#### Amended October 2021, Ratified February 2022

# Preamble

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The American Association of School Administrators, Inc. believes that access to an education which develops to the maximum the potential of individuals is a fundamental right of citizenship in our nation. It believes that the schools of the nation are now and must continue to be the primary instruments in fulfilling this right. It believes that the quality of administration of the schools has an overriding effect on the ability of the schools to deliver the required programs.

The name of this association shall be the American Association of School Administrators, Inc.

The objectives of this association shall be exclusively educational and charitable, and in furtherance thereof, to promote and to provide leadership for the improvement and advancement of education and public interest in improved schools; to work particularly for improvement to the process of educational administration; to improve the preparatory and in-service training of educational personnel; to strive continuously to upgrade teaching and learning and to improve the curriculum; to implement the principle of equal rights for all, including the elimination of prejudice, bigotry, and discrimination; to assist in solving problems of organization and planning which arise as the school systems are improved; and generally to do all other things appropriate to achievement of its

\_\_\_\_\_ Voting Members

# 1. Active Member

Active Membership is open to all persons who serve as a school system leader or who are in an administrative position in a:

- (a) public or private school system, or
- (b) regional, state, or national educational agency or association
  - and who possess a valid license for the position as may be required by law.
- 2. College Professor Member

College Professor Membership is open to all persons employed by or at a college or university who serve in an administrative position or who teach persons preparing for education or educational administration in these institutions and who possess any legally required license for the position.

3. Institutional Member

Institutional Membership is a school district-owned membership and is open to any school district. The school district has the right to designate one person who meets the qualifications for Active Member status, to receive all member benefits, with the exception of legal support, for a 12-month period.

# 4. Life Member

The Executive Committee shall have the right to confer Life Member status on those who are or would be eligible to become an Active Member, a College Professor Member, an Institutional Member or a Small School System Superintendent Member.

5. Small School System Superintendent Members

Small School System Superintendent membership is open to all superintendents leading school systems with an enrollment of

# 2. Aspiring Superintendent Member

Aspiring Superintendent Membership is open to any teacher, graduate student, counselor, or others pursuing a career as a school system leader and/or those who hold administrative credentials but are employed in non-administrative positions in K-12 schools.

### 3. Subscription Member

Subscription Membership is open to any governing body of a school district, library, professional organization, governmental agency, or other institution wishing to support the Association.

# 4. Retired Member

Retired Membership is open to anyone who is or who has been a voting member pursuant to Article III, Section 1 of these By-Laws and who has retired from full-time employment as a school administrator.

# 5. Emeritus Member

The Emeritus Membership category was eliminated effective July 29, 2010. Members currently designated as emeritus members will continue receiving emeritus member benefits, but no new members may be added to this category.

# 6. Allied Member

Allied Membership is open to any firm or organization

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President, President-elect or Immediate Past President. The individual may not be an employee of AASA or an AASA chartered affiliate association; or an employee or representative of a company that sells to schools.

In the case of involuntary suspension of employment, a person may serve the remainder of his or her term as long as she or he is not an employee or representative of a company that sells products or services to schools. A candidate cannot be a retiree; however, he or she may continue to serve, if retirement commenced during his or her term of office as President as long as she or he is not an employee or representative of a company that sells products or services to schools. A person may serve as Immediate Past President regardless of job status so long as she or he is not a representative of a company that sells products or services to schools.

In addition, to be a candidate for President-elect, a member must have been an eligible AASA voting member for at least the three (3) immediately preceding years; a member in good standing of a chartered affiliate for at least the three (3) immediately preceding years and a current member of the Goears

In case of vacancy in the office of President, the President-elect shall immediately succeed to the office of President, and serve for the remainder of the term and then serve his or her own term as President. The vacated office of President-elect shall be filled by a majority vote of the members of the Executive Committee. Any person serving as President-elect pursuant to the terms of the Section shall serve only until the following June 30, at which time a President-elect shall be elected pursuant to the terms of these By-Laws.

In case of vacancy in the office of President-elect after the election but preceding installation, the vacancy shall be filled by the first runner-up of the same election. In the case that the initial winner ran for president-elect unopposed, the Executive Committee shall select an individual to serve the one-year term. The selected individual shall meet all eligibility requirements as established by the AASA by-laws. The individual will be eligible to run for President in the subsequent election, so long as they continue to meet eligibility requirements.

In case of vacancy in the office of the President-elect after installation, the Executive Committee shall select an individual to serve the remainder of the one-year term. The selected individual shall meet all eligibility requirements as established by the AASA by-laws. The individual will be eligible to run for President in the subsequent election, so long as they continue to meet eligibility requirements.

In case of vacancy in the office of Immediate past-president, the Executive Committee shall ask the previous immediate past-president to return to the role for the duration of the term. If that individual is unable or unwilling to fill the vacancy, the Executive Committee shall select someone to serve the remainder of the term. The selected individual shall meet all eligibility requirements as established by the AASA by-laws.

Seven regions shall be established for the purpose of electing regional executive committee members. The Executive Committee shall review the composition of regions every 5 (five) years, making recommendations if necessary, for modifications to the Governing Board the following year to ensure that regions continue to have approximately an equal number of AASA members.

The term of office for an Executive Committee member is 3 years. A regionally elected Executive Committee member may serve no more than one (1) full term, but may be elected to complete an unexpired term and then serve one (1) full term from a region.

Each region shall have two Executive Committee members serving staggered terms; any chartered affiliate within a region having six (6) or more representatives on the Governing Board shall automatically be entitled to one (1) of the two (2) Executive Committee members from that region. If a region has two (2) or more chartered affiliates with six (6) or more representatives on the Governing Board, that region shall be entitled to one (1) additional member on the Executive Committee representing the chartered affiliates having less than six (6) representatives on the Governing Board.

Regional Executive Committee members shall be elected by the regional representatives serving on the Governing Board from that region. Those chartered affiliates comprising a region shall determine how the regional Executive Committee member is elected; however, a chartered affiliate may be represented on the Executive Committee no more than two (2) successive terms, except in the case of a chartered affiliate with six (6) or more representatives. A chartered affiliate may be represented by not more than one (1) Executive Committee member, except in the case of a presidential officer or an appointed member from an underrepresented segment of the AASA membership.

Only members of the Governing Board from chartered affiliates within the region are eligible to vote for regional Executive Committee members.

Any eligible AASA voting member may serve on the Executive Committee as an elected regional Executive Committee member. The individual may not be an employee of AASA or an AASA chartered affiliate association; or an employee or representative of a company that sells products or services to schools. In the case of involuntary suspension of employment, a person may serve the remainder of his or her term as long as she or he is not an employee or representative of a company that sells products or services to schools. A candidate cannot be a retiree; however, he or she could continue to serve, if retirement commenced during his or her term of office as a regional executive committee member, as long as she or he is not an employee or representative of a company that sells products or services to schools.

In addition, to be a candidate for regional Executive Committee member, a member must have been an eligible AASA voting member for at least the three (3) immediately preceding years, a member in good standing of a chartered affiliate for at least three (3) immediately preceding years and be a current member of the Governing Board, or a former member having served at least one of the three (3) immediately preceding years, from a chartered affiliate within the region.

If a regional Executive Committee member moves to a new chartered affiliate within his or her region, he or she may complete his or her current term as an Executive Committee member from that region, notwithstanding other provading Official Action (1994)

The voting members of the Executive Committee shall be: the President, the President-elect, and the Immediate Past President; the elected regional Executive Committee members; and the appointed Executive Committee members at-large. The Executive Director shall be an ex-officio, non-voting member of the Executive Committee. Additional non-voting liaisons, as determined by the Executive Committee, may be invited to participate in Executive Committee meetings.

\_\_\_\_\_ The Executive Committee derives its power from and shall be responsible to the Governing Board and the membership of the Association.

In addition to such powers as may be extended to it by the Governing Board, the Executive Committee shall:

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2. Establish procedures for conducting investigations and applying sanctions where a breach of ethics is proven.

\_\_\_\_\_ A majority of the voting members of the Executive Committee shall constitute a quorum.

The annual meeting of the Association shall be the meeting of the Governing Board held in conjunction with the AASA national conference. This meeting is open to all members of the Association; however, only members of the Governing Board may participate in deliberations and decision-making.

The Governing Board of the Association shall be composed of the duly elected representatives of each chartered affiliate. Each chartered affiliate is entitled to a minimum of two (2) representatives on the Governing Board for up to 100 eligible voting AASA members. The chartered affiliate shall be entitled to an additional representative for every 100 additional eligible AASA voting members from within the chartered affiliate.

The number of representatives allocated to a chartered affiliate shall be based on the number of eligible voting AASA members within the chartered affiliate on September 30 of any given year. Proposals for the timing of adding or removing a Governing Board representative shall be developed by the Election Committee and approved by the Executive Committee.

Each chartered affiliate shall develop a plan for electing members to the Governing Board, including procedures for filling vacancies when necessary. Once developed, or revised, the election plan shall be sent to the AASA Executive Director who has the authority to accept or reject the plan. Additionally, the AASA Executive Director has the authority to monitor the implementation of said election plan.

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modifications. The standing committees of the Association shall consist of an Audit Committee of three (3) members and an Election Committee of seven (7) members.

\_\_\_\_\_ The Audit Committee shall review the audit of the Association and annually report its findings and recommendations to the Governing Board.

The Election Committee shall develop guidelines for the election of the Presidentelect. Such guidelines shall be approved by the Executive Committee. The Election Committee will be responsible for conducting, monitoring and enforcing the election proceedings of the Association.

No part of any income, revenue, and grant of or to the Association shall inure to the material or pecuniary benefit of a member, officer, or any private individual (except that reasonable compensation may be paid for services rendered in connection with one or more of its purposes), and no member, officer, or any private individual shall be entitled to share in the distribution of any of the assets of the Association on its dissolution or liquidation. In the event of such dissolution or liquidation, the assets of the Association, after payment of debts and obligations, shall be transferred to an organization with federal tax-exemption for charitable and educational uses and purposes similar to those of this Association, which is not a private foundation within the meaning of the federal tax laws. The exempt organization shall be designated by the final Executive Committee of the Association.

The most recently published edition of *Robert's Rules of Order* shall govern in all official meetings of the Association.

As recognized in Article XI, Section 4.j., the Governing B64 add (638 SB-147 1062 CFE ADD THE ADD T