

**Constitution and Bylaws
of the
Association of Alaska School Boards**

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CONSTITUTION AND BYLAWS
OF THE
ASSOCIATION OF ALASKA SCHOOL BOARDS

Article 1 Name

 This organization shall be known as the Association of Alaska School Boards.

Article 2 Purpose

The purposes of this organization shall be to:

1. Assist school boards in meeting established board standards for performance and accountability and communicating their efforts and progress to the public and other policy makers.
2. Increase the influence school boards have on governmental decisions which have implications for public education.
3. Improve the quality of public school governance through school board member education and the development of leadership potential.
4. Preserve and protect local control of, and accountability for, public education.
5. Increase member knowledge of educational issues and their implications.
6. Promote equitable educational instruction for all public school students.
7. Assume a leadership position in advocating for quality public education in Alaska.
8. Anticipate and promote legislation for future educational needs.
9. Develop and maintain effective relationships with other groups dealing with educational needs.
10. Promote and facilitate cooperation among local school boards of education.
11. Provide technical assistance and information to school districts in a variety of management areas.

Article 3 Membership and Voting Powers

Section 1 Classes of membership

- A. Regular members shall include all school board members of public school districts in Alaska who are members in good standing of the Association. These will include the Boards of Boroughs, Cities, and Regional Attendance Areas. Boards of Education in good standing shall be those which have paid all dues which are due and payable at the time of the Annual meeting.
- B. Associate members may include members of Advisory School Boards, charter school academic policy committees, the State Board of Education, the Commissioner of Education, the Deputy Commissioner, the Superintendents of the School Districts within the State of Alaska, and such others as may be approved by the Board of Directors of the Association.
- C. Life Members - All Past Presidents of the Association shall be life members of the Association.

D. Honorary Members - Honorary members shall be any person who has rendered distinguished service to the Association or Public Education in the State of Alaska, and has been voted into Honorary membership at an annual meeting of the Association.

Section 2 Voting powers of the membership

A. Each member school board in good standing with the Association shall be entitled to a weighted number of votes distributed on the basis of district size as determined by Average Daily Membership.

ADM Category	# Votes per District
<500	1
501 - 1,000	2
1,001 - 5,000	3
5,001 - 20,000	4
>20,000	5

Voting on all issues by the General Membership shall be conducted by a weighted vote.

B. Associate members, Life members and Honorary members of the association, who are no longer members of a school board in good standing with AASB, shall be entitled to all privileges of regular members except the right to vote and to hold elective office in the Association.

Article 4 Board of Directors

Section 1 Officers (Executive Committee)

A. The officers shall consist of a President, a President-Elect, a Secretary/Treasurer and the Immediate Past President. Each officer shall serve a term of one (1) year or until the selection and qualification of his/her successor. No two offices shall be held by the same person. The officers shall constitute the Executive Committee.

B. Officers of the Association shall be elected by the Board of Directors, and must presently be serving on the Board of Directors.

Section 2 Directors

A. There shall be fifteen seats on the Board of Directors of AASB. Elections shall be at large from throughout the state. Each seat on the board carries a three year term. The seats shall be divided into three classes of five seats. One class of seats shall be elected each year. In addition to the election of the class of seats slated for the election in any given year, replacement elections in other classes shall be conducted.

In seeking election to the Board of Directors, candidates may declare the length of term for which they are seeking election.

The classes of seats include:

- Seats 1-5
- Seats 6-10
- Seats 11-15

B. In instances where an Alaskan school board member is elected to the Board of Directors of the National School Boards Association (NSBA), that school board member shall automatically be added as the sixteenth but non-voting member to the Board of Directors of the Association of Alaska School Boards.

Section 3 Elections

Directors shall be elected by the Delegate Assembly during the Annual Conference. Those candidates receiving a majority of votes cast for their respective seat shall be declared elected.

An organizational meeting of the Board shall occur immediately following that election for the purpose of the Board selecting new officers. New officers will be announced to the general membership before the close of the Annual Conference.

Section 4 End of Local Board Term

At the time a member of the Board of Directors ceases to be a member of his/her local school board, he/she shall automatically cease to be a member of the Board of Directors, with the exception of the Past President. The Board of Directors at its next meeting shall appoint a new member for a period not to exceed the time of the next general election of the Association. However, if a vacancy occurs after the regular summer meeting, the seat may remain vacant until the general election.

An exception to the above practice shall occur when members of the Board of Directors choose not to run for election to their local school board in the October elections or are defeated in their election bid in October. Such directors shall remain as members of the Board of Directors until such time as the AASB election process at the annual meeting provides a replacement for them.

However, if a member from a district with spring elections chooses not to run or is defeated, their seat shall be filled by appointment. If a member of the Executive Committee's local board seat ends because of a term limit, they shall remain on the AASB Board until the next regular election.

Section 5 Executive Director as Ex-Officio

The Executive Director shall serve as an ex-officio member of the Board of Directors.

Section 6 Qualifications

Each officer and director, with the exception of the immediate past president, shall be a member of a Board of Education which is in good standing with the Association. Boards of Education in good standing shall be those which have paid all dues which are due and payable at the time of the Annual meeting.

Section 7 Powers and Duties

A. The Board of Directors, comprised of the officers and directors of the Association, shall be charged with establishing policy to further the purposes of the Association.

B. The Board of Directors shall have the responsibility to approve the budget which has been recommended by the Budget Committee and reviewed by the general membership at the Annual meeting. This budget may be revised by the Board of Directors at a regular or special meeting.

C. The Board of Directors shall have the power to employ an Executive Director and authorize such additional personnel as it deems necessary.

D. The Board of Directors shall have the power to authorize official publications of the Association.

E. The Board of Directors shall have the power to enter into contracts and shall have sole power to contract for loans and other negotiable paper on behalf of the Association.

F. The Board of Directors shall have the power to provide for the payment of travel and per diem expenses incurred by members and officers of the Association while engaged in the performance of duties under the direction of the Association.

G. The Executive Committee may make decisions that are in keeping with resolutions and/or the Board of Directors' actions and directions between meetings of the Board of Directors. Board members shall be informed of any decisions or actions taken by the Executive Committee.

Section 8 Vacancies

A. In the event of a vacancy or vacancies on the Board of Directors prior to the regular summer meeting, a majority of the remaining members shall appoint an eligible successor to serve until the next Annual meeting at which time a successor will be elected for the remainder of the term; except that if the office of President becomes vacant, the President-Elect shall succeed to the Presidency.

B. In case a vacancy occurs in both the office of President and President Elect at the same time, the Board of Directors shall appoint a new President and President Elect from within their own elected body. Both appointments shall last only until the next regular election of officers by the Board of Directors at the Annual Conference.

C. If a member of the Board of Directors has two unexcused absences from any scheduled meetings in the course of a year, the President shall remove him/her from his/her position on the Board of Directors. The President shall communicate such action to the Board of Directors. The decision of the President may be appealed or overruled by a 2/3 vote of the membership of the Board of Directors.

Article 5 Meetings

Section 1

There shall be an annual meeting at a location to be chosen by the members during a delegate assembly.

Section 2 Board of Directors Meetings

- A. The Board of Directors shall meet at least once each year between annual meetings. Additional meetings may be called by the President or at the request of any five members of the Board. All directors will be given notice of time and place of the board meetings at least two (2) weeks prior to the meeting date.
- B. A special meeting of the Board of Directors may, upon the initiative of the President and with the knowledge and consent of a majority of the members of the Board, take place either in person or using electronic media or audio conference without the two (2) weeks prior notice.

Section 3 Executive Committee Meetings

Meetings of the Executive Committee shall be called by the President or a majority of the Committee.

Section 4 Quorums and Procedures

- A. School board members representing at least 50% of the qualified weighted vote shall constitute a quorum at the annual meeting of the Association.
- B. Eight members of the Board of Directors shall constitute a quorum for its meetings. Any substantive issues must be ratified by a majority of the Board of Directors. Substantive issues deal with employment practices, contractual agreements, policy matters, legal issues, and financial issues.
- C. At all meetings of the Association, the Delegate Assembly shall follow Robert's Rules of Order, Revised, except where a Delegate Assembly rule conflicts with Robert's Rules of Order Revised, in which case the Delegate Assembly rules shall apply.

Article 6 Finance

Section 1 Budget

The Budget for the ensuing fiscal year shall be approved by the Board of Directors. The Board of Directors shall also have the power to approve alterations in the Budget.

Section 2 Revenue

To meet the expenses necessary to carry on the program of the Association, each member Board shall pay annual dues, which shall be established or modified only at an annual meeting. Fees may be charged to cover, in whole or in part, the necessary expenses of meetings or workshops of the Association. The Board of Directors shall authorize sources of revenue for AASB.

Section 3 Audits

The Executive Director shall submit an audited financial statement at the end of the fiscal year, which shall be prepared by an independent Certified Public Accountant. The Executive Committee shall approve, upon recommendation of the Executive Director, the auditor of record. The audit report shall be accepted by the Board of Directors and a copy of the audited financial statement will be included in the annual report to the Delegate Assembly.

Section 4 Fiscal Year

The fiscal year has been determined to be January 1 to December 31.

Article 7 Executive Director

Section 1 Employment

The Board of Directors shall have the power to appoint and remove the Executive Director, and to determine the salary and expenses paid to the Executive Director, within the limits of the adopted Budget.

Section 2 Duties

A. The Executive Director shall manage, supervise, and direct the operations of the Association within the authority delegated by the Board of Directors. The Executive Director shall be an ex-officio member of the Board of Directors, without voting rights. The Executive Director will serve as a resource at the annual meeting but will not have voting rights.

B. The Executive Director shall undertake such duties, responsibilities and authority as may be delegated by the Board of Directors. The Executive Director is authorized to hire, supervise, and discharge staff and consulting personnel.

C. The Executive Director shall be responsible for the preparation of the preliminary budget to be submitted to the Budget Committee and the Board of Directors.

D. The Executive Director, except as otherwise provided in this Constitution and By-Laws, may be authorized by the Board of Directors to enter into contracts and to execute or draw any instruments on behalf of the Association.

E. The Executive Director or authorized designee shall collect all income for the Association.

F. The Executive Director or agents of the Association as provided by resolution of the Board of Directors shall sign all bills, drafts, acceptances, checks, endorsements or other evidence of indebtedness.

Article 8 Association Office and Year

Section 1 Office

The Association shall maintain its office or offices at such place or places as the Board of Directors shall determine.

Section 2 Official Year

The official year of the Association shall be from the close of the Annual meeting in the fall until the close of the succeeding meeting and officers terms will coincide with the official year.

Article 9 Policy Development

Section 1 Beliefs and Policies

A. The Executive Director of the Association of Alaska School Boards shall be vested with the authority to voice, based upon his/her best judgment, positions on issues when conditions warrant and when neither the Board of Directors nor the membership, meeting in general session, has developed a formal position.

The Executive Director shall exercise this authority when, in his/her judgment, a compatible sentiment is being demonstrated by the membership. In all other instances, the Executive Director shall seek direction from the Board of Directors.

B. The Association shall not take an official position to endorse or oppose candidates for political office, either partisan or non partisan.

Section 2 Resolutions

A. Resolutions shall automatically sunset five full years after adoption unless reintroduced during the resolution solicitation process and adopted by the membership of the Association of Alaska School Boards. Action by the Delegate Assembly may modify, rescind or otherwise rule on any resolution during the five year sunset period.

B. The Resolutions in effect shall be mailed to all member school boards for their review and recommendations to be considered at the annual meeting by August 15. Proposed resolutions to be considered by the Delegate Assembly must be submitted in writing to the association office no later than forty (40) days prior to the first business session of said annual meeting. Resolutions may be submitted by the AASB Board of Directors, Regular and Associate members, and by Association Committees or Task Forces. A composite of the recommendations made by member boards for action on resolutions shall be mailed to the membership no later than thirty (30) days before the annual meeting.

C. Proposed resolutions which are not submitted as provided for in this section shall not be considered by the annual meeting unless two thirds of the total votes cast are in favor of suspending these rules to consider such late proposals.

Section 3 Resolutions Presentation

The Resolutions Committee shall review all proposed resolutions, distribute a final draft of proposed resolutions to the membership at least 24 hours prior to resolution consideration by the general membership at the annual meeting of the association and may recommend the approval or disapproval of any resolution to the Delegate Assembly. The Resolutions Committee has the prerogative to determine which resolutions to recommend to the Delegate Assembly.

B. A resolution not submitted through the appropriate process and meeting the required timelines, or a resolution which was correctly presented to the resolutions committee for presentation but has received negative consideration by that committee, may be considered by the Delegate Assembly under

the following conditions:

A motion must be properly made to ask that the rules be suspended and that the Delegate Assembly take up the questioned issue.

The motion to suspend shall require an affirmative vote of two thirds of the total votes cast to allow the measure to be considered.

Article 10 Committees

Section 1 Nominating Committee

A. A Nominating Committee shall be constituted and selected as follows: The Immediate Past President, or if not available, a past president of the association, shall serve as Chairman of the committee and the remaining four (4) members shall be appointed by the President, one each from the four Judicial Districts of the State.

B. The Committee shall submit a report with the slate of Directors, consisting of one name for each directorship, to the general membership at the annual meeting.

When submitting the slate of Directors to the membership, the Committee shall also report the election process and criteria employed in the selection process.

C. Additional nominations of qualified candidates may be made from the floor providing the consent of the nominee has been obtained.

Section 2 Resolutions Committee

The Committee created to consider Resolutions shall be comprised of the President and/or his/her designee(s) of each member Board. The Chairman of the Committee shall be the President-Elect of the Association and shall convene the Resolutions Committee prior to the annual meeting. It shall study all proposals received and shall prepare a report of its recommendations. Such report shall be distributed to the voting members no later than 24 hours in advance of the business sessions designated for voting on resolutions.

Voting procedure for the Resolutions Committee:

The Chairman of the Resolutions Committee shall insure that there shall be one voting delegate Identified for each district present and participating in the activities of the committee.

The Chairman of the committee shall direct the voting on resolutions properly before the committee. Weighted voting as described in Article 3 Section 2A shall be employed in the voting that occurs in the Resolution Committee.

Section 3 Budget Committee

The Budget Committee shall be the Secretary/Treasurer of the Association, two members of the Board of Directors, and two members at large. The Secretary/Treasurer shall serve as Chairman. The committee shall be responsible for the preliminary approval of the budget which will be submitted to the Board of Directors. The Board of Directors may submit the preliminary budget to the membership for comment prior to final approval.

Section 4 Constitution and Bylaws Committee

A Constitution and Bylaws Committee shall be appointed by the President to serve in the period between annual meetings. The committee shall consist of four members, one from each judicial district as designated by the President and the Chairman, who shall be the Secretary/Treasurer.

The committee shall meet at least once during the period between annual meetings and review the Constitution and Bylaws. The committee shall present the recommendations to the Board of Directors at a meeting at least 60 days prior to the summer meeting. The Board of Directors will review the proposed changes and may forward additional recommendations regarding committee proposals to the general membership.

Section 5 Awards Committee

The President of AASB will appoint a Chairperson who is a member of the Board of Directors and a member from each judicial district to serve on the Awards Committee, with the provision that each person must have previously attended at least one state Annual Conference.

Nominations for awards must be postmarked or faxed no less than 14 days before the meeting date of the Awards Committee.

Selection for awards will be based on but not limited to the following criteria:

- Must be a member in good standing of AASB.
- Nominees must have served on their local board for at least four consecutive years.
- Level of AASB Boardsmanship Academy points attained.
- Demonstrated evidence and leadership as measured against Board Standards.
- Participation in state activities.

Section 6 Advocacy Committee

The President of AASB may appoint an Advocacy Committee from the Board of Directors and the general membership. The committee will be responsible for identifying issues affecting children's education as the focus of an advocacy campaign each year that will be promoted by the Association.

Section 7 Other Committees

Additional Committees may be created by the Board of Directors. The President shall appoint members to these committees.

Article 11 Amendments

This Constitution may be amended at any annual meeting of the Association by two thirds of the total votes cast, provided due notice in writing of the proposed amendment is submitted to the Board of Directors at least sixty (60) days prior to the time of the regular annual meeting. The Executive Director shall, not less than thirty (30) days prior to the annual meeting, forward to the membership by adequate means of communication notice of all proposed changes in the Constitution.