

**The International Council on Education for  
Teaching**

**ORGANIZATION, STRUCTURE and  
RESPONSIBILITIES**

**of the**

**BOARD OF DIRECTORS**

**the**

**EXECUTIVE COMMITTEE**

**and the**

**BOARD OF TRUSTEES**

**Manual for Directors and Trustees**

**July 2003**

## INTRODUCTION

The International Council on Education for Teaching (ICET) is an association of organizations, institutions, and individuals. ICET's purpose is to define and explore ideas and principles underlying the education of those preparing to teach to examine the challenges of continued education of teachers in service; and to promote opportunities for international research consultation and collaboration between organizations and persons engaged in such teacher education.

A small group of teacher educators attending an assembly of the World Confederation of Organizations of the Teaching Profession (WCOTP) in London, England in 1953, formed the International Council on Education for Teaching to meet a growing need for worldwide cooperation in improving the quality of the teaching profession. Since then, ICET built a network of members concerned with teacher education and all forms of education and training related to international development. Today, ICET continues to achieve many of the goals of its founders, providing its members with access to a world-side resource network of organizations, personnel, programs, research, specialized consultative services, and training opportunities.

Initially governed through a Constitution, ICET adopted By-Laws at the time of its incorporation. The By-Laws are a set of internal rules of procedure for resolving various issues and conducting business. These internal procedural rules may be amended by the Board of Directors. Amendments are presented to the membership at the annual business meeting and become effective immediately, provided no objections from a majority of the members present and voting at that meeting are received.

ICET's initial Constitutions established a Board of Directors as its governing body. The Board of Directors determines the policy, goals and objectives of the Council and executes the governance responsibilities stipulated by the By-Laws. At the time of ICET's incorporation in 1973, a Board of Trustees was also established to oversee the development of the Council's financial resources and to expand the ICET network to include active participation and involvement by private sector and government representatives. Today, ICET is governed by the Board Director whose members represent colleges, universities, ministries of education, government agencies, the private sector, national research institutes, and other teacher preparation institutions worldwide.

As required by the Articles of Incorporation, ICET appoints Officers to conduct the essential business of the Council. Officers are appointed by the Board of Directors, and, with the exception of the Secretary, are members of the Board. The President presides over Assemblies of the Board and of the membership. The Executive Director, who also serves as Treasurer, is responsible for the day to day management and administration of the Council's affairs and its central office and for implementing policy.

## **BOARD OF DIRECTORS**

The Board of Directors concerns itself primarily with the formulation of policies to guide the Council and determine the major thrust of its programs. It is also responsible for the development and expansion of the professional resources available to the Council to facilitate the attainment of its objectives, and for the conduct of essential Council business as stipulated in the By-Laws and Articles of Incorporation.

### **I. Eligibility**

Persons eligible for nomination to the Board of Directors are those who subscribe to the purposes of ICET and who are making or have made contributions to the improvement of teacher education through research, teaching, and leadership to teacher education in their country or region. They may be drawn from those in active service in higher education, government or the private sector.

### **II. Conditions for Service**

Membership on the ICET Board of Directors is contingent upon the Director agreeing to: (1) volunteer his or her time and expertise to ICET; (2) maintain current membership in ICET; (3) make every effort to regularly attend meetings of the Board (defined as at least two meet in a three year term ); and (4) be of active service to the Council.

### **III. Procedure for Nomination**

Recommendations for individuals to serve on the Board of Directors may be made by any ICET member to the Vice President for their region by May 1. Each Vice President submits a report, including a resume for each person, to the Secretariat by June 1. The Secretariat compiles a comprehensive report which is then given to the Nominating Committee. The Nominating Committee, comprised of the Regional Vice Presidents and convened by the President or President-Elect, submits a final slate of nominations to the Board of Directors. The Board may adopt the slate and/or add nominees. The final slate is presented for a vote by the membership at the annual business meeting.

### **IV. Structure**

Directors are elected from among the membership, each Director to serve for three years for the first term, beginning at the close of the World Assembly at which they were elected. No Director may serve more than 2 consecutive terms. Five Directors constitute a quorum. There is no maximum number of Directors stipulated.

The Board is organized to consist of a President, a President-Elect, an Immediate Past President, 7 Regional Vice Presidents representing Africa, Asia and the Pacific, Europe, the Middle East, North America, and South and Central America and the Caribbean, an Executive Director and Members.

The President, President-Elect, Immediate Past President, and Regional Vice Presidents are elected by the Board from among those Directors who have (1) served a minimum of one year; (2) regularly attended meetings of the Board; and (3) maintained current membership in ICET during that period. The Executive Director is appointed by the Board of Directors and is accounted to the Board and serves at its pleasure.

President. The President is elected for a 2 year term of office and automatically becomes the Immediate Past President at the end of his/her term. The President is also an Officer of the Council, Chairman of the Board of Directors, Chairman of the Executive Committee, and ex-officio member of the Board of Trustees.

President–Elect. The President–Elect is elected for a two-year term and automatically becomes President at the end of the second year. Should the President ever become unable to execute the responsibilities of his/her office, the President–Elect assumes the Presidency until the President can resume service. The President–Elect is a member of the Executive Committee.

Immediate Past President. The President automatically becomes the Immediate Past President for 2 years at the end of his/her term as President. Should the President and President–Elect become unable to execute the responsibilities of the Presidency, the Immediate Past President serves in this capacity until the President or President Elect can resume service or until the next Board meeting. The Immediate Past President is a member of the Executive Committee.

Regional Vice Presidents. The Regional Vice Presidents are elected by the Board from among those Directors representing the geographic regions of Africa, Asia and the Pacific, Europe, the Middle East, North America, South and Central America and the Caribbean, to serve a two-year term of office. The Regional Vice Presidents serve on the Executive Committee. If the President, the President–Elect, or the Immediate Past President are unable to assume the responsibilities of the Presidency, the Executive Committee elects one of the existing Vice Presidents to serve in this capacity until either the President, the President–Elect, or the Immediate Past President can resume service or until the next Board meeting.

Executive Director/Treasurer. The Executive Director, who also serves as treasurer, is appointed by the Board of Directors and serves at its pleasure. He/she is a member of the Board, an Officer of the Council, and a non-voting member of the Executive Committee. He/she serves a five year term of office and is evaluated by the Board of Directors.

## **V. Responsibilities**

### Board Members

In the performance of his/her duties as a member of the Board, as ICET Director serves in three capacities: as a representative of the Council; as a professional in education; and as an individual accorded the responsibility for governance of the Council by the membership. The duties of a Board member fall into three categories: (1) resource development; (2) policy development; and (3) governance.

#### *Resource Development*

On behalf of the Council, Directors work at the national, regional, and international level to promote ICET's objectives, by:

- Informing others about the Council and its activities;
- Establishing linkages with other agencies and organizations in teacher education and the teaching profession;
- Recruiting new members; and
- Securing the professional support necessary to sponsor the annual World Assembly.

### *Policy Development*

As leaders in education, Directors bring their professional expertise to bear in identifying issues and concerns in teacher education, both current and future, which have an impact on the work of the Council, and in determining the policies of the Council with regard to these issues. The Board executes this function by:

- Recommending practical strategies through which ICET can predict and respond to these concerns;
- Leading and serving on ICET task groups and committees;
- Monitoring, evaluating, and modifying ICET's programs, activities, and services to its members to ensure their relevance and responsiveness to the needs of the profession and the goals of the Council; and
- Selecting a theme for the Annual World Assembly which relates to the goals of the Council and the development needs of teacher education.

### *Governance*

The By-Laws and Articles of Incorporation empower the Board to conduct certain essential business of the Council. In executing this governing role, the Board:

- Reviews the Council's fiscal status and approves the expenditures outlined in the annual budget proposal;
- Identifies and nominates individuals to serve on the Board for election by the membership, appoints the Officers of the Council, approves appointments to the Board of Trustees, appoints the Executive Director; and conducts regular performance reviews.
- Recommends amendments to the ICET By-Laws, as needed; and
- Conducts elections for positions on the Board.

### Members Holding Board Positions

Specific responsibilities are assigned to those Directors who hold the following positions on the Board:

#### *President*

As an Officer of the Council, the President presides over assemblies of the Board and the membership. He/she, in consultation with the Board, determines the remuneration and contracts of the Executive Directors. The President also represents the Council at national and international meetings. In his/her capacity as Chairman of the Board of Directors and Chairman of the Executive Committee, The President approves the agendas for Board and Executive Committee meetings prepared by the Executive Director. In addition, the President oversees the implementation of actions requested by the Board and the Board's committees, and consults regularly with the Executive Director and appropriate Board members. The President also serves as Chairman of the World Assembly Planning Committee. The President serves ex-officio on other Board committees.

#### *President–Elect*

The President–Elect serves as Chairman of the Nominating Committee, and ex-officio on other Board committees, and co-chair of the World Assembly Planning Committee.

#### *Immediate Past President*

The Immediate Past President fulfills a liaison role between the Board of Directors and Trustees by serving ex-officio on the Board of Trustees.

#### *Regional Vice Presidents*

The Regional Vice Presidents comprise the Nominating Committee of the Board of Directors, and serve as conveners of other Board Committees. Each Regional Vice President is responsible both for the oversight and the development of the Council's programs and activities in their region, and maintains an active role in expanding the membership base and communicating with members, identifying World Assembly sites, and other ICET projects.

#### *Executive Director/Treasurer*

The Executive Director/Treasurer is responsible to the Board for the day to day management and administration of its affairs and the Secretariat office, as well as custodianship of its funds. The Executive Director carries out the policies and programs developed by the Board of Directors. He/she is responsible for staff employment and supervision. The Executive Director consults regularly with the President to bring to his/her attention all matters requiring Board or Executive Committee action, and to inform him/her of the progress of the implementation and impact of the Council's programs and projects. He/she is responsible for ensuring the maintenance and development of efficient systems of communication with and between Board members and ICET members. He/she serves ex-officio on all Board committees. He/she is responsible for providing an annual activities and audited accounts.

### **Activities**

#### Meetings of Board Members

A meeting of the full Board may be called at any time by the President and/or Executive Committee. Due to the extensive travel required for most ICET Directors to attend meetings, and the limited funds available to defray these expenses, every effort is made to limit the number of such meetings to one a year. Between meetings, business is conducted by telephone, correspondence, fax and e-mail and meetings of special task groups and sub-committees as appropriate.

It is important for Directors to attend the annual meeting, as the agenda covers the full range of business to be conducted for the year. In consideration of the expenses involved in attending, the meeting usually takes place at the time of the annual ICET World Assembly (generally during a two-day period preceding the conference) so that Directors may combine their attendance at the Assembly with participation in the Board deliberations. Advance notice of the meeting will be provided, so that Directors may secure travel funds and otherwise make preparations to attend.

A meeting of the incoming Board of Directors, including those members whose terms of office continue, as well as those elected or re-elected at the

annual business meeting, is generally held in the afternoon of the last day of the Assembly. Elections for positions on the Board are conducted at this time.

#### Board Committee Meetings

Much of the work of the Board of Directors during its meetings is conducted by its task groups and sub committees. Based on the agenda for the meeting, the President determines the composition and tasks of the committees, and assigns Directors to serve and chair. Committees work as a group, and report to the full Board with a set of recommendations. The Board then acts on the task group/committee report, either by voting to accept the report, or through actual motions and votes on specific recommendations. Committees are then asked to provide a written copy of their report.

#### Standing Committees

There are three Standing Committees:

##### *The World Assembly Committee*

Chaired by the President or President–Elect, this committee makes recommendations regarding future sites and dates for the Assembly and determines the thematic focus of the conference;

With support from the Secretariat, the Director in the country hosting the Assembly plays a vital role in local planning and assists ICET in securing the necessary funding. Very often, his or her responsibilities include developing and coordinating the programmatic as well as logistic aspects of the Assembly with local planning and/or steering committees, government officials, and representatives of the private sector.

In addition, Directors play an active role in the Assembly program by presenting papers, participating in panels/symposia, chairing and moderating sessions.

##### *The Nominating Committee*

Chaired by the President–Elect, the Nominating Committee is comprised of the Regional Vice Presidents. Members develop the slate of candidates for elections each year, including new members as well as nominees for re-election. The Committee is responsible for maintaining the geographical distribution of members to ensure adequate regional representation, identifying potential members from among individuals in positions of national and/or regional leadership in education, and making recommendations regarding such aspects as criteria for election to and service on the Board.

##### *The Standing Committee on Teacher Education Research and Dissemination*

In 1985, the Board established a Standing Committee to coordinate and implement programs and activities designed to stimulate ICET's research endeavors and increase its dissemination efforts.

Other committees may be established, as needed to address particular priorities and/or examine specific issues identified by the Board, and to recommend action.

## **VI. Programs – Recognition for Special Services**

### ICET Distinguished Fellows

In 1982, the Board of Directors established a distinguished Fellow Award. The title of Distinguished Fellow of the International Council on Education for Teaching, honoris causa, is conferred upon individuals who have made significant achievements in their national arenas and substantial contributions to international education which have been emulated or adopted by the education community worldwide. The Executive Committee recommends to the Board of Directors the individuals to receive recognition. Award recipients are selected from among individuals (1) who are actively involved in teacher education in a manner consistent with ICET's goals; and (2) whose role in and contributions to education are evident at the international and national level. The award ceremonies take place at the annual World Assembly.

### The Frank H. Klassen Lecture

The Frank H. Klassen Lecture was established by the Board of Directors in 1993 in honor of ICET's Founding Father and Executive Director until his death in 1992. The Board of Directors wished to memorialize Dr. Klassen for developing ICET into the global voice of the teacher education community and for his lifelong contributions to improving the human condition through international cooperation and educational development worldwide. The Executive Committee is responsible for selecting the lecturer who will deliver the Frank H. Klassen Lecture. The speaker, selected for his/her outstanding leadership and contributions in education, will deliver the Lecture at the Opening Ceremonies of the World Assembly. ICET will award a commemorative medal to the lecturer.

### Research Award

In 1986, the Board created an Award for Research in Teacher Education to recognize and encourage rigorous investigations contributing to the worldwide knowledge base for teacher education. Competition for the Award is open to ICET members. Entries are evaluated and the winner is selected by the Committee on Teacher Education Research and Dissemination. The awardee receives a plaque and an invitation to present his/her paper at the annual Assembly.

## **EXECUTIVE COMMITTEE**

The Board of Directors is further organized to consist of an Executive Committee, empowered to act on its behalf in the interim between Board meetings, and charged with the responsibility for ensuring that the goals and policies formulated by the Board are implemented.

### **I. Structure**

The President, President–Elect, Immediate Past President, Regional Vice Presidents, and the Executive Director comprise the Executive Committee of the Board of Directors.

### **II. Responsibilities**

On behalf of the full Board of Directors, the members of the Executive Committee undertake direct supervision of the Council's activities. The responsibilities of the Executive Committee include:

- Maintaining an ongoing relationship between the Executive Director, Board of Directors and Trustees, including recommending candidates to serve on the Board of Trustees;
- Monitoring the implementation by the Executive Director of actions requested by the Board of Directors and its committees;
- Selecting individuals to receive the ICET Distinguished Fellow Award;
- Selecting the scholar to deliver the Frank H. Klassen Lecture;
- Convening all Board committees;
- Reviewing policies regarding ICET publications;
- Recommending consultative activities to be undertaken by ICET; and
- Reviewing ICET's programs and projects, and reporting to the Board of Directors.

## **BOARD OF TRUSTEES**

The Board of Trustees takes the primary responsibility for insuring the Council's long-term financial viability.

### **I. Criteria for Membership**

Trustees are selected from among corporate, government, and education representatives who have gained wide recognition for their interest and involvement in promoting international cooperation for the improvement of educational quality and opportunity in the world. Acceptance of an invitation to serve as an ICET Trustee implies a commitment to volunteer time and expertise to the Council and its activities, and to regularly attend such meetings as are called by the Board to their the work.

### **II. Procedure for Nomination**

Nominations for Trustees are presented by the Executive Committee to the full Board of Directors. Appointments to the Board of Trustees are made by the Directors.

### **III. Structure**

The Board of Trustees is organized to consist of a Chairman of the Board, and members. There is no maximum or minimum number of members stipulated in the ICET By-Laws.

### **IV. The Responsibilities**

The Board of Trustees undertakes the development of financial and programmatic resources in support of the Council's endeavors, through the promotion of cooperative programs involving the private sector and higher education.

In support and recognition that "education is the best investment to ensure the prosperity of nations" and as a group of professionals with varied backgrounds, Trustees bring their combined expertise in the areas of business, government, and education to seek cooperation of foundations and to develop interest in obtaining endowments, thus promoting ICET's goals and objectives worldwide.

## **ARTICLES OF INCORPORATION OF THE INTERNATIONAL COUNCIL ON EDUCATION FOR TEACHING**

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation, adopt the following Articles of Incorporation for such corporation pursuant to the District of Columbia Non-Profit Corporation Act:

**FIRST:** The name of the corporation is INTERNATIONAL COUNCIL ON EDUCATION FOR TEACHING.

**SECOND:** The period of duration is perpetual.

**THIRD:** The International Council on Education for Teaching is organized for educational purposes, specifically to serve as an association of organizations, institutions and individuals concerned with the preparation and development of teachers. The operations and activities of the Council shall not be conducted for profit but rather shall be exclusively devoted to the achievement of its stated educational purpose and on behalf of its membership. No part of its income or property shall enure to the private benefit of any member, trustee, officer or individual having a private or personal interest in the activities of the Council. The Council shall not in any way, directly or indirectly, engage in legislative propaganda or otherwise attempt to influence legislation in a manner which would be contrary to the provisions of the U.S. Internal Revenue Service Code Section 501(c)(3).

Subject always to the provisions of the foregoing paragraph the Corporation shall define and explore ideas and principals underlying the education of those preparing to teach; examine the problems of continued education of teachers in service; and promote opportunities for research, consultation and collaboration between organizations and persons engaged in such teacher education. In effecting these objectives the Council shall have all of the general powers set forth in the District of Columbia Code Section 29-1005.

**FOURTH:** The Council will have members

**FIFTH:** The Council is to be divided into two classes of members. The designation of each class of members, the qualifications and rights of the members of each class and conferring, limiting or denying the right to vote are as follows:

CLASS A – Organizations and institutions:

1. National organizations, whose members are actively engaged in the education of those preparing to be teachers;
2. National organizations which have sections devoted to education for teaching.
3. Other organizations or institutions dealing with education or teaching.

CLASS B – Individuals concerned with education for teaching:

Each Organizational, Institutional or Individual member, in good standing, shall be entitled to vote, in accordance with procedures established by the By-Laws, which may provide for a Representative Assembly, comprised of one or more representatives of each Organizational, Institutional and Individual member which shall ordinarily meet once a year and no less than once every two years to elect Directors who shall be responsible for the conduct of the activities of the Council.

**SIXTH:** The Directors shall be elected by the members under procedures set forth in the By-Laws and shall not be less than five in number; in addition the By-Laws may provide for additional individuals to serve on a Board of Trustees.

**SEVENTH:** The Officers of the Council shall be a President and an Executive Director/Treasurer and such other officers as may be set forth in the By-Laws. The duties of the respective Officers shall be provided for in the By-Laws.

**EIGHTH:** In the event of the dissolution of the Council, the Directors shall, after payment of debts and obligations, divide the net assets equally among such members of the Council as may then qualify as non-profit associations, provided such associations are then actually exempt of U.S. Federal Income taxes as charitable and/or educational organizations.

**NINTH:** The address, including street number, of its initial registered office is  
(National Louis University)

# **BY-LAWS OF THE INTERNATIONAL COUNCIL ON EDUCATION FOR TEACHING**

## **ARTICLE I: MEMBERS**

The Council shall have members. The Council shall have the power to admit as members such individuals, institutions, and organizations (national and international) concerned with the preparation of educational professionals which can assist the Council in accomplishing its stated-educational purposes.

## **ARTICLE II: FISCAL YEAR**

The fiscal year of the Council shall begin on the 1<sup>st</sup> day of January and shall end on the 31<sup>st</sup> day of December each calendar year.

## **ARTICLE III: BOARD OF DIRECTORS**

The Board of Directors shall be responsible for the management of the Council. The Board of Directors shall be comprised of a President, a President-Elect, an Immediate Past President, an Executive Director and Regional Vice Presidents representing Africa; Asia and the Pacific; Europe; the Middle East; North America; South America, Central America and the Caribbean; and not less than five Directors. The Directors shall nominate new Directors to be elected by the membership. A nominee must be an ICET member or be willing to become an ICET member. Directors must maintain current ICET membership and must regularly attend Board meetings. The President, the President-Elect and the Immediate Past President shall hold these respective offices, following their election, for a period of two years. The six Regional Vice Presidents shall each hold their positions for a period of two years following their election. The President, President-Elect, Immediate Past President and six Regional Vice Presidents shall be elected by the Board of Directors from among those Directors who have served a minimum of one year on the Board of Directors and who have regularly attended meeting(s) of the Board and maintained current membership in the Council during their term in office.

The President-Elect shall serve in place of the President should the President ever become unable to execute the responsibilities of the Presidency, until such time as the President may again be able to perform. The Immediate Past President shall serve in Place of the President, should the President and the President-Elect both be unable to execute the responsibilities of the Presidency, until such time as the President or the President-Elect may resume the Presidency. In the event none of the above individuals is able to serve as President the Executive Committee shall elect one of the existing Vice Presidents to serve as President until the President shall resume or until the next annual meeting of the Board.

The Board of Directors may make rules for the conduct of its own meetings, and in the absence of any such rules, said meetings shall be conducted according to the Robert's Rules of Order. A quorum shall be constituted by five members of the Board of Directors. Once a quorum has assembled, decisions may be made by a majority vote of those present. No proxy votes will be accepted.

## **ARTICLE IV: EXECUTIVE COMMITTEE**

There shall be an Executive Committee of the Board of Directors consisting of the President, the President-Elect, the Immediate Past President, the Executive Director and the Regional Vice Presidents. The Executive Committee shall be responsible for long-range planning of the Council's programs to insure that the goals and policies formulated by the Board are implemented on a worldwide basis.

## ARTICLE V: BOARD OF TRUSTEES

The long range objectives and financial support of the Council will be the responsibility of a Board of Trustees.

## ARTICLE VI: OFFICERS AND STAFF

The Officers of the Council shall be the President, the Executive Director, the Treasurer and the Secretary. The Executive Director will serve as Treasurer. The Officers shall be appointed by the Board of Directors to carry out the essential business of the Council. Appropriate Officers shall preside over the assemblies, manage and administer the affairs of the central office, exercise custodianship of the Council's funds and supervise the Council's legal interests and records. The Officers (except for the President) shall serve at the pleasure of the Board. The President shall serve for a two year term. The Executive Director shall be responsible for selecting and administering a support Staff to execute the policies of the Board. Compensation and reimbursement for Officers and Staff may be provided. The Staff shall be paid according to prevailing wage scales.

## ARTICLE VII: ELECTION OF DIRECTORS

A Nominating Committee shall be comprised of the six Regional Vice-Presidents and the President-Elect who shall serve as Chairman.

Nominations of individuals to serve on the Board of Directors may be made by any ICET member to the Vice President for their region by May 1 of each year. A list of openings on the Board of Directors shall be published in the ICET Newsletter no later than February 1 of each year.

Persons eligible for nomination to the Board of Directors are those who subscribe to the purposes of ICET and who are making or have made contributions to the improvement of teacher education through research, teaching and leadership to teacher education in their country or regional. They may be drawn from those in active service in higher education, government or the private sector.

The International Council on Education for Teaching (ICET) is an association of organizations, institutions and individuals concerned with the preparation of teachers. ICET's purpose is to define and explore ideas and principles underlying the education of those preparing to teach; to examine the problems of continued education of teachers in service; to promote opportunities for consultation and collaboration between organizations and persons engaged in such teacher education.

The Nominating Committee will consider all recommendations from the membership. It will be the duty of the Chairman of the Nominating Committee to present a list of nominees to the Board of Directors. The Board may adopt the slate and/or add nominees. The Board of Directors is intended to be broadly representative of the membership throughout the world. The Board shall adopt a formal resolution recommending the Directors to be elected for presentation to the membership at the Annual Board Meeting.

Nominated individuals will be considered by the membership attending the Annual Business Meeting of the Council. The elected Directors will begin their three year terms of office immediately. Each individual member and on representative of an organizational or institutional member, in attendance at the Annual Business Meeting of ICET, will be entitled to a single vote for the purpose of electing Directors, and for the transaction of any other matters presented.

#### ARTICLE VIII: MEETINGS

Meetings of the Board of Directors shall be held at such times and places as shall be called by the Executive Director upon the request of the President and/or the Executive Committee.

Meetings of the Council membership, on 90 days notice, shall be held at such times and places as shall be fixed by the Board of Directors.

The Executive Committee and such other Committees as are appointed by the Board may act by ballot, or mail, telephone, or otherwise as they wish or as the President may direct.

#### ARTICLE IX: FINANCIAL REPORTING

The Treasurer shall each year, at the annual meeting of the Board of Directors, present a summary report of the finances of the Council and of the purposes of its expenditures. Life Membership dues shall be held in a Escrow Account. Expenditures of escrow funds requires approval of the Board of Directors. Interest on the funds may be used for normal corporate purposes.

#### ARTICLE X: AMENDMENTS TO BY-LAWS

The By-Laws of the Council may be amended by the Board of Directors. The Board of Directors will set forth the amendment(s) in a formal resolution and the amendment(s) will become effective as of the date of the Annual Business Meeting unless those members actually in attendance at the Annual Business Meeting shall, by a majority vote, advise the Board to reconsider the amendment.

#### ARTICLE XI: EX-OFICIO MEMBERS

Members of the Board of Directors shall include five ex-officio members who are nominated by national NGOs of teacher educators/teacher education institutions and selected by the ICET Board of Directors. Ex-officio members shall serve a 5-year term, may be reappointed, and are to represent their organization in ICET and to disseminate information about ICET to their national organization to the extent possible. Such ex-officio representatives shall be drawn from several regions (rather than a single region) for the period 2003-2008. Invitations will be extended to: Association of Teacher Education in Europe; Japan Association of Colleges for Teacher Education; AECT (Assoc. for Education. and Technology) USA; AACTE (Am. Assoc. of Colleges of Teacher Education); and the Association. of Deans of Colleges of Education in Arab Universities. Invitations would not be made to organizations already represented on the ICET Board.