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## **BY-LAWS**

### **ARTICLE I – NAME**

**Section 1.** The name of the corporation shall be Education Leaders of Kenosha.

### **ARTICLE II – PURPOSE/MISSION**

**Section 1.** The purpose of this organization is to:

- A. To initiate, promote and support worthwhile education/community programs.
- B. To provide leadership for developing education legislation.
- C. To promote the welfare of its members.
- D. To foster fellowship among members through social functions and appropriate remembrances.
- E. To act as the agent for professional discussions on behalf of the membership.

### **ARTICLE III – ORGANIZATION**

**Section 1.** Education Leaders of Kenosha is a non-stock, nonprofit organization operating in the State of Wisconsin.

**Section 2.** The name of Education Leaders of Kenosha or the names of any members in their official capacities shall not be used for any purpose not appropriately related to promotion of the purpose/mission of the Education Leaders of Kenosha as determined by the Board of Directors.

**Section 3.** Education Leaders of Kenosha shall not enter into membership with other organizations without the approval of the Education Leaders of Kenosha.

**Section 4.** Education Leaders of Kenosha shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income tax under 501 © (4) of the Internal Revenue Code.

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## **ARTICLE IV – OFFICERS**

**Section 1.** The officers of this organization, also known as the Executive Committee, shall be the President, immediate Past President, President Elect, Secretary and Treasurer. The officers shall serve a term of three years; President Elect will serve one year as President Elect, one year a President, and the last year as Past President which equals three years. The Secretary and Treasurer will each serve a term of three years.

**Section 2.** The term of office shall be from July 1 through June 30.

## **ARTICLE V – DUTIES OF OFFICERS**

**Section 1.** **President:** The President shall be the chief executive officer of the organization and shall preside over all meetings of the board and of the members. He or she shall have general and active management of the business of the organization and shall see that all orders and resolutions of the Board are carried into effect. The President shall be an ex officio member of all standing committees and shall have the general powers and duties of supervision and management usually vested in the office of President of an organization.

**Section 2.** **Past President:** The Past President shall work on designated projects at the discretion of the Board.

**Section 3.** **President Elect:** The President elect shall perform the duties of the President during the absence of the President or upon request of the President.

**Section 4.** **Secretary:** The secretary shall attend all meetings that include the membership, Board of Directors and/or executive Committee. He or she shall preserve in the books of the organization accurate minutes of the proceedings of all meetings. He or she shall give all notices required by statute, bylaws, or resolution and shall perform any other duties as may be delegated by the Board of Directors or by the Executive Committee.

**Section 5.** **Treasurer:** The Treasurer shall have custody of all organization funds and securities and shall keep in the books belongings to the corporation full and

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accurate accounts of all receipts and disbursements and shall deposit all moneys, securities, and other valuable effects in the name of the organization in the depositaries designated for that purpose by the Board of Directors. He or she will prepare an annual proposed budget as directed the Executive Committee and present it at the annual Education Leaders of Kenosha meeting for approval by the organization. The Treasurer will deposit the monthly membership check which is provided by the Kenosha Unified School District through an automatic deduction from Education Leaders of Kenosha member's payroll.

The Treasurer shall be designated to provide a remembrance for Education Leaders of Kenosha membership who has had a family member pass away. All receipts will be kept in a Treasurer's Book that includes monthly bank statements and membership dues list through Kenosha Unified School District.

If at any time, the Education Leaders of Kenosha membership decides that two signatures are necessary to conduct business, the Board of Directors will appoint a designee to be the second signee of checks.

If the organization exceeds \$50,000 per fiscal year, a yearly audit will be completed by an external accounting firm.

## **ARTICLE VI - BOARD OF DIRECTORS**

- Section 1.** **Composition:** The board shall be comprised of all the elected officers, one elementary representative, one middle and one high school representative, one non instructional representative and one instructional representative.
- Section 2.** The terms of the Board of Directors shall be from July 1 to June 30.
- Section 3.** The Board of Directors shall govern the Education Leaders of Kenosha.
- Section 4.** The Board of Directors shall execute the general policies as determined by the organization and shall act on behalf of the Education Leaders of Kenosha membership.
- Section 5.** Vacancies on the Board of Directors shall be filled by appointment made by the remaining directors. Each person elected to fill a vacancy shall remain a

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director until they completed the vacancy's term. At the time, they may be elected to that position for the full term.

**Section 6.** **Action by unanimous written consent:** Directors may pass an action by written consent, either by paper or electronic form. That action shall be a valid as an organization action as though it had been authorized at a meeting of the Board of Directors.

**Section 7.** **Power to make bylaws:** The Board of Directors shall have the power to develop and amend any bylaw or bylaws with a quorum present at the meeting designated to do so with a thirty day notification to Board members.

**Section 8.** **Removal of officers and representatives:** Any officer or representative may be removed by the Board of Directors whenever in the judgment of the board the interests of the organization will be served.

## **ARTICLE VII – MEETINGS**

**Section 1.** **Membership Meetings:** The full membership of the Education Leaders of Kenosha will meet at least twice a year.

**Section 2.** **Annual Meeting:** At least one of the full membership meetings of the Education Leaders of Kenosha shall be designated as the annual meeting and shall be for the purpose of electing officers, approving a budget, receiving reports of officers and committees and for any other business that may arise.

**Section 3.** **Quorum:** A quorum of the full KSAA membership will be one-third of its membership. This quorum may be satisfied by members being present electronically and votes be taken through a polling Website. Members would be limited to one vote per motion and one vote per amendment to a motion by authenticating with the KUSD Google ID. All votes cast will remain anonymous since responses are not logged by user ID.

**Section 4.** **Board of Directors meetings:** The Board of Directors will meet at least four times a year. The Board of Directors shall designate the date, time, and location of the meetings.

**Section 5.** **Special Meetings:** Special meetings of the Board of Directors may be held at any time on the call of the President.

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**Section 6.** **Board of Directors quorum:** A majority of the members of the Board of Directors currently serving shall constitute a quorum at any meeting.

**Section 7.** **Notice of Meetings:** Notice of all Education Leaders of Kenosha membership meetings, Board of Directors meetings and special meetings shall be given at least ten working days' notice prior to the meeting. Notice shall include date, time and location of the meeting. Notice can be by email or US mail.

**Section 8.** **All Education Leaders of Kenosha meetings will follow the current edition of Robert's Rules of Order.**

## **ARTICLE VIII – STANDING COMMITTEES**

**Section 1.** **Bylaws Committee:** The Bylaws Committee shall consist of three members of the Education Leaders of Kenosha and shall serve on the committee for three years. The committee will be an appointment by the Board of Directors.

The responsibility of the Bylaws Committee is to review the bylaws on an annual basis to ensure the membership that the Bylaws reflect what the organization is currently doing.

The Bylaws Committee will also be responsible for providing a copy of the Bylaws to every new member annually. If any adjustments are made to the Bylaws, whether it is an amendment or addition to the Bylaws, all KSAA members will receive an updated copy of the Bylaws electronically.

**Section 2.** **Liaison Committee:** The Liaison Committee consists of the President, President Elect, and four representatives (one elementary, one middle, one high school, and one supervisory/technical) which will meet with the Superintendent of Schools a minimum of four times a year.

**Section 3.** **Social Committee:** The committee consists of five KSAA members. The responsibility of this committee is to plan an end of the year celebration to acknowledge AST individuals retiring. They will work in partnership with the Office of Superintendent's staff to plan this event.

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**The Social Committee may plan other social function for the membership as suggested by the organization.**

**Section 4.** **Nominating Committee:** The Nomination Committee will consist of three KSAA members, one of which serves on the Board of Directors. They will provide a slate of officers that are scheduled for election.

**Section 5.** **Professional Development:** A committee consisting of three KSAA members will create a professional development plan in partnership with the District. The KSAA will obligate financial support to implement the plan as designated in the KSAA Annual Budget.

## **ARTICLE IX – AWSA AFFILIATION**

**Section 1.** **The Organization will annually affiliate with the Organization of Wisconsin School administrators (AWSA) through their “Local Organization Affiliation Program.”** The President of the organization for July 1 to June 30 affiliation period will be designated as the person to act as liaison between the organization and the AWSA. The dues will be paid by the KSAA organization. In the event that the President of the corporation is not eligible for affiliation with AWSA, the Board will elect a representative of the Board to serve in this capacity.

## **ARTICLE X – MEMBERSHIP AND VOTING**

**Section 1.** **Membership:** Full membership with voting rights will be available to all instructional, general administrative personnel, and all supervisory and technical personnel employed by the Kenosha Unified School District.

**Section 2.** **All KSAA members will be entitled to vote.**

**Section 3.** **Inspectors:** When any person entitled to vote at a meeting of the KSAA requests the appointment of inspectors, a majority of the members present at that meeting and entitled to vote shall appoint not more than three inspectors, who need not be members. If the right of any person to vote at the meeting is challenged, the inspectors shall determine the right. The inspectors shall receive and count the votes either upon an election or for the

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decision of any question and shall determine the results. Their certificate of any vote shall be *prima facie* evidence.

## **ARTICLE XI – AMENDMENTS OF BYLAWS**

**Section 1.** **Proposed Bylaw Amendments to General Membership:** Members must be notified thirty days prior to the proposed Bylaw Amendments. Notification may be provided electronically. The notice to the KSAA membership must include the proposed Bylaw Amendment and the date, time and location of the meeting.

**Section 2.** **The Bylaw Amendment being proposed to the general membership must be presented at a Regular, Annual or Special meeting.** Passing an amendment requires a majority vote of those members present.

**Approval Date:** July 9, 2014

**KSAA President Signature:** \_\_\_\_\_