



# BYLAWS

# TABLE OF CONTENTS

Introduction .....	1
Article I Name of the Association .....	1
Article II Purpose of the Association .....	1
Article III Policies of the Association .....	2
Article IV Membership .....	2
Section 1. Classes of Membership .....	2
Section 2. Voting Powers of Membership .....	2
Section 3. Dues of Membership .....	3
Section 4. Resignation .....	3
Section 5. Suspension and Expulsion .....	3
Article V Officers and Board of Directors and Executive Committee.....	3
Section 1. Officers and Terms of Office .....	3
Section 2. Board of Directors.....	3
Section 3. Qualifications .....	4
Section 4. Authority.....	4
Section 5. Nominations and Elections.....	4
Section 6. Selection of Executive Director.....	5
Section 7. Duties of Officers, Board of Directors and Executive Committee. 5	
Section 8. Executive Committee.....	5
Section 9. Vacancies and Removal from Office.....	5
Article VI Meetings and Voting.....	6
Section 1. Membership Meetings .....	6
Section 2. Meetings of the Board of Directors and Executive Committee .....	6
Section 3. Annual Delegate Assembly .....	6
Article VII Committees & Caucuses .....	7
Section 1. Standing Committees .....	7
Section 2. Caucuses .....	7
Article VIII Amendment of Bylaws and Core Beliefs .....	7
Article IX Parliamentary Authority .....	8

## Introduction

ASBA is a membership driven organization as described in these Bylaws. As a Private Nonprofit, ASBA is committed to compliance with the Articles of Incorporation, these Bylaws, and the Internal Policy Manual, in all aspects of our work. A review and understanding of these Bylaws facilitates smooth interaction between and among members. Your membership and participation are appreciated.

# BYLAWS ARIZONA SCHOOL BOARDS ASSOCIATION, INC.

## *Article I - Name of the Association*

The Association shall be called the ARIZONA SCHOOL BOARDS ASSOCIATION, INC.

## *Article II - Purpose of the Association*

The Purpose of the Association shall be:

*Section 1.* To promote the general advancement of public education in the State of Arizona and the United States of America and its Territories.

*Section 2.* To promote lay control of public education.

*Section 3.* To coordinate educational policies and procedures and promote uniform application of school laws of the state.

*Section 4.* To coordinate the activities and interest of school boards and accommodation schools within the State of Arizona.

*Section 5.* To present reports, recommendations and information concerning education to the Legislature, State Board of Education, and other governmental officials and agencies.

*Section 6.* To provide leadership to the local school boards.

- (a) By exchanging information and ideas pertaining to all aspects of education.
- (b) By encouraging effective communication with students, parents, community, school personnel, legislators and appropriate agencies.
- (c) By encouraging the most desirable and effective communication between school boards and school personnel, the legislature, and the general public.

*Section 7.* To cooperate with other organizations for the benefit of the children in the public schools of the state and nation.



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## **Article III - Policies of the Association**

The adoption of the beliefs, of the Arizona School Boards Association, changes thereto, or additions thereto, shall require a majority vote in favor of such adoption by the delegates of member boards. Changes to bylaws and core beliefs may occur by an electronic vote of the membership using a procedure adopted by the Board of Directors.

## **Article IV - Membership**

### **Section 1. Classes of Membership**

(a) **Active Member -**

Any governing board of a school district of the State of Arizona is eligible to be an active member of the Association, and membership shall be classified under the name of the district thus represented.

(b) **Honorary Member-**

Each past president of the Association shall automatically become and remain an honorary life member. The Board of Directors of the Association may elect additional honorary life members.

(c) **Associate Member-**

Accommodation schools within the state of Arizona; the Arizona State School for the Deaf and the Blind; the State Juvenile Education System Board; agency school boards, or local school boards, as established by the Bureau of Indian Affairs of the United States Department of the Interior; tribal school boards, charter school governing bodies; and accredited community colleges shall be eligible for Associate Membership. Any former member of a public school governing board shall be eligible for Associate Membership upon written application to the executive director and upon the payment of dues as established by the Association. Membership privileges of the Associate Members shall be determined by the Board of Directors.

(d) **Organization Affiliate -**

Any commercial or professional service firm that wishes to participate in the programs and activities of the Association shall be eligible for Organization Affiliate Membership upon written application to the executive director and approval by the Board of Directors.

### **Section 2. Voting Powers of the Membership**

(a) **Active Members -**

A governing board that is an active member of the Association shall be deemed present at a membership meeting if one or more members of such governing boards are in attendance. On each matter presented to the membership for vote, each governing board that is an active member shall be entitled to one vote, provided such governing board has paid dues as established and assessed in section 3(a) hereafter. The right to the floor for the purpose of discussion shall, however, be open to any and all members of a governing board who is an active member.



- (b) **Honorary Members -**  
Honorary members shall also have the right to the floor for the purpose of discussion but shall not be entitled to vote.
- (c) **Associate Members -**  
Associate members shall have the right to the floor for discussion purposes but shall not be entitled to vote.
- (d) **Organization Affiliate -**  
Organization affiliate members shall not be entitled to vote.

### **Section 3. Dues of the Membership**

- (a) **Active Members -**  
The dues of each active member shall be established by the Association at an annual membership meeting or as established by law.
- (b) **Honorary Members -**  
Honorary members shall not pay any dues.
- (c) **Associate Members -**  
The dues of associate members shall be as established by the Association by an electronic vote of the membership using a procedure adopted by the Board of Directors.
- (d) **Organization Affiliates -**  
The dues of organization affiliate members shall be as established by the Association by an electronic vote of the membership using a procedure adopted by the Board of Directors.

### **Section 4. Resignation**

Any member of any classification may submit a resignation in writing to the executive director and such resignation shall be effective ten (10) days after receipt.

### **Section 5. Suspension and Expulsion**

Failure to pay dues shall be grounds for suspension or expulsion from the Association. The Board may also terminate the membership of a member for actions of the member contrary to ASBA's bylaws, under procedures adopted by the Board. Suspension or expulsion shall automatically constitute a termination (in case of suspension, however, only for the period of suspension) of all member's rights and privileges in the Association.

## **Article V - Officers and Board of Directors and Executive Committee**

### **Section 1. Officers and Terms of Office**

The officers of the Association shall be president, president-elect, treasurer, secretary, and immediate past president, each of whom shall serve a term of one (1) year or until the selection and/or qualification of his/her successor. Upon election as the *president-elect*, he/she shall accede automatically to the presidency at such time as he/she is duly qualified. No two offices may be held by the same person.

### **Section 2. Board of Directors**

The governing body of the Association shall be a Board of Directors consisting of the officers, one representative from each of the counties of the state, except Maricopa and



Pima counties which are allotted two (2) representatives. County representatives shall serve for a period of two (2) years with no member serving more than three (3) consecutive two (2) year terms. However, at the first meeting of the Board of Directors after the adoption of the bylaws, county representatives shall determine by lot the one-half of their number who will serve for one (1) year and the one-half who will serve for two (2) years. Thereafter, members of the Board of Directors shall be elected by member boards of their counties at their annual County Workshop meetings. Ex-officio members of the Arizona School Boards Association Board of Directors shall be:

- (a) Any person residing in Arizona who is either an officer or director of the National School Boards Association during his/her term of office in the national body, and
- (b) Any member of an ASBA active member Governing Board serving as President of the Hispanic Caucus, Native American Caucus and Black Caucus during his/her term of office in such caucus or any successor caucus by another name.

### **Section 3. Qualifications**

Each officer and director, with the exception of the immediate past president, shall be a member of a governing board which is a member of the Association. No more than one (1) elected officer shall be elected from any one-member board and no two (2) board of directors' positions may be held by the same person.

### **Section 4. Authority**

The board shall manage the affairs of the Association and shall have the power to adopt such rules as are consistent with the bylaws.

### **Section 5. Nominations and Elections**

A nominating committee shall be constituted and selected as follows: the immediate past president of the Association shall serve as chairman of the committee and the remaining members shall be appointed by the president in consultation with the directors from those counties in which a county representative to the Board of Directors is elected for a two-year term. No two (2) members of the nominating committee shall be from the same county, and no more than three (3) members, in addition to the past president, shall be members of the Board of Directors. The committee shall submit a slate of officers consisting of one or more nominees for each office to the general membership at an annual membership meeting. Additional nominations may be made from the floor provided the consent of the nominee has been obtained.

The election of officers of the Association shall take place at the annual membership meeting. The election shall be by written ballot when there is more than one nominee for any office and only designated delegates shall be allowed to vote. The officers, county representatives, and ex-officio members of the Board of Directors shall take office at the close of the annual membership meeting. County representatives to the Board of Directors shall be nominated and elected by the official delegates of the governing boards of school districts at the county workshop of each county.





## **Section 6. Selection of Executive Director**

The executive director shall be appointed by the Board of Directors, with a contract not to exceed four (4) years. He/she shall receive such salary and expenses as the Board shall determine or as may be consistent with the laws of the State of Arizona providing therefore.

## **Section 7. Duties of Officers, Board of Directors and Executive Committee**

The president shall have such power and duties as are usually exercised by such an officer. He/she shall preside at meetings of the Association, the Board of Directors and of the Executive Committee. Unless otherwise provided for herein he/she shall appoint all standing and special committees. The president shall be ex-officio member of all committees, except the nominating committee, with voting power. The president-elect, in the absence or disability of the president, shall have the authority and perform the duties of the president. The treasurer and secretary shall have such powers and duties as are usually exercised by such officers. The treasurer shall collect dues and receipt therefor; shall receive and cause to be deposited all monies belonging to the Association, shall disburse the funds of the Association in accordance with the dictates of the Board. He/she shall report regularly to the board, prepare a budget report to be presented to delegates and membership and shall perform such other duties as are delegated to him/her by the president or by the Board. The secretary shall keep the minutes of all meetings of the Association, the Board, and the Executive Committee; shall keep a membership roster up to date at all times; shall preserve the records and the files of the Association; shall give all notices required.

## **Section 8. Executive Committee**

The Executive Committee shall be composed of the officers of the Association.

Duties:

- (a) The Executive Committee shall have the authority of the Board to act on any emergency when the president deems it impracticable to call a meeting of the entire board.
- (b) It may review plans and programs to be presented to the Board at their regular meetings.
- (c) It shall have authority to give direction or delegate that such direction be given on legislative action to come before the State Legislature on which there is no formal Association position.
- (d) All actions of the Executive Committee shall be subject to ratification by the Board of Directors.

## **Section 9. Vacancies and removal from office.**

A vacancy in any office or on the Board of Directors occurring between annual membership meetings shall be filled by a vote of the Board of Directors. Such person shall hold office until the next annual membership meeting of the Association. Any officer or director who *misses more than one meeting out of any four (4) consecutive meetings, unless he/she is excused* by the Board for a valid reason, may have his/her office vacated by action of the board.



## **Article VI - Meetings and Voting**

### **Section 1. Membership Meetings**

The Association shall hold an annual membership meeting, and in addition an annual Delegate Assembly at a time and place designated by the preceding annual membership meeting, by a vote of the membership, or by subsequent determination by the Board of Directors. Notice of the time and place shall be given by written notice to all members at least sixty (60) days but not more than ninety (90) days prior to the meeting. Special meetings of the membership may be called at any time by the Board of Directors or by the president; and the president shall call a special meeting promptly upon receipt by him/her of a petition stating the purpose of the meeting signed by no less than ten (10) active members. Notice of the time and place of a special meeting shall be given to members at least fifteen (15) days prior to the meeting date, and such notice shall specify the business to be transacted. The presence of representatives of no less than twenty-five (25) active members shall be necessary to constitute a quorum at any meeting of the membership.

### **Section 2. Meetings of the Board of Directors and Executive Committee**

The Board of Directors shall meet at least once each quarter of each calendar year. Special meetings shall be upon the call of the president, and such meetings shall be called upon written request of five (5) members of the Board of Directors. All members should be given notice of time and place of special meetings at least five (5) days prior to the meeting date. The Executive Committee shall meet from time to time as it deems necessary or upon call of the president.

### **Section 3. Annual Delegate Assembly**

- (a) The annual Delegate Assembly shall be held to establish the political agenda items which support the beliefs of the association in the legislative process and in the priorities of the Association. Action agenda items may be submitted to the annual Delegate Assembly of the Association by the action of member boards, the Board of Directors of this Association, or any committee appointed by it, and shall be transmitted to the executive director not later than sixty (60) days before the opening date of the annual Delegate Assembly. All action items so submitted shall be forwarded immediately to the legislative committee for consideration.
- (b) The legislative committee is charged with creating a draft political agenda and shall consider the district action agenda item submitted. The draft legislative agenda shall be sent to members at least twenty (20) days prior to the annual Delegate Assembly by the legislative committee.
- (c) Other action agenda items submitted to the chairman of the legislative committee during the annual Delegate Assembly and prior to the last business session shall be considered by the membership at said meeting, provided that such action agenda items are in proper written form and signed by registered delegates from at least ten (10) active members.
- (d) The reporting member of the legislative committee shall be authorized, on behalf of the committee, to move for floor action on action agenda items and beliefs.





- (e) All action agenda items reported out of the legislative committee shall be duplicated as soon as possible and made available to the delegates.
- (f) Action agenda items passed at the annual Delegate Assembly will constitute the Political Agenda and shall be considered the position of the Association until the next Delegate Assembly.
- (g) The presence of representatives of no less than twenty-five (25) active members shall be necessary to constitute a quorum at the Delegate Assembly.

## **Article VII - Committees & Caucuses**

### **Section 1. Standing Committees**

Standing Committees of the Association shall be a nominating committee and a legislative committee.

The nominating committee shall be so constituted and have such powers as previously provided herein.

The legislative committee, consisting of as many members as deemed advisable by the president and the Board of Directors, shall meet upon the call of the president to consider legislative matters, and the effect thereof on governing boards.

### **Section 2. Caucuses**

Caucuses shall exist to enhance the work of the association by addressing the unique needs of member districts. Caucuses of ASBA are considered to be affiliated with ASBA as a program provider with responsibility for the caucuses. Each caucus is expected to adopt its own bylaws for operating, programming and governing within the context of the relationship with ASBA described herein.

With the adoption of this section, the Black Caucus of ASBA and the Hispanic/Native American Indian Caucus of ASBA are hereby established.

Caucuses shall be added or eliminated to this provision through the amendment process described in article VIII of this document.

## **Article VIII - Amendment of Bylaws and Core Beliefs**

**Section 1.** These Bylaws or the Core Beliefs may be amended or repealed, or new ones adopted as follows:

- (a) By a vote of two-thirds of the member boards using an electronic vote of the membership using a procedure adopted by the Board of Directors.
- (b) Amendments may be submitted by action of a member board, the Board of Directors of this Association, or any committee appointed by it, and shall be transmitted to the executive director not later than September 15. Such amendments shall be forwarded to the membership at least thirty (30) days prior to the opening of electronic voting as approved by the ASBA Board of Directors.



## ***Article IX - Parliamentary Authority***

**Section 1.** The rules contained in the current edition of Robert's Rules of Order newly revised shall govern the proceedings of the ASBA in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order that ASBA may adopt.

Adopted by the ASBA Delegate Assembly, April 6, 1974.

Amended:       September 12, 1975  
                  June 12, 1976  
                  December 8, 1976  
                  November 30, 1977  
                  November 29, 1978  
                  December 12, 1979  
                  December 2, 1981  
                  June 25, 1983  
                  December 5, 1985  
                  December 12, 1986  
                  December 13, 1990  
                  December 12, 1991  
  
                  December 15, 1994  
                  December 14, 1995  
                  December 12, 1996  
                  December 11, 1997  
                  December 10, 1998  
                  December 13, 2001  
                  December 16, 2004  
                  December 14, 2006  
                  December 11, 2008  
                  December 16, 2010  
                  December 15, 2011  
                  December 13, 2012  
                  December 11, 2014  
                  December 16, 2021



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