



Washington State School Directors' Association

 Delegate  
**WSSDA** Assembly  
2010

November 19, 2010

# Table of Contents

2010 Resolutions Committee Members.....3

2010 Resolutions Committee Report .....5

Agenda.....7

Rules of Procedure .....9

Consent Calendar.....11

Regular Calendar .....13

Financial Summary .....35

WSSDA Bylaws .....37

Positions Review Cycle .....48

# Notes



## 2010 Resolutions Committee

Member	School District	Director Area
Ken Christoferson	Stanwood/Camano	I
Mark Wahlstrom	Tukwila	II
Janet Quinn	Northshore	II
Reva Palmer	Franklin Pierce	III
Bruce Richards, <i>Chair</i>	Central Kitsap	IV
Jay Wood	Tumwater	V
Edri Geiger	Vancouver	VI
Jane Cline	Okanogan	VII
Bruce Drollinger	Naches Valley	VIII
Chris Nieuwenhuis	Riverside	IX
Susan Weed	Pullman	X
Mary Guay	Richland	XI
Deborah Heart	Goldendale	WSSDA President-elect

# Notes

# Resolutions Committee Report

During the Washington State School Directors' Annual Conference in Spokane, November 17 through 20, 2010, delegates from each school board will meet in a Delegate Assembly to take action on official positions of the Association. Those action items are presented in this handbook as suggested resolutions.

The WSSDA Bylaws provide that:

- There shall be a Delegate Assembly consisting of one voting member from each school board in the state. It shall meet in conjunction with the Annual Conference. (Association Meetings, Delegate Assemblies, Article XI (2)(A))
- The Delegate Assembly shall establish the Association's Permanent Positions and the annual dues; amend the Bylaws; and may conduct such other business as may properly come before it. (Association Meetings, Delegate Assemblies, Article XI (2) (B))
- Special meeting of the Delegate Assembly may be called by the Board of Directors or by the delegates at any Delegate Assembly. (Association Meetings, Delegate Assemblies, Article XI (2)(C))
- Any proposed amendment to the Bylaws must be submitted to the Board of Directors at least 90 days prior to the Delegate Assembly. The amendment must be submitted by at least five school boards that have taken formal board action to recommend the amendment or by a majority of members of the Board of Directors of the Association. The Board of Directors shall review and refer all proposed amendments to the Delegate Assembly with recommendations. (Amendments, Article XV (1))
- Bylaws may be amended at the Delegate Assembly by a two-thirds vote of the delegates present, provided due notice, in writing, of the proposed amendment is submitted to the members at least 30 days prior to the Delegate Assembly. (Amendments, Article XV (2))

In addition, the Bylaws also provide that "each year the Resolutions Committee shall review approximately 20 percent of the permanent Association's Positions and recommend revisions and/or deletions for consideration at the Delegate Assembly." (Article IX, Committees, Section 7, Resolutions Committee, C-2.) This year, the committee reviewed *Section 3, Finance*, and has proposed several changes as a result of that review.

# Notes

# Agenda

- I. Call to Order
  
- II. Statement of Qualifications to Act  
Article XI, Section 5
  
- III. Report of the Credentials Chairman
  
- IV. Introductions:
  - A. Parliamentarian, Mary Randolph, PRP, CPP-T
  - B. Timekeepers
  
- V. Adoption of Rules of Procedure
  
- VI. Action on Consent Calendar
  
- VII. Action on Regular Calendar
  
- VIII. Other Business
  
- IX. Announcements
  
- X. Adjournment



# Notes

# Rules of Procedure

## Delegates

- A. One voting ribbon shall be issued to each school board represented at the Delegate Assembly.
- B. Only a school director wearing the district's voting-delegate ribbon (hereinafter called the delegate) is permitted to participate in the proceedings and vote.
- C. Only one person may be a district's delegate on any one agenda item.

## Documents

- A. Consent Calendar: The permanent positions, as adopted by the Delegate Assembly are reviewed yearly by the Resolutions Committee. Any proposed changes shall be recommended to the Delegate Assembly for consideration. These positions may be open for consideration following the completion of the Regular Calendar agenda.
- B. Regular Calendar: A committee member shall present individual proposals or issues from the Resolutions Committee. Delegates will vote on each issue under debate rules established by adoption on this document.

## Procedure for Proposals

- A. A member of the Resolutions Committee or Board of Directors shall state the proposal in summary form and move on behalf of the Resolutions Committee the motion for action.
- B. The vote of the Assembly will be on the proposal as printed or amended, not on the Committee's recommendation.
- C. Amendments shall be presented to the president in writing, signed by the mover and provide his/her school district name and number.
- D. All voting on issues, with the exception of challenged votes, shall be by voice or by show of hands. Challenged votes shall be conducted as a standing vote or a

weighted vote as prescribed in Article XI of the WSSDA Bylaws. Any delegate may call for a weighted vote before, during or after a standing, hand or voice vote is taken on a motion.

- E. Any delegate may move to reconsider a motion that has already been considered.

## Timers

- A. The president shall designate one or more official timekeepers.
- B. A mechanical timer shall be used, its face made visible to the voting membership. Its lights shall give warning of remaining or expired time.

## Debate

- A. Proponents of the motion may first speak on its behalf. Delegate(s) from the proposing board(s) shall have the first opportunity to speak. Supporters of the motion may speak for not more than a total of three minutes.
- B. Opponents of the motion may speak against the motion for not more than a total of three minutes.
- C. Each Amendment shall have a maximum of three minutes "Pro" and three minutes "Con."
- D. Members of the Delegate Assembly and/or WSSDA staff may be recognized by the president for purposes of clarification.
- E. When a delegate has spoken on the pending motion, that delegate will not be recognized again for the same motion until all other delegates who wish to speak have spoken.

## Parliamentary Authority

The parliamentary authority shall be *Robert's Rules of Order Newly Revised*, 10th edition.

# Notes

# Consent Calendar

The proposals included on this consent agenda are editorial changes in current positions that are being suggested as a result of the Resolutions Committee review of Section 3, *Finance*.

Material to be deleted is *italicized and crossed out* and new material is in **bold type and underlined**.

## 1. Amend Present Position

### 3.1.1 Long-Range Financial Support

The WSSDA believes that the financing of the common schools ~~should~~ **shall** be stable, ~~adequate~~ **ample**, responsive to the electorate and equitably borne, providing ~~the best a~~ **quality** public education ~~available~~ **for all students**.

*(Adopted 1965; Amended 1982 and 2000)*

#### **Argument For:**

Be consistent with the constitution and the McCleary decision.

## 2. Amend Present Position

### 3.1.2 Fiscal Responsibility

The WSSDA recognizes that limited resources are available to fund public education. Local school districts ~~must~~ **shall** use these resources responsibly for quality education.

*(Adopted 1985)*

#### **Argument For:**

Update and make language consistent.

## 3. Amend Present Position

### 3.2.2 Funding of Co-curricular Activities

The WSSDA believes that co-curricular programs are an essential part of a student's education. The state ~~should~~ **shall** participate in the funding of such activities.

*(Adopted 1981; Amended 1985 and 2000)*

#### **Argument For:**

Make a stronger statement.

## 4. Amend Present Position

### 3.3.2 Art Objects in School Facilities

The WSSDA believes that when art objects are provided from the state capital construction budget, school boards ~~will~~ **shall** have the option to select artists and art projects that have particular significance to their communities.

*(Adopted 1988; Amended 2000, 2005)*

#### **Argument For:**

Update language

## **5. Amend Present Position**

### **3.4.1 Private Schools Funding**

The WSSDA believes private schools make their greatest contribution to a diverse society by remaining strictly independent of government. Public funds ~~should~~ **shall** not be used to support private schools directly or indirectly through tax credits, vouchers or similar mechanisms.

*(Adopted 1970; Amended 1982, 1985 and 2000)*

#### **Argument For:**

Stronger language.

# Regular Calendar

The proposals included on this regular agenda are changes in current positions that are being suggested as a result of the Resolutions Committee review of Section 3, *Finance*.

The Regular Calendar also includes proposals from the WSSDA Board of Directors.

Material to be deleted is *italicized and crossed out* and new material is in **bold type and underlined**.

## 1. Amend Present Position

### 3.1.3 State Funding of School Operations

The WSSDA believes the state legislature ~~*must shall amply meet the constitutional requirement to fully*~~ fund public education **as mandated by the constitution**. ~~*Limited local Levies were*~~ **are not intended to fund basic education but are intended to and should provide community support for to fund** enrichment programs. ~~*It is the responsibility of local school boards to be accountable and responsible for the expenditure of school district resources.*~~

(Adopted 1980; Amended 1982, 1990, 2000, 2005)

#### Argument For:

Clarify and strengthen language.

## 2. Amend Present Position

### 3.2.1 Funding of Mandated Programs

The WSSDA believes that state and federal governments have a legal duty to fully fund any programs mandated by legislation. Such funding ~~*must shall*~~ not limit or direct local expenditures **nor be competition based**.

(Adopted 1985; Amended 1986, 1990, 1995, 2000, 2005)

#### Argument For:

Respond more strongly to recent actions by the government to tie funding to competition grants.

## 3. Amend Present Position

### 3.3.1 Management of Common School Trust Lands

The Enabling Act creating the State of Washington states that these lands shall be held in perpetuity for the benefit of the common schools (K-12 public schools). The WSSDA's ~~*basic policy regarding*~~ **believes trust lands shall be managed to provide maximum revenue for the public common schools and** ~~*the management of common school trust lands is:*~~

- **A sustainable revenue shall be generated from the common school trust lands;**
- **There shall be compensation to the common school trust from conserving, preserving, or compromising the lands' ability to generate a fair financial return;**
- **Diversity of assets is needed to maintain revenue sustainability;**
- **A dedicated fund for common school trust revenue is essential;**
- **Purchase or exchange of lands shall be done if it is in the best interest of the trust; and**
- **Trust lands shall provide multi-use purposes as long as it enhances or does not compromise revenue or value of land.**
- ~~*That common school trust lands be retained as a basic school resource, except that exchang-*~~

- ~~es of land of equal value which have an equal or greater appreciation rate may be made, with due public notice, to establish parcels which lend themselves to efficient management;~~
- ~~• That those trust lands be managed to provide maximum revenue for the public common schools; further, that leases or rentals of common school trust lands, for other than school use, be allowed only when the lease or rental returns a fair, current competitive revenue for such land; and~~
  - ~~• That if resources, such as trust lands, are removed as a source of revenue by action of the federal or state government, provisions must be made for assuring a continuing offsetting compensation for the revenue lost.~~

(Adopted 1966; Amended 1985, 2000, 2005)

**Argument For:**

Update language.

**4. Amend Present Position**

**3.5.1 Support of Educational Service Districts**

The WSSDA supports ~~adequately~~ **ample** funding of educational service districts ~~providing services at the request of local districts.~~

(Adopted 1978; Amended 1982)

**Argument For:**

Support ESD core services and special requests from districts.

**5. Delete Present Position**

~~3.5.2 — Funding of ESD Core Services~~

~~The WSSDA believes the state should fully fund the core services function of the educational service districts.~~

(Adopted 1983)

**Argument For:**

Covered in position 3.5.1, Support of Educational Service Districts.

**6. New WSSDA Position**

**Submitted by the Cashmere Board of Directors**

The Washington State School Directors' Association recommends that the Washington Interscholastic Activities Association (WIAA) amend eligibility requirements by adopting a "No F" policy to participate in extracurricular or co-curricular activities.

**Resolutions Committee Recommendation: DO NOT PASS**

**Argument For:**

Participation in extracurricular or co-curricular activities should be a privilege, not a right. Students will rise (or fall) to the level of expectation, and they should be expected to pass all of their classes with at least a "D" to be eligible to participate (understanding that extenuating circumstances may require special consideration).

**Argument Against:**

This should be a local school district decision.

## **7. New WSSDA Position**

### **Submitted by the Blaine Board of Directors**

The WSSDA believes that Parent Partnership Programs are an integral, cost-effective part of this comprehensive educational program. No change to the state education system should be enacted that specifically targets or has a consequence elimination of the PPP educational choice for families of Washington State.

**Resolutions Committee Recommendation:** DO NOT PASS

### **Argument For:**

The state of Washington's primary responsibility is to provide a comprehensive educational system, which supports all students in becoming contributing citizens of our state and society. Each student deserves an appropriate educational opportunity. Equal education does not mean the same educational model for all but rather that no single segment of our education system should be discriminated against and singled out for cuts or elimination.

When a WAC change, such as 392-127-090, is considered, the consequences to all educational opportunities must be equally weighed to ensure an appropriate education for all students. During difficult economic times, education must remain a priority and all students provided a solid educational program.

### **Argument Against:**

Unnecessary to create a new position – this subject is covered under 2.2.5, *Homeschooling Program Opportunities*, and 2.2.6, *Alternative and Nontraditional Schools*.

## **8. New WSSDA Position**

### **Submitted by the North Kitsap Board of Directors**

### **Effective Budget Process**

The Washington State School Directors' Association (WSSDA) recommends that the current state budget process be revised to enable school budgets to be created, deliberated and passed without being forced to predict state funding in order to determine staffing levels and program support.

**Resolutions Committee Recommendation:** DO NOT PASS

### **Argument For:**

Every year school boards are required by law to determine who, if any, of their staff will be laid off by May 15. This creates huge issues and much uproar as school funding has not been determined by the state legislature. It means people get laid off, only to be rehired later if state funding comes through. It means those staff members are in an unenviable position of having to gamble whether their district will be able to rehire them or whether they should seek other employment. It means districts face losing personnel they want and forcing them to go through wasted time and effort simply to rehire people that have been working for them.

At the same time, programs are reviewed to determine what cuts may need to be made in order to preserve as many classroom staff as possible. It is an exercise that wastes people's time and energies because they are forced to guess at what they may get and prepare best/worst case scenarios. If the funding were known prior to starting



the district budget process, it would make everything much easier and save valuable time, money and resources. No effective planning can occur when money is an ever changing amount.

The school budgeting process is neither fair nor effective. The process is broken and must be fixed. WSSDA must demand the state legislature fix the problem even if it means that the legislature change its calendar so that their budget decisions come prior to school budget cycles. For example, the legislature could convene in the fall, finish by the end of the year enabling districts to know the monies that will be coming. School boards could start the budgeting process at the beginning of the new year, ending in March/April – in plenty of time for notification in May, if necessary, of any layoffs.

This proposal will put the school district budget process on the right track. It will allow districts to make effective use of the time and energy involved by staff and their community in setting their budget.

**Argument Against:**

Unnecessary to create a new position – this subject is covered under Legislative Position 7.8.5, *Fiscal Nonrenewal Date*.

**9. New WSSDA Position**

**Submitted by the Tukwila Board of Directors**

**Measures of Academic Progress for ELL Students**

The Washington State School Directors' Association supports the development of a much improved accountability measure of the academic progress of our ELL students.

**Resolutions Committee Recommendation:** DO NOT PASS

**Argument For:**

The federal government requires that ELL students take the state standardized tests in English after having had a chance to learn English for only a year. The vast majority of ELL students in the state do not pass the standardized tests. This is neither a fair nor a useful measure of their academic progress. The WLPT test results are simply reported on a yearly basis. The federal Annual Measureable Achievement Objectives (AMAO) that attempt to measure progress over time are confusing and inconsistent. The Accountability Index work done by the State Board of Education has called out the need for a more fair and useful measure of academic progress for our ELL students. The state has a steadily increasing number of ELL students. We owe it to these students and their families to provide a fair and understandable measure of how well our ELL students are progressing in their pursuit of the academic proficiency that will prepare them to succeed in their lives.

**Argument Against:**

The proposed position needs further clarification.

## 10. New WSSDA Position

**Submitted by:** Tukwila School District Board of Directors

### **Achievement Gap**

The Washington state School Directors' Association (WSSDA) believes that the achievement gap between students from low income families and non low income families is not acceptable. WSSDA shall initiate and/or support legislation that changes the state's basic education funding formulae to provide sufficient additional funding for each student that qualifies for free and reduced price meals to significantly close the achievement gap.

**Resolutions Committee Recommendation:** DO NOT PASS

### **Argument For:**

Washington state has made no appreciable progress in closing the achievement gap at any grade level or in any subject in the state of Washington over the last four years. As a group, students from low income families have significantly more challenges to achieving academic proficiency compared to students from more economically advantaged families. In order to provide an equal opportunity for all students, equity demands that the state fund a learning environment where all students have an equal opportunity to achieve academic proficiency.

### **Argument Against:**

Should be under legislative positions or reworded as a general funding Association position.

## 11. Amend Bylaw

**Submitted by the WSSDA Board of Directors**

### **Article I. Name**

This Association shall be known as the Washington State School Directors' Association (~~The~~ WSSDA), herein after referred to as the Association.

### **Explanation:**

Technical correction.

## 12. Amend Bylaw

**Submitted by the WSSDA Board of Directors**

### **Article III Powers**

The ~~Washington State School Directors'~~ Association shall have the powers as set forth in the bylaws and RCW 28A:

- A. To prepare, adopt, amend and repeal a constitution and rules and regulations, bylaws, and general policy statements for its own organization and for its government and guidance, provided action taken with respect thereto is not inconsistent with the provisions of law under RCW 28A;
- B. To arrange for and call such meetings of the Association, or of the officers and committees thereof, as are deemed essential to the performance of its duties;

- C. To provide for the compensation of members of the Board of Directors, and for the payment of travel and subsistence expenses incurred by members, officers and employees of the Association while engaged in the performance of duties under the direction of the Association;
- D. To employ an Executive Director and other necessary personnel;
- E. To collect membership dues according to law; and
- F. To act or to provide such services as may be requested or authorized by the Association's members or for them by the Board of Directors, provided that such acts or services are permitted by law, and the Bylaws.

**Explanation:**

Technical correction.

**13. Amend Bylaw**

**Submitted by the WSSDA Board of Directors**

**Article IV Members, Section 1, Classification of Members**

The membership of the Association shall be comprised of: ~~the members of the boards of directors of the school districts of the state.~~

- A. Regular Members. Regular members shall be the members of the boards of directors of the school districts of the state of Washington, as provided by law.
- B. Associate Members. Associate members shall comprise the educational service districts' board members and members of the State Board of Education.
- C. Honorary Members. Honorary members shall comprise the Past Presidents of the Association **no longer serving on a local board** and any who have rendered distinguished service to this Association or to education and have been voted into honorary membership by the Association at ~~an Annual Conference~~ **the Delegate Assembly**.

**Explanation:**

Technical correction.

**14. Amend Bylaw**

**Submitted by the WSSDA Board of Directors**

**Article IV Members, Section 2, Privileges**

~~Associate members and honorary members shall be entitled to all the privileges of regular members except the right to vote or to hold elective office in the Association.~~ **Privileges of associate and honorary members include:**

- A. The privilege of attending meetings as a nonvoting participant; and**
  - B. Receiving copies of the Association's complimentary publications.**
- Such members are not eligible to hold elective office or participate in the Association's business or operating decisions.**

**Explanation:**

Clarifies that the privileges of associate and honorary members are limited.

## 15. Amend Bylaw

Submitted by the WSSDA Board of Directors

### Article V Officers

There shall be ~~three~~ **four** officers: a President, a President-elect, ~~and~~ a Vice President **and the immediate past president**. The Vice President shall be elected from the east side of the Cascade Mountains in even-numbered years and from the west side of the Cascade Mountains in odd-numbered years. A school director shall be ineligible to serve as an officer if he or she is simultaneously serving as a statewide elected official or as a member of the state legislature.

#### Explanation:

Makes the immediate past president an officer.

## 16. Amend Bylaw

Submitted by the WSSDA Board of Directors

### Article V Officers, Section, 1 Terms

- A. The terms of office for the President, President-elect and Vice President shall be one year or until his/her successor is ~~installed~~ **elected**.
- B. Upon the completion of the President's term of office at the end of the Annual Conference, the President-elect shall assume the office of President.
- C. A President not reelected in his/her district of residence may act as presiding officer at the immediately ensuing Annual Conference.

#### Explanation:

Technical correction.

## 17. Amend Bylaw

Submitted by the WSSDA Board of Directors

### Article V Officers, Section 2, Elections

The **election of the** President-elect and Vice President shall be ~~elected~~ **announced** at the Annual Conference and **they** shall take office immediately following adjournment of that conference.

*A. Nominations may be made from the floor with the approval of the nominee.*

~~BA.~~ The election shall be by written **or electronic** ballot. **Every regular member of the Association will receive a ballot.**\* Those candidates receiving a majority of votes cast for the respective offices shall be declared elected.

~~CB.~~ If no candidate receives a majority of the votes, the two candidates receiving the highest number of votes will be candidates for re-balloting.

**\*The Nominating Committee will create policies and procedures to implement the all member voting process by 2012.**

**Explanation:**

Changes the process for electing officers.

1. All members of the Association will receive a ballot.
2. The election will occur before Annual Conference.
3. Balloting could be by paper ballot or electronically.
4. If approved, the Nominating Committee will develop policies and procedures by 2012.
5. Nominations from floor are eliminated.
6. Amend Bylaw

**18. Amend Bylaw**

**Submitted by the WSSDA Board of Directors**

**Article V Officers, Section 3, Vacancy**

~~A. In the event of a vacancy in the office of President, the President-elect shall assume the presidency for the remainder of the President's term and then shall serve a full term as President in his/her own right.~~

~~B. In the event of a vacancy in the office of President-elect, the remaining members of the Board of Directors shall, with convenient speed, elect a successor from the same side of the Cascade Mountains to serve the remainder of the term; provided that a President from the same side of the Cascade Mountains shall be elected at the next Annual Conference.~~

~~C. In the event of a vacancy in the office of Vice President, the remaining members of the Board of Directors shall, with convenient speed, elect a successor from the same side of the mountains as the elected vice President to serve the remainder of the term.~~

**A. A vacancy occurs when an officer resigns or is removed; or when the officer for any reason is no longer eligible to serve on their local board, including failure to receive a majority of votes in a local election.**

**B. In the event of a vacancy in an officer position after Annual Conference, the Nominating Committee shall conduct a special election\* of the membership to fill that vacancy for the remainder of the term. If the vacancy occurs in the office of vice president the successor shall come from the same side of the Cascade Mountains as the elected vice president.**

**C. In the event of a vacancy occurring within three months of the end of an officer's term, the board, after consultation with the Nominating Committee, shall appoint a member to fill the vacancy for the remainder of the term.**

**D. In the event of an absence of the president, the president-elect shall assume the duties of president. In the event of an absence in the offices of president and president-elect, the vice president shall assume the duties of those positions.**

**\*The Nominating Committee shall develop the process for special elections by 2012.**

**Explanation:**

A new definition is created for a "vacancy."

Officer vacancies will be filled in two ways:

1. By a special election; or
2. If within three months of the end of a term, the WSSDA Board will appoint a replacement.

The Nominating Committee is directed to develop a special election process.

## 19. Amend Bylaw

**Submitted by the WSSDA Board of Directors**

**Article VII Board of Directors, Section 1, Membership**

The Board of Directors shall consist of the president, president-elect, vice president, **and immediate past president** and representatives from school director areas, as defined in the Bylaws. ~~The Immediate Past President and~~ **Any** member(s) serving on the NSBA Board of Directors shall serve ex officio **with voting privileges**.

### **Explanation:**

The immediate past president is a member of the board like other officers.

## 20. Amend Bylaw

**Submitted by the WSSDA Board of Directors**

**Article VII Board of Directors, Section 3, Terms of Office**

~~Board members shall hold staggered three-year terms or until their successors have been elected. Terms shall begin at the close of the Annual Conference at which they are elected. The Board of Directors shall have authority to fix the length of the first terms of Board members from newly-created school director areas.~~

**Each Board of Directors' member shall hold this position until a successor has been elected. The terms of the representatives from school director areas shall begin immediately following the close of the Annual Conference and shall be for three years and staggered so that, as nearly as may be, the terms of one-third shall expire each year. Service on the Board of Directors shall be limited to two consecutive three-year terms.\* The Board of Directors shall have authority to fix the length of the first terms of representatives from newly-created school director areas.**

**\*For members serving on the Board, as of January 2010, the term limitations cycle shall begin when their current term expires.**

### **Explanation:**

Creates a term limit of six years for WSSDA Board members. Specifically, a member can only serve two consecutive three-year terms. The term limits cycle would begin for current WSSDA Board members at the expiration of their current terms.

## 21. Amend Bylaw

**Submitted by the WSSDA Board of Directors**

**Article VII Board of Directors, Section 4, Duties**

- A. The Board of Directors shall, between Annual Conferences, be charged with implementing the purposes of the Association, exercising general supervision over its affairs and interpreting the Bylaws. It shall be charged with the duty of effecting policies and programs adopted at meetings of the Association.



- B. The Board of Directors shall have the responsibility to prepare and approve the Association's annual budget. This budget may be revised by the Board of Directors at any time.
- C. The Board of Directors shall have such power as is ~~normally exercised by such governing bodies~~ **identified by the policies, Bylaws, parliamentary authority and the Board of Directors** to provide for the effective and efficient operations of ~~the~~ Association, provided that all actions shall be in compliance with the law, ~~the terms of the Association's Bylaws~~, and those positions established by the delegates at the ~~Annual Conference~~ **Delegate Assembly**.

**Explanation:**

Technical correction to clearly identify the powers of the Board.

**22. Amend Bylaw**

**Submitted by the WSSDA Board of Directors**

**Article VII Board of Directors, Section 5, Meeting**

- A. The Board of Directors shall **meet in person or by electronic means** at the call of the President or on its own motion or upon the request of any four of its members.
- B. With proper notification to all members, the Board may meet by teleconference.

**Explanation:**

Clarify that the WSSDA Board may use technology for meetings.

**23. Amend Bylaw**

**Submitted by the WSSDA Board of Directors**

**Article VIII Executive Committee, Section 1 Membership**

There shall be an Executive Committee comprised of the officers of the Association, ~~the Immediate Past President ex officio~~ and one Board member elected from the Board of Directors.

**Explanation:**

Immediate past president is now an officer, not ex officio.

**24. Amend Bylaw**

**Submitted by the WSSDA Board of Directors**

**Article VIII Executive Committee, Section 3, Meetings**

- A. Meetings may be called by the president or a majority of the members.
- B. Meetings may be held by teleconference **or other electronic means**.

**Explanation:**

Clarify that the Executive Committee may use technology for meetings.

**25. Add New Section to Bylaws**

**Submitted by the WSSDA Board of Directors**

**Article IX Committees, Section 2, Elections**

**A. At each Annual Conference of the Association, committee representative(s) from**

school director areas shall be elected by director area caucus by a plurality of the votes cast. They shall serve for a two-year term or until their successors are elected. Terms shall be staggered so that, as nearly as possible, the terms of one-half of each committee shall expire each year.

**B. Committee members shall assume office immediately following their election at the Annual Conference.**

**Explanation:**

The provisions for election of committee members (Resolutions, Legislative and IAC) are combined in one place.

**26. Amend Bylaw**

**Submitted by the WSSDA Board of Directors**

**Article IX Committees, Section 2 3, Other Committees**

- A. The Board of Directors may create advisory committees or task forces. The president, with the approval of the Board, may appoint the chair~~man~~ and members.
- B. All advisory committees or task forces shall be reviewed annually.

**Explanation:**

Technical correction.

**27. Amend Bylaw**

**Submitted by the WSSDA Board of Directors**

**Article IX Committees, Section 3 4, Meetings**

Meetings may be held by teleconference **or other electronic means.**

**Explanation:**

Clarifies that committees can meet by using technology.

**28. Amend Bylaw**

**Submitted by the WSSDA Board of Directors**

**Article IX Committees, Section 5 6, Legislative Committee**

- A. Membership: There shall be a Legislative Committee which shall consist of the Vice President, four representatives from Director Area II and two representatives from all other director areas, as defined by the Bylaws.

~~B. Election:~~

1. At each Annual Conference of the Association, one half of the Legislative Committee members representing each director area shall be nominated and elected by director area caucus by a plurality of the votes cast.
2. They shall assume office immediately following their election at the Annual Conference.
3. They shall serve for two years or until their successors are elected.

CB. Duties:

1. The Legislative Committee shall recommend an annual legislative program,



- including all positions and priorities** to the Board of Directors **for final approval**. It shall devise that program with input from the Legislative Assembly.
2. The Legislative Committee shall monitor and actively support the Association's legislative program.
  3. Each year the Legislative Committee shall review approximately twenty (20) percent of the Standing Legislative Positions and recommend revisions and/or deletions for consideration at the Legislative Assembly.
  4. The Legislative Committee shall appoint three members to the Positions Subcommittee. The Positions Subcommittee shall review proposals for potential conflicts or inconsistencies with existing positions. The president or a designee shall chair the Subcommittee. Meetings shall be called, as needed, by the chair.

**Explanation:**

Clarifies that the WSSDA board has final approval over legislative positions.

**29. Amend Bylaw**

**Submitted by the WSSDA Board of Directors**

**Article IX Committees, Section 6 7, Nominating Committee**

A. Membership: There shall be a Nominating Committee which shall consist of a past president appointed by the president to serve as chair, two representatives from Director Area Two, and one representative from all other director areas, as defined by the Bylaws.

~~B. Election:~~

- ~~1. Each Nominating Committee member representing a director area shall be nominated and elected by caucus at an Annual Conference of the Association by a plurality of the votes cast.~~
- ~~2. They shall assume office immediately following their election at the Annual Conference.~~
- ~~3. They shall serve for two years or until their successors are elected.~~
- ~~4. The terms of the representatives from director areas shall be staggered so that, as nearly as may be, the terms of one-half shall expire each year.~~

€B. Duties:

1. The Nominating Committee shall nominate one or more persons for president-elect and vice president, filing these nominations in writing with the executive director, at least ~~sixty~~ ninety (90) days before the Annual Conference.
2. At the Annual Conference, the ~~chairman shall give the report of the Nominating Committee during the first general session~~ nominating committee shall present a report to the general assembly.
3. The Nominating Committee shall be in charge of the entire balloting procedure, including the tabulations of all ballots for all elections conducted ~~at the Annual Conference~~.
4. In the event of a vacancy in ~~the office of President-elect~~, any officer position, the Board of Directors may consult with the Nominating Committee regarding the

appointment process. ~~nominate one or more persons from the same side of the Cascade Mountains for election as President at the next Annual Conference.~~

**Explanation:**

Changes the Nominating Committee responsibilities, to be consistent with “new” provision that will provide for a special election or an appointment by the Board.

**30. Amend Bylaw**

**Submitted by the WSSDA Board of Directors**

**Article IX Committees, Section 7 8, Resolutions Committee**

A. Membership: There shall be a Resolutions Committee which shall consist of the President-elect, two representatives from Director Area Two and one representative from all other director areas, as defined by the Bylaws. The president-elect shall serve as the vice chair~~man~~ of the Resolutions Committee unless she/he is elected to chair the committee.

~~B. Election:~~

- ~~1. Each Resolutions Committee member representing a director area shall be nominated and elected by caucus at an Annual Conference of the Association by a plurality of the votes cast.~~
- ~~2. They shall assume office immediately following their election at the Annual Conference.~~
- ~~3. They shall serve for two years or until their successors are elected.~~
- ~~4. The terms of the representatives from school director areas shall be staggered so that, as nearly as possible, the terms of one-half shall expire each year.~~

€ B. Duties:

1. The Resolutions Committee shall consider proposals for Permanent Association Positions submitted by school boards, the Board of Directors or Association committees. The committee shall report its recommendations to the membership at least 30 days prior to the Delegate Assembly.
2. Each year the Resolutions Committee shall review approximately twenty (20) percent of the Permanent Association Positions and recommend revisions and/or deletions for consideration at the Delegate Assembly.
3. The Resolutions Committee shall appoint three members to the Positions Subcommittee. The Positions Subcommittee shall review proposals for potential conflicts or inconsistencies with existing positions. The president or a designee shall chair the Subcommittee. Meetings shall be called, as needed, by the chair.

**Explanation:**

Election provisions are deleted because they are in a new section of the Bylaws.

**31. Amend Bylaw**

**Submitted by the WSSDA Board of Directors**

**Article IX Committees, Section 8 9, Interscholastic Activities Committee**

A. Membership: There shall be an Interscholastic Activities Committee which shall consist of a WSSDA Board member appointed by the president, two representatives from Director Area Two and one representative from all other director areas, as defined by the Bylaws.

~~B. Election:~~

- ~~1. At each Annual Conference of the Association one half of the Interscholastic Activities Committee members representing each director area shall be nominated and elected by director area caucus by a plurality of the votes cast~~
- ~~2. They shall assume office immediately following their election at the Annual Conference.~~
- ~~3. They shall serve for two years or until their successors are elected.~~

€B. Duties:

1. The Interscholastic Activities Committee shall review and make recommendations on all proposals to be submitted to WIAA representative assemblies. These recommendations shall be communicated to the Association's members.
2. The Interscholastic Activities Committee shall engage in education and communication activities to inform school directors of their roles and responsibilities in the provision of interscholastic activities and their relationship with the WIAA.
3. The Interscholastic Activities Committee shall meet with the WIAA Executive Director to review WIAA state, regional and tournament financial affairs and review the audit of WIAA finances.
4. The Interscholastic Activities Committee shall review the governance of WIAA and the manner by which its operations are overseen by its executive board, the State Board of Education and the WSSDA and local boards, and make recommendations to the WSSDA Board of Directors regarding WIAA governance.
5. The Interscholastic Activities Committee shall make other recommendations to the WSSDA Board of Directors regarding WIAA or student interscholastic activities as the Committee deems appropriate.

**Explanation:**

Election provisions are deleted because they are in a new section of the Bylaws.

**32. Amend Bylaw**

**Submitted by the WSSDA Board of Directors**

**Article X Vacancies, Section 1, Termination of Local Board Membership**

~~Except as provided in any other Article in the Bylaws, a vacancy occurs in any office or position, elective or appointive, or in any committee, when the person holding the same ceases to be a member of a school district board of directors. When a person ceases to be a member of a local school district board of directors, any Association office or position held by that individual shall be declared vacant.~~

**Explanation:**

Clarifies that an individual must be a member of a local board to hold an office or position.

### 33. Amend Bylaw

Submitted by the WSSDA Board of Directors

Article X Vacancies, Section 2, Unexcused Absence

A vacancy occurs when a member ~~of any committee or task force~~ **holding any Association office or position** is absent from two consecutive and properly called meetings ~~of any committee or task force~~, unless the absence is excused by the chairman.

**Explanation:**

Clarifies when a vacancy occurs.

### 34. Amend Bylaw

Submitted by the WSSDA Board of Directors

Article X Vacancies, Section 3, Resignations

Any member **holding any Association office or position** may resign at any time by giving written notice to the president. Such resignations shall take effect immediately unless there is a time specified therein.

**Explanation:**

Clarifies resignation provisions.

### 35. Amend Bylaw

Submitted by the WSSDA Board of Directors

Article X Vacancies, Section 4, Replacement

A. In the event of a vacancy in the position of a school director area representative on the Board of Directors, the remaining members of the Board of Directors shall, with convenient speed, elect a successor from among the school directors in the school director area in which the vacancy occurs, to serve until the next Annual Conference.

B. In the event of a vacancy on any other committee of the Association, the president shall, with convenient speed, appoint a successor to serve out the unexpired term or until the next Annual Conference, whichever happens first. The appointment shall be subject to Board approval.

~~C. In the event of a vacancy in the office of president-elect, the Nominating Committee shall nominate one or more persons from the same side of the Cascade Mountains for election as president at the next Annual Conference.~~

~~DC.~~When a vacancy on an elected committee is announced ~~at the Annual Conference~~ in a director area caucus, it shall be filled by election from that caucus.

~~ED.~~When an area representative on the Board of Directors is ~~a candidate for an officer position that may result in a board vacancy~~, **elected to an officer position and this results in a board vacancy**, the caucus shall conduct ~~a contingency ballot for the potential vacancy~~ **an election to fill the vacancy.\***

**\*This provision is contingent upon passage of Section XXXX and will take effect in 2012.**

**Explanation:**

Clarifies language for replacing a WSSDA Board Member who becomes an officer.

### 36. Amend Bylaw

Submitted by the WSSDA Board of Directors

#### Article X Vacancies, Section 5, Removal from Office

- A. Association Officers. Any officer may be removed for cause from office by an affirmative vote of two thirds of the entire Board of Directors at any regular or special meeting as set forth in the policies and procedures.
- B. Members of the Board of Directors
  1. Any member of the Board of Directors may be removed from office for cause by the affirmative vote of two thirds of the entire Board of Directors at any regular or special meeting.
  2. Director area representatives may also be removed from office *by an affirmative vote of two thirds of those school directors attending the director area caucus at Annual Conference. If the removal is to be effective, not fewer than forty (40) percent of those school directors eligible to vote must attend the caucus* **if twenty-five (25) percent of those school directors within that director area submit a petition to the president of the Association at least ten days prior to the Annual Conference; and two thirds of director area members present and voting, by ballot, at the caucus approve the removal.**

#### Explanation:

Creates new provisions for replacing a WSSDA Board member.

### 37. Amend Bylaw

Submitted by the WSSDA Board of Directors

#### Article XI Association Meetings, Section 1, Annual Conferences

- A. There shall be an Annual Conference of the Association to be held at such time and place as may be designated by the Board of Directors.
- B. The Annual Conference shall be ~~an~~ **the general** assembly of the state's school directors for the purpose of conveying information, ~~determining Association positions or policies relative to any issues~~ and conducting Association elections and other business.
- C. ~~It is the intent of the Association that Annual Conferences shall be held alternately on the east and west sides of the Cascade Mountains~~ **During the Annual Conference a Delegate Assembly of the state's school directors shall convene to determine Association positions or policies relative to any issues and to consider Bylaws amendments and dues assessments.**

#### Explanation:

Language was revised to distinguish between the General Assembly and the Delegate Assembly.

### 38. Amend Bylaw

Submitted by the WSSDA Board of Directors

#### Article XI Association Meetings, Section 2, Delegate Assemblies

- A. There shall be a Delegate Assembly consisting of one voting member from each

- school board in the state. It shall meet in conjunction with the Annual Conference.
- B. The Delegate Assembly shall establish the Association's Permanent Positions and the annual dues; amend the Bylaws; and may conduct such other business as may properly come before it.
  - C. Special meeting of the Delegate Assembly may be called by the Board of Directors or by the delegates at any Delegate Assembly.
  - D. Every delegate at the Delegate Assembly shall have one vote on matters pertaining to general Association business, setting the total amount of the annual dues assessed to all districts, and amendments to the Bylaws.**
  - E. Every delegate shall have one vote or a weighted vote, if five (5) delegates call for a weighted vote:**
    - 1. On establishing or amending the Association's Permanent Positions; and\**
    - 2. On matters relating to the process of how dues are assessed to individual districts.**
  - F. The Board of Directors may submit emergency matters or late proposals, except amendments to the Bylaws, to be voted upon at the Delegate Assembly with a minimum of four (4) hours written notice to members at Annual Conference.**
  - G. There shall be no absentee or voting by proxy.

**Explanation:**

The provisions governing legislative and delegate assemblies were reorganized for greater clarity.

**39. Amend Bylaw**

**Submitted by the WSSDA Board of Directors**

**Article XI Association Meetings, Section 3, Legislative Assemblies**

- A. There shall be a Legislative Assembly consisting of one voting member from each school board in the state.
- B. It shall meet when called by the Board of Directors. The time and place of meeting shall be designated by the president.
- C. The Legislative Assembly shall consider legislative proposals and any new or proposed changes to existing Standing Legislative Positions.
- D. Every delegate at the Legislative Assembly shall have one vote, or a weighted vote, if five (5) delegates call for a weighted vote **on all matters that come before the Assembly.**
- E. There shall be no absentee or voting by proxy.
- F. The Board of Directors may submit emergency matters or late proposals, except amendments to the Bylaws, to be voted upon at the *Delegate* Legislative Assembly *only after at least four (4) hours written notice to the members present* **with a minimum of four (4) hours written notice to all members of the Legislative Assembly.**

**Explanation:**

The provisions governing legislative and delegate assemblies were reorganized for greater clarity.



#### 40. Amend Bylaw

Submitted by the WSSDA Board of Directors

##### Article XI Association Meetings, Section 4, Weighted Vote

- ~~A. Every delegate at the Delegate Assembly shall have one vote on matters pertaining to general Association business, setting the total amount of the annual dues, and amendments to the Bylaws.~~
- ~~B. Every delegate shall have one vote or a weighted vote, if five (5) delegates call for a weighted vote:~~
- ~~1) On establishing or amending the Association's Permanent Positions; and~~
  - ~~2) On matters relating to how dues are assessed to individual districts.~~
- ~~C. Every delegate at the Legislative Assembly shall have one vote, or a weighted vote, if five (5) delegates call for a weighted vote.~~
- ~~D. There shall be no absentee or voting by proxy.~~
- ~~E. The Board of Directors may submit emergency matters or late proposals, except amendments to the Bylaws, to be voted upon at the Delegate Assembly only after at least four (4) hours written notice to the members present.~~

~~When a weighted vote authorized by the Bylaws is called, delegates shall receive the number of votes as follows based on student enrollment on the first school day in October:~~

**When a weighted vote is called delegates shall receive the number of votes as set forth in the vote chart based on student enrollment on the first school day in October.**

##### **Explanation:**

The provisions regarding weighted votes are organized in a new section.

#### 41. Amend Bylaw

Submitted by the WSSDA Board of Directors

##### Article XI Association Meetings, Section 6, Dues

The maximum dues assessed to any single school district may not exceed the base salary of a teacher in that district.

~~\*2008-2009 Staffing as reported to the~~ **As determined by the district staffing for the preceding school year, as reported to the State Superintendent of Public Instruction.**

##### **Explanation:**

Clarified language.

#### 42. Amend Bylaw

Submitted by the WSSDA Board of Directors

##### Article XII Finance

- A. Within the limitation established by law, the Delegate Assembly shall determine the amount of the Association's revenue to be derived from dues for the ensuing year.
- B. In the absence of a quorum at Delegate Assembly, the Board of Directors may assess dues, not to exceed the amount of dues assessed the preceding year.

- C. The Association shall submit an annual financial statement to the membership and financial reports at each meeting of the Board of Directors.
- D. The Association staff **and officers** shall be bonded in an appropriate amount.
- E. The fiscal year shall be from January 1 through December 31 and all dues shall become payable on January 1 of each year.
- F. The President shall appoint a finance subcommittee of the Board of Directors to monitor the Association's finances and report to the Board.

**Explanation:**

Added "officers" because they are also covered by WSSDA insurance.

**43. Delete Bylaw**

**Submitted by the WSSDA Board of Directors**

*~~Article XIV. County and Regional Units, Section 1. Formation~~*

*~~County or regional units may be formed by the members under bylaws consistent with the Bylaws of the Association.~~*

**Explanation:**

Deleted because, at this time, the association does not recognize county or regional units.

**44. Delete Bylaw**

**Submitted by the WSSDA Board of Directors**

*~~Article XIV. County and Regional Units, Section 2. Association Services~~*

*~~The Association shall cooperate in the organization and conduct of county and regional units.~~*

**Explanation:**

Deleted because at this time the association does not recognize county or regional units.

**45. Amend Bylaw**

**Submitted by the WSSDA Board of Directors**

**Article XIV Amendments, Section 1**

Any proposed amendment to the Bylaws must be submitted to the Board of Directors no later than **ninety (90)** days prior to the Delegate Assembly. The amendment must be submitted by:

1. At least five school boards that have taken formal board action to recommend the amendment; or
2. A majority of members of the Board of Directors of the Association.

The Board of Directors shall review and refer all proposed amendments to the Delegate Assembly with recommendations.

**Explanation:**

Technical change.



#### **46. Amend Bylaw**

##### **Submitted by the WSSDA Board of Directors**

##### **Article XIV Amendments, Section 2**

Bylaws may be amended at the Delegate Assembly by a two-thirds vote of the delegates present, provided due notice, in writing, of the proposed amendment is submitted to the members at least thirty (30) days prior to the Delegate Assembly.

##### **Explanation:**

Technical change.

#### **47. 2011 Dues Resolution**

##### **WSSDA Board of Directors Recommendation:**

The Delegate Assembly of WSSDA authorizes a 1% increase for the 2011 calendar year. The 1% increase in dues will increase the WSSDA revenue \$17,256 for a total of \$1,742.874. The annual dues are directed toward programs and services of WSSDA to support public school directors' efforts to improve student learning.

##### **Explanation:**

The annual dues increase of 1% is to minimize the financial impact caused by the medical expense increase to WSSDA of \$27,000 for 2011. The dues increase, along with budget reductions including no WSSDA staff salary increases in 2011, will provide for a break even budget. The dues provide funding for advocacy, policy development, legal services, communications services, committees and task forces and leadership (board) development.

## Summary of 2010 Budget by Program:

<b>Revenue</b>		
	<b>Preliminary Budget</b>	<b>Budget</b>
	<b>2011</b>	<b>12/31/10</b>
Association Services	\$1,725,918	\$1,725,918
Policy & Legal	378,600	391,600
Governmental Relations	49,350	41,550
Leadership Development	200,200	145,650
Annual Conference	427,700	417,500
Communications	51,600	57,000
Other Income	40,900	53,900
<b>Total Revenue</b>	<b>\$2,874,268</b>	<b>\$2,833,118</b>
<b>Expenditures</b>		
Association Services	\$1,007,089	\$1,047,024
Policy & Legal	448,985	451,920
Governmental Relations	302,107	296,927
Leadership Development	455,949	426,907
Annual Conference	424,220	401,556
Communications	253,497	\$ 270,133
<b>Total Expenditures</b>	<b>\$2,891,847</b>	<b>\$2,894,468</b>
Increase/(Decrease) in Fund Balance	<b>\$ (17,579)</b>	<b>\$ (61,350)</b>
Beginning Fund Balance	<b>\$ 733,706</b>	<b>\$ 795,055</b>
Dues Increase	<b>\$ 17,256</b>	
Ending Fund Balance	<b>\$ 733,383</b>	<b>\$ 733,705</b>

\*Includes a 1.0% increase in dues.

# Notes

# Financial Summary

## Washington State School Directors' Association Statement of Net Assets December 31, 2009

	<b>Governmental Activities 2009</b>
<b>ASSETS</b>	
Cash and Cash Equivalents (Note 4)	\$ (18,224)
Investments (Note 4)	800,616
Accounts Receivable	66,976
Prepaid Expenses	11,625
Interest Receivable	17,602
Prepaid Interest	15,718
<b>Total Current Assets</b>	<b>894,313</b>
Capital Assets (Note 2):	
Non-Depreciable Assets	368,700
Depreciable Assets, Net of Depreciation	1,009,612
<b>Total Capital Assets, Net of Depreciation</b>	<b>1,378,312</b>
<b>Total Assets</b>	<b>2,272,625</b>
<b>LIABILITIES</b>	
Accounts Payable	80,142
Sales Tax Payable	0
Benefits Payable	3,700
Deferred Revenue (Note 6)	5,797
Grants (Note 6)	9,619
<b>Total Current Liabilities</b>	<b>99,258</b>
Long-Term Liabilities (Note 3):	
Compensated Absences	121,055
Mortgage Payable	620,000
<b>Total Long-Term Liabilities</b>	<b>741,055</b>
<b>Total Liabilities</b>	<b>840,313</b>
<b>NET ASSETS</b>	
Invested in Capital Assets, Net of Related Debt	637,257
Restricted Net Assets for:	
Insurance	10,000
Maintenance Reserve	24,602
Unrestricted Net Assets	760,453
<b>Total Net Assets</b>	<b>\$ 1,432,312</b>

**Washington State School Directors' Association  
Statement of Activities  
For the Year Ended December 31, 2009**

	<b>Governmental Activities 2009</b>
<b>Expenses:</b>	
<hr/>	
Current by Program:	
Association Services	\$ 964,113
Less Capital Asset Outlays	(20,772)
Less Principal Payment on Mortgage	(65,000)
Plus Disposals (net book value)	17,059
Plus Depreciation Expense	32,728
Less Decrease in Compensated Absences Liability	(19,305)
	908,823
Policy & Legal Services	437,677
Governmental Relations	273,358
Leadership Development	327,413
Annual Conference	402,649
Communications & Marketing	259,578
<b>Total Expenses</b>	<b>2,609,498</b>
 <b>Program Revenues</b>	
<hr/>	
Association Services	1,676,395
Policy & Legal Services	388,009
Governmental Relations	51,015
Leadership Development	82,622
Annual Conference	400,823
Communications & Marketing	56,896
<b>Total Program Revenues</b>	<b>2,655,760</b>
 <b>Grant Revenue</b>	 —
 <b>Other Revenue</b>	
Interest Income	42,254
Rental Income	16,857
Other Income	9,260
<b>Total Other Revenue</b>	68,371
 <b>Total Revenue</b>	 <b>2,724,131</b>
 <b>Excess (Deficiency) of Revenues over Expenses</b>	 114,633
 <b>Changes in Net Assets</b>	
<hr/>	
Beginning	1,317,679
Ending	\$ 1,432,312

# Washington State School Directors' Association

## Bylaws

### ARTICLE I. NAME

This Association shall be known as the Washington State School Directors' Association (WSSDA), herein after referred to as the Association.

### ARTICLE II. PURPOSE

The purpose of the Association shall be to further "the coordination of programs and procedures pertaining to policy making and to control and management among the school districts of the state," as provided by law, and to provide leadership for the continual improvement of a public education system which assures effective learning for all students.

### ARTICLE III. POWERS

The Washington State School Directors' Association shall have the powers as set forth in the Bylaws and RCW 28A:

- A. To prepare, adopt, amend and repeal a constitution and rules and regulations, bylaws, and general policy statements for its own organization and for its government and guidance, provided action taken with respect thereto is not inconsistent with the provisions of law under RCW 28A;
- B. To arrange for and call such meetings of the Association, or of the officers and committees thereof, as are deemed essential to the performance of its duties;
- C. To provide for the compensation of members of the Board of Directors, and for the payment of travel and subsistence expenses incurred by members, officers and employees of the Association while engaged in the performance of duties under the direction of the Association;
- D. To employ an Executive Director and other necessary personnel;
- E. To collect membership dues according to law; and
- F. To act or to provide such services as may be requested or authorized by the Association's members, or for them by the Board of Directors, provided that such acts or services are permitted by law, and the Bylaws.

### ARTICLE IV. MEMBERS

#### Section 1. Classification of Members

The membership of the Association shall be comprised of the members of the boards of directors of the school districts of the state.

- A. Regular Members. Regular members shall be the members of the boards of directors of the school districts of the State of Washington, as provided by law.
- B. Associate Members. Associate members shall comprise the educational service districts' board members and members of the State Board of Education.
- C. Honorary Members. Honorary members shall comprise the Past Presidents of the Association and any who have rendered distinguished service to this Association or to education and have been voted into honorary membership by the Association at an Annual Conference.

## **Section 2. Privileges**

Associate members and honorary members shall be entitled to all the privileges of regular members except the right to vote or to hold elective office in the Association.

## **ARTICLE V. OFFICERS**

There shall be three officers: a President, a President-elect and a Vice President. The Vice President shall be elected from the east side of the Cascade Mountains in even-numbered years and from the west side of the Cascade Mountains in odd-numbered years. A school director shall be ineligible to serve as an officer if he or she is simultaneously serving as a statewide elected official or as a member of the state legislature.

### **Section 1. Terms**

- A. The terms of office for the President, President-elect and Vice President shall be one year or until his/her successor is installed.
- B. Upon the completion of the President's term of office at the end of the Annual Conference, the President-elect shall assume the office of President.
- C. A President not reelected in his/her district of residence may act as presiding officer at the immediately ensuing annual conference.

### **Section 2. Elections**

- A. The President-elect and Vice President shall be elected at the Annual Conference and shall take office immediately following adjournment of that conference.
- B. Nominations may be made from the floor with the approval of the nominee.
- C. The election shall be by written ballot. Those candidates receiving a majority of votes cast for the respective offices shall be declared elected.
- D. If no candidate receives a majority of the votes, the two candidates receiving the highest number of votes will be candidates for re-balloting.

### **Section 3. Vacancy**

- A. In the event of a vacancy in the office of President, the President-elect shall assume the presidency for the remainder of the President's term and then shall serve a full term as President in his/her own right.
- B. In the event of a vacancy in the office of President-elect, the remaining members of the Board of Directors shall, with convenient speed, elect a successor from the same side of the Cascade Mountains to serve the remainder of the term; provided that a President from the same side of the Cascade Mountains shall be elected at the next Annual Conference.
- C. In the event of a vacancy in the office of Vice President, the remaining members of the Board of Directors shall, with convenient speed, elect a successor from the same side of the mountains as the elected Vice President to serve the remainder of the term.

### **Section 4. Duties**

- A. The duties of the officers shall be those as set forth in the Bylaws, by the board of directors, the delegate assembly or the parliamentary authority.
- B. In the event of the President's temporarily vacating the chair, the President-elect shall preside.

## **Article VI. DIRECTOR AREAS**

### **Section 1.**

The state is divided into eleven school director areas for the purpose of representation on committees of the Association established by the Bylaws. Each area shall have one representative on the Board of Directors and Resolutions and Nominating Committees except for Area Two which shall have two representatives. Each area shall have two representatives on the Legislative Committee except for Area Two which shall have four representatives.

**AREA ONE:** School districts within Northwest Educational Service District 189;

**AREA TWO:** School districts within Puget Sound Educational Service District in King County and the Bainbridge Island School District;

**AREA THREE:** School districts within Puget Sound Educational Service District in Pierce County;

**AREA FOUR:** School districts within Olympic Educational Service District 114;

**AREA FIVE:** School districts within Educational Service District 113;

**AREA SIX:** School districts within Educational Service District 112;

**AREA SEVEN:** School districts within North Central Educational Service District;

**AREA EIGHT:** School districts within Educational Service District 105;

**AREA NINE:** School districts within Educational Service District 101 in Ferry, Stevens and Pend Oreille Counties and the following school districts within Spokane County: Central Valley, Deer Park, East Valley, Mead, Nine Mile Falls, Orchard Prairie, Riverside, Spokane and West Valley;

**AREA TEN:** School districts within Educational Service District 101 in Lincoln, Adams and Whitman Counties, the following school districts within Spokane County: Great Northern, Medical Lake, Freeman, Cheney, Liberty; and Clarkston and Asotin-Anatone School District in Asotin County; and,

**AREA ELEVEN:** School districts within Educational Service District 123 except Clarkston and Asotin-Anatone School Districts in Asotin County.

### **Section 2.**

All school districts west of the easterly boundaries of Whatcom, Skagit, Snohomish, King, Pierce, Lewis and Skamania counties are considered to be west of the Cascade Mountains.

### **Section 3.**

Except as provided below, all other school districts are considered to be east of the Cascade Mountains: school districts in Klickitat County, other than Bickleton and Goldendale, are considered to be west of the Cascade Mountains.

## **ARTICLE VII. BOARD OF DIRECTORS**

### **Section 1. Membership**

The Board of Directors shall consist of the President, President-elect, Vice President, and representatives from school director areas, as defined in the Bylaws. The Immediate Past President and members serving on the NSBA board of directors shall serve ex officio.

### **Section 2. Election**

Representatives from each school director area shall be nominated and elected to the board of directors at an Annual Conference of the Association. Elections shall take place at a caucus of members from the school director area. Election shall be by a plurality of votes cast



by those present and voting.

### **Section 3. Terms of Office**

Board members shall hold staggered three-year terms or until their successors have been elected. Terms shall begin at the close of the annual conference at which they are elected. The Board of Directors shall have authority to fix the length of the first terms of Board members from newly-created school director areas.

### **Section 4. Duties**

- A. The Board of Directors shall, between Annual Conferences, be charged with implementing the purposes of the Association, exercising general supervision over its affairs and interpreting the Bylaws. It shall be charged with the duty of effecting policies and programs adopted at meetings of the Association.
- B. The Board of Directors shall have the responsibility to prepare and approve the Association's annual budget. This budget may be revised by the Board of Directors at any time.
- C. The Board of Directors shall have such power as is normally exercised by such governing bodies to provide for the effective and efficient operations of an association, provided that all actions shall be in compliance with the law, the terms of the Association's Bylaws, and those positions established by the delegates at the Annual Conference.

### **Section 5. Meetings**

- A. The Board of Directors shall meet at the call of the President or on its own motion or upon the request of any four of its members.
- B. With proper notification to all members, the Board may meet by teleconference.

### **Section 6. Quorum.**

A majority of the Board shall constitute a quorum.

## **ARTICLE VIII. EXECUTIVE COMMITTEE**

### **Section 1. Membership**

There shall be an Executive Committee comprised of the officers of the Association, the Immediate Past President ex-officio, and one Board member elected from the Board of Directors.

### **Section 2. Powers and Duties**

The Executive Committee shall oversee the general affairs of the Association between meetings of the Board of Directors, advise the Executive Director on matters pertaining to the positions and policies of the Association and the Association's plans established by the Board of Directors, and perform such other duties and exercise such other powers as are prescribed by the Board of Directors.

### **Section 3. Meetings**

- A. Meetings may be called by the President or a majority of the members.
- B. Meetings may be held by teleconference.

### **Section 4. Quorum**

A majority of the Executive Committee shall constitute a quorum.

## **Article IX. COMMITTEES**

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

- A. The standing committees of the organization shall be Legislative, Nominating, Resolutions, and Interscholastic Activities.
- B. The membership, election powers, and duties of the committees shall be those as stated in the Bylaws.

### **Section 2. Other Committees**

- A. The Board of Directors may create advisory committees or task forces. The President, with the approval of the Board, may appoint the chairman and members.
- B. All advisory committees or task forces shall be reviewed annually.

### **Section 3. Meetings**

Meetings may be held by teleconference.

### **Section 4. Quorum**

A majority of any committee shall constitute a quorum.

### **Section 5. Legislative Committee**

- A. **Membership:** There shall be a Legislative Committee which shall consist of the Vice President, four representatives from Director Area II and two representatives from all other director areas, as defined by the Bylaws.
- B. **Election:**
  - 1. At each Annual Conference of the Association, one half of the Legislative Committee members representing each director area shall be nominated and elected by director area caucus by a plurality of the votes cast.
  - 2. They shall assume office immediately following their election at the Annual Conference.
  - 3. They shall serve for two years or until their successors are elected.
- C. **Duties:**
  - 1. The Legislative Committee shall recommend an annual legislative program to the Board of Directors. It shall devise that program with input from the Legislative Assembly.
  - 2. The Legislative Committee shall monitor and actively support the Association's legislative program.
  - 3. Each year the Legislative Committee shall review approximately twenty (20) percent of the Standing Legislative Positions and recommend revisions and/or deletions for consideration at the Legislative Assembly.
  - 4. The Legislative Committee shall appoint three members to the Positions Subcommittee. The Positions Subcommittee shall review proposals for potential conflicts or inconsistencies with existing positions. The President or a designee shall

chair the Subcommittee. Meetings shall be called, as needed, by the chair.

### **Section 6. Nominating Committee**

A. **Membership:** There shall be a Nominating Committee which shall consist of a Past President appointed by the president to serve as chair, two representatives from Director Area Two, and one representative from all other director areas, as defined by the Bylaws.

B. **Election:**

1. Each Nominating Committee member representing a director area shall be nominated and elected by caucus at an Annual Conference of the Association by a plurality of the votes cast.
2. They shall assume office immediately following their election at the Annual Conference.
3. They shall serve for two years or until their successors are elected.
4. The terms of the representatives from director areas shall be staggered so that, as nearly as may be, the terms of one-half shall expire each year.

C. **Duties:**

1. The Nominating Committee shall nominate one or more persons for President-elect and Vice President, filing these nominations in writing with the Executive Director, at least sixty days before the Annual Conference.
2. In the event of a vacancy in the office of President-elect, the Nominating Committee shall nominate one or more persons from the same side of the Cascade Mountains for election as President at the next Annual Conference.
3. At the Annual Conference the chairman shall give the report of the Nominating Committee during the first general session.
4. The Nominating Committee shall be in charge of the entire balloting procedure, including the tabulations of all ballots for all elections conducted at the Annual Conference.

### **Section 7. Resolutions Committee**

A. **Membership:** There shall be a Resolutions Committee which shall consist of the President-elect, two representatives from Director Area Two and one representative from all other director areas, as defined by the Bylaws. The President-Elect shall serve as the vice chairman of the Resolutions Committee unless she/he is elected to chair the committee.

B. **Election:**

1. Each Resolutions Committee member representing a director area shall be nominated and elected by caucus at an Annual Conference of the Association by a plurality of the votes cast.
2. They shall assume office immediately following their election at the Annual Conference.
3. They shall serve for two years or until their successors are elected.
4. The terms of the representatives from school director areas shall be staggered so that,

as nearly as possible, the terms of one-half shall expire each year.

**C. Duties:**

1. The Resolutions Committee shall consider proposals for Permanent Association Positions submitted by school boards, the Board of Directors or Association committees. The committee shall report its recommendations to the membership at least 30 days prior to the Delegate Assembly.
2. Each year the Resolutions Committee shall review approximately twenty (20) percent of the Permanent Association Positions and recommend revisions and/or deletions for consideration at the Delegate Assembly.
3. The Resolutions Committee shall appoint three members to the Positions Subcommittee. The Positions Subcommittee shall review proposals for potential conflicts or inconsistencies with existing positions. The President or a designee shall chair the Subcommittee. Meetings shall be called, as needed, by the chair.

**Section 8. Interscholastic Activities Committee**

**A. Membership:** There shall be an Interscholastic Activities Committee which shall consist of a WSSDA Board member appointed by the President, two representatives from Director Area Two and one representative from all other director areas, as defined by the Bylaws.

**B. Election:**

1. At each Annual Conference of the Association, one half of the Interscholastic Activities Committee members representing each director area shall be nominated and elected by director area caucus by a plurality of the votes cast.
2. They shall assume office immediately following their election at the Annual Conference.
3. They shall serve for two years or until their successors are elected.

**C. Duties:**

1. The Interscholastic Activities Committee shall review and make recommendations on all proposals to be submitted to WIAA representative assemblies. These recommendations shall be communicated to the Association's members.
2. The Interscholastic Activities Committee shall engage in education and communication activities to inform school directors of their roles and responsibilities in the provision of interscholastic activities and their relationship with the WIAA.
3. The Interscholastic Activities Committee shall meet with the WIAA Executive Director to review WIAA state, regional and tournament financial affairs and review the audit of WIAA finances.
4. The Interscholastic Activities Committee shall review the governance of WIAA and the manner by which its operation are overseen by its Executive Board, the State Board of Education and the WSSDA and local boards, and make recommendations to the WSSDA Board of Directors regarding WIAA governance.
5. The Interscholastic Activities Committee shall make other recommendations to the WSSDA Board of Directors regarding WIAA or student interscholastic activities as the Committee deems appropriate.

## **ARTICLE X. VACANCIES**

### **Section 1. Termination of Local Board Membership**

Except as provided in any other Article in the Bylaws, a vacancy occurs in any office or position, elective or appointive, or in any committee, when the person holding the same ceases to be a member of a school district board of directors.

### **Section 2. Unexcused Absence**

A vacancy occurs when a member of any committee or task force is absent from two consecutive and properly called meetings of the committee or task force, unless the absence is excused by the chairman.

### **Section 3. Resignations**

Any committee member may resign at any time by giving written notice to the President. Such resignations shall take effect immediately unless there is a time specified therein.

### **Section 4. Replacement**

- A. In the event of a vacancy in the position of a school director area representative on the Board of Directors, the remaining members of the Board of Directors shall, with convenient speed, elect a successor from among the school directors in the school director area in which the vacancy occurs, to serve until the next Annual Conference.
- B. In the event of a vacancy on any other committee of the Association, the President shall, with convenient speed, appoint a successor to serve out the unexpired term or until the next Annual Conference, whichever happens first. The appointment shall be subject to Board approval.
- C. In the event of a vacancy in the office of President-elect, the Nominating Committee shall nominate one or more persons from the same side of the Cascade Mountains for election as President at the next Annual Conference.
- D. When a vacancy on an elected committee is announced at the Annual Conference in a director area caucus, it shall be filled by election from that caucus.
- E. When an area representative on the board of directors is a candidate for an office position, that may result in a board vacancy, the caucus shall conduct a contingency ballot for the potential vacancy.

### **Section 5. Removal from Office**

- A. Association Officers. Any officer may be removed for cause from office by an affirmative vote of two thirds of the entire Board of Directors at any regular or special meeting as set forth in the policies and procedures.
- B. Members of the Board of Directors
  1. Any member of the Board of Directors may be removed from office for cause by the affirmative vote of two thirds of the entire Board of Directors at any regular or special meeting.
  2. Director area representatives may also be removed from office by an affirmative vote of two-thirds of those school directors attending the director area caucus at annual

conference. If the removal is to be effective, not fewer than forty (40) percent of those school directors eligible to vote must attend the caucus.

## **ARTICLE XI. ASSOCIATION MEETINGS**

### **Section 1. Annual Conferences**

- A. There shall be an Annual Conference of the Association to be held at such time and place as may be designated by the Board of Directors.
- B. The Annual Conference shall be an assembly of the state's school directors for the purpose of conveying information, determining Association positions or policies relative to any issues and conducting Association elections and other business.
- C. It is the intent of the Association that Annual Conferences shall be held alternately on the east and west sides of the Cascade Mountains.

### **Section 2. Delegate Assemblies**

- A. There shall be a Delegate Assembly consisting of one voting member from each school board in the state. It shall meet in conjunction with the Annual Conference.
- B. The Delegate Assembly shall establish the Association's Permanent Positions and the annual dues; amend the Bylaws; and may conduct such other business as may properly come before it.
- C. Special meeting of the Delegate Assembly may be called by the Board of Directors or by the delegates at any Delegate Assembly.

### **Section 3. Legislative Assemblies**

- A. There shall be a Legislative Assembly consisting of one voting member from each school board in the state.
- B. It shall meet when called by the Board of Directors. The time and place of meeting shall be designated by the President.
- C. The Legislative Assembly shall consider legislative proposals and any new or proposed changes to existing Standing Legislative Positions.

### **Section 4. Voting**

- A. Every delegate at the Delegate Assembly shall have one vote on matters pertaining to general Association business, setting the total amount of the annual dues, and amendments to the Bylaws.
- B. Every delegate shall have one vote or a weighted vote, if five (5) delegates call for a weighted vote:
  - 1. On establishing or amending the Association's Permanent Positions; and
  - 2. On matters relating to how dues are assessed to individual districts.
- C. Every delegate at the Legislative Assembly shall have one vote, or a weighted vote, if five (5) delegates call for a weighted vote. When a weighted vote authorized by the

Bylaws is called, delegates shall receive the number of votes as follows based on student enrollment on the first school day in October:

OSPI Headcount Enrollment	Votes
0 – 1,000.....	1
1,001 – 5,000.....	2
5,001 – 10,000.....	3
10,001 – 15,000.....	5
15,001 – 20,000.....	7
20,001 – 25,000.....	9
25,001 – 30,000.....	11
30,001 – 35,000.....	13
35,001 – 40,000.....	15
40,001 – 45,000.....	17
45,001 – 50,000.....	19

- D. There shall be no absentee or voting by proxy.
- E. The Board of Directors may submit emergency matters or late proposals, except amendments to the Bylaws, to be voted upon at the Delegate Assembly only after at least four (4) hours written notice to the members present.

When a weighted vote authorized by the Bylaws is called, delegates shall receive the number of votes based on student enrollment on the first school day in October.

The maximum dues assessed to any single school district may not exceed the base salary of a teacher in that district as determined by the district staffing for the preceding school year, as reported to the State Superintendent of Public Instruction.

**Section 5. Quorums**

At all meetings of the Association, five (5) percent of the regular membership shall constitute a quorum.

**ARTICLE XII. FINANCE**

- A. Within the limitation established by law, the Delegate Assembly shall determine the amount of the Association’s revenue to be derived from dues for the ensuing year.
- B. In the absence of a quorum at Delegate Assembly, the Board of Directors may assess dues, not to exceed the amount of dues assessed the preceding year.
- C. The Association shall submit an annual financial statement to the membership and financial reports at each meeting of the Board of Directors.
- D. The Association staff shall be bonded in an appropriate amount.
- E. The fiscal year shall be from January 1 through December 31 and all dues shall become payable on January 1 of each year.
- F. The President shall appoint a finance subcommittee of the Board of Directors to monitor the Association’s finances and report to the Board.



### **ARTICLE XIII. ASSOCIATION OFFICE**

The Association shall maintain its principal office and such other offices as may be necessary at such place or places as the Board of Directors shall from time to time determine.

### **ARTICLE XIV. COUNTY AND REGIONAL UNITS**

#### **Section 1. Formation**

County or regional units may be formed by the members under bylaws consistent with the Bylaws of the Association.

#### **Section 2. Association Services**

The Association shall cooperate in the organization and conduct of county and regional units.

### **ARTICLE XV. AMENDMENTS**

#### **Section 1.**

Any proposed amendment to the Bylaws must be submitted to the Board of Directors no later than 90 days prior to the Delegate Assembly. The amendment must be submitted by:

1. At least five school boards that have taken formal board action to recommend the amendment; or
2. By a majority of members of the Board of Directors of the Association.

The Board of Directors shall review and refer all proposed amendments to the Delegate Assembly with recommendations.

#### **Section 2.**

Bylaws may be amended at the Delegate Assembly by a two-thirds vote of the delegates present, provided due notice, in writing, of the proposed amendment is submitted to the members at least 30 days prior to the Delegate Assembly.

### **ARTICLE XVI. PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the association in all cases to which they are applicable and in which they are not inconsistent with law, these bylaws, or special rules of order adopted by the organization.

### **Article XVII. INDEMNIFICATION CLAUSE**

The Association shall indemnify, defend and hold harmless its officers, directors, or employees from any and all losses, claims, demands, suits, costs and expenses (including reasonable attorney fees) of whatever nature or description arising from any claim against the officer, director or employee when acting on behalf of the Association. However, if a court of general jurisdiction determines that the director, officer or employee was not acting in good faith or within the scope of that person's authority or employment, such costs of defense or judgment shall not be authorized or paid.

# Position Review:

All Association positions were reviewed by the membership in 1972, 1977 and 1982. Pursuant to its duty as stated in the Bylaws, in 1984 the members of the WSSDA Resolutions Committee reviewed Section 2 of the WSSDA Positions;

in 1985 they reviewed Section 3;  
in 1986 they reviewed Section 5;  
in 1987 they reviewed Sections 1 and 6;  
in 1988 they reviewed Section 4;  
in 1989 they reviewed Section 2;  
in 1990 they reviewed Section 3;  
in 1991 they reviewed Section 5;  
in 1992 they reviewed Sections 1 and 6;  
in 1993 they reviewed Section 4;  
in 1994 they reviewed Section 2  
in 1995 they reviewed Section 3;  
in 1996 they reviewed Section 5;  
in 1997 they reviewed Sections 1 and 6;  
in 1998 they reviewed Section 4;  
in 1999 they reviewed Section 2;  
in 2000 they reviewed Section 3;  
in 2001 they reviewed Section 5;  
in 2002 they reviewed Section 1 and 6;  
in 2003 they reviewed Section 4;  
in 2004 they reviewed Section 2;  
in 2005 they reviewed Section 3;  
in 2006 they reviewed Section 5;  
in 2007 they reviewed Sections 1 and 6;  
in 2008 they reviewed Section 4; and  
in 2009 they reviewed Section 2.

Prior to the 2010 Delegate Assembly, the WSSDA Resolutions Committee reviewed Section 3, *Finance*, which constitutes approximately 20 percent of the Association's positions.