the organization shall inure to the benefit of any member, trustee, director, officer of the organization, or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization), and no member, trustee, officer of the organization or any private individual shall be entitled to share in the distribution of any of the organization's assets on dissolution of the organization.

C. No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation [except as otherwise provided by IRC 501 (h)] and does not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of or in opposition to any candidates for public office.

D. In any taxable year in which the organization is a private foundation as described in IRC 509 (a), the organization shall distribute its income for said period at such time and manner as not to subject it to tax under IRC 4942, and the organization shall not (a) engage in any act of self-dealing as defined in IRC 4941 (d), (b) retain any excess business holdings as defined in IRC 4943 (c), (c) make any investments in such a manner as to subject the organization to tax under IRC 4944, or (d) make any taxable expenditures as defined in IRC 4945 (d) or corresponding provisions of any subsequent Federal tax laws.

Article VIII: Dissolution

In the event of dissolution, all of the remaining assets and property of the organization shall after payment of necessary expenses thereof be distributed to such organizations as shall qualify under section 501 (c) (3) of the Internal Revenue Code of 1986.

Revised 05/09/96