

Virginia Association for Supervision and Curriculum Development

Constitution and By-Laws

Date: November, 2014

Our Mission

The Virginia Association for Supervision and Curriculum Development is dedicated to Advancing Excellence in Teaching, Learning and Leadership.

Our Goals

- To use all available communication technologies to meet the diverse needs of its audiences.
- To offer proactive, innovative programs and services at the regional and state levels based on identified needs.
- To influence policy development and implementation to ensure successful lifelong learning for all.
- To expand a diverse and involved membership in all areas of the state.

Adopted: 12/08 Revised: 06/12; 12/08; 7/07; 12/04; 12/01; 1/97; 1/95; 1/94; 12/91; 11/88; 8/84; 3/83; 12/82; 12/80; 9/79; 11/76; 11/71

ARTICLE I - NAME

The name of this organization shall be the Virginia Association for Supervision and Curriculum Development (VASCD). The organization shall be affiliated with the international ASCD.

ARTICLE II - PURPOSE

The purpose of the organization shall be:

1. To develop educators' capacity for learning, teaching and leading through programs, products and services;
2. To encourage research and scholarship within the educational community in the Commonwealth of Virginia;
3. To create and disseminate research findings, educational materials, legislative positions and updates; and other information through high-quality print and electronic communications;
4. To promote and maintain a diverse, active membership;
5. To identify and utilize individuals with leadership abilities at the local, state and national levels; and,
6. To be a reliable and informed source of information for policymakers; and to be proactive in shaping legislative positions and recommendations.

ARTICLE III - MEMBERSHIP

Section 1. Any person who is desirous of promoting the purposes of VASCD and sharing in its activities shall be eligible for membership by paying the annual dues. An active member shall be entitled to vote, to hold offices for which eligible, to participate in affairs of the Association, and to receive benefits as provided for by the fees paid. The Association actively seeks members who represent diversity in gender, age, job role, ethnicity, geographic location, and viewpoint.

Section 2. The annual dues for VASCD membership shall be determined by the Board of Directors. Dues may be paid at any time during the year and shall be renewable.

ARTICLE IV - EXECUTIVE COMMITTEE.

Section 1. The officers shall be the President, President-Elect, Immediate Past President, Secretary, Treasurer, and Parliamentarian/Historian. Along with these officers, one additional Board of Directors member may be selected by the President to serve on the Executive Committee. The Executive Director serves as a non-voting ex-officio member.

Section 2. The responsibilities of the Executive Committee shall be:

- a. To respond to requests or conditions requiring immediate action, providing the decisions do not involve questions of policy;
- b. To make recommendations and reports to the Board of Directors;
- c. To secure the services of an Executive Director for the organization;
- d. To work with the Executive Director and President to nominate new Board of Directors members for approval by the Board of Directors;
- e. To vote to break a tie vote among the Board of Directors involving votes for candidates for President Elect and if necessary President; and
- f. To vote to break a tie in any regional representative election.

Section 3. Once elected by the Board of Directors the President-Elect serves a one-year term, followed by a two-year term as President and a two-year term as Immediate Past President. The Treasurer, Secretary and Parliamentarian/Historian shall be nominated on an annual and renewable basis by the President and approved by the Board of Directors. In addition, the President may appoint an additional member from the Board of Directors to the Executive Committee on an annual and renewable basis.

Section 4. The Executive Committee appoints representatives from the Board of Directors and/or the general membership to represent VASCD in ASCD Governance groups and on ASCD committees as specified in the ASCD Constitution.

Section 5. The duties of the President shall be to preside at all meetings of the organization, to direct its policies and activities, to make nominations to the offices of Secretary, Treasurer, and Parliamentarian/Historian (which

are approved by the Board of Directors), to appoint an additional Executive Committee member if desired, and to perform all duties pertaining to the office.

Section 6. The duties of the President-Elect shall be to cooperate with the President in all business pertaining to the organization, to serve on the executive Committee, and to perform all duties of the President in case of absence.

Section 7. The Immediate Past President shall serve as chair of the Past Presidents' Council. The Past Presidents' Council will lead a review of the Executive Director's performance, propose any changes to the Executive Director's contract to the full Board of Directors, recommend amendments to the Constitution for possible future approval by the Board of Directors and the general membership, present nominees for President and President-Elect to the Board of Directors, and serve in an advisory capacity as needed.

Section 8. The duties of the Secretary shall be to keep accurate minutes of all Board of Directors, Executive Committee and general membership meetings.

Section 9. The duties of the Treasurer shall be:

- a. To work with the Resource Committee and the Executive Director in preparing a budget for approval by the Board of Directors for presentation to and approval by the membership at the annual fall meeting;
- b. To present a financial report at each Board of Directors meeting and to keep the Board of Directors fully apprised of the financial status of VASCD;
- c. To ensure that the organization's financial records are audited on a biannual basis; and,
- d. To monitor revenue, expenses, and investments, with the assistance of the Resource Management Committee and the Executive Director, and to recommend budget adjustments as necessary.

Section 10. The duties of Parliamentarian/Historian shall be:

- a. To interpret Robert's Rules of Order and the VASCD Constitution, and as needed provide institutional knowledge; and
- b. To recommend amendments to the Constitution for future approval by the Board of Directors and general membership.

ARTICLE V - BOARD OF DIRECTORS

Section 1. The Board of Directors shall be composed of the Executive Committee of the Association, regional representatives, past presidents, chairpersons and some members of standing committees, the journal and newsletter editors, and others as approved by the Board of Directors membership process. Regional representatives are elected by the membership in their regions. The eight Regional Representatives shall be elected on alternate years for two-year terms, with the option to run for two additional terms. The representatives of the odd-numbered regions will be elected one year and the representatives of the even-number regions will be elected the next. Other members of the Board of Directors are nominated by the President or the Executive Committee and approved by the Board of Directors. The Executive Director serves as a non-voting ex-officio member of the Board of Directors.

Section 2. The duties of the Board of Directors shall be:

- a. To approve new members of the Board of Directors after they have been nominated by the Executive Committee or President for vacancies that may occur on the Board of Directors;
- b. To assist the President in planning the work of the organization;
- c. To develop the Strategic Plan of the organization;
- d. To act for the organization between meetings, providing the decisions do not involve questions of policy;
- e. To represent the organization as requested by the President;
- f. To recommend any change in annual membership dues;
- g. To present recommendations to the membership for action;
- h. To determine the salary of the Executive Director;
- i. To approve amendments to Constitution recommended by the Parliamentarian/Historian, the Past Presidents Council or the Governance Committee for possible final approval by the general membership;
- j. To elect from a slate of candidates prepared by the Past Presidents Council an individual to serve as President Elect and if necessary President; and
- k. To approve support staff positions and compensation for these positions.

Section 3. If any member of the Board of Directors misses two consecutive meetings without notification to the President, that person's term on the Board of Directors may be terminated by the President.

ARTICLE VI -REGIONAL REPRESENTATIVES

Section 1. The duties of Regional Representatives shall be:

- a. To serve as VASCD's liaison to school divisions in their regions;
- b. To share information related to VASCD programs and to promote programs and services;
- c. To monitor membership data and participation data, and use these data points strategically in communicating about VASCD; and
- d. To assist as needed with the planning and implementation of VASCD programs and services held within their regions.

ARTICLE VII - APPOINTED COMMITTEES AND POSITIONS

Section 1. The President with the approval of the Board of Directors may appoint special committees.

Section 2. The treasurer, secretary, parliamentarian/historian, chairpersons of committees, and the editors of publications shall be nominated by the President and approved by the Board of Directors. Committee chairpersons may select committee members subject to the approval of the Board of Directors. The President

shall also appoint members of various committees. All Board of Directors members shall be voting members of the Board of Directors.

Section 3. There shall be the following standing committees: Resource Management; Conference; Programs and Services; Advocacy; and Governance. Other committees may be appointed by the President.

Section 4. The responsibilities of the Resource Management Committee shall include providing input to the Treasurer and Executive Director on preparing the annual budget, reviewing accounting practices, and implementing investment strategies. The annual budget will be submitted for approval to the Board of Directors in the fall and presented to the membership for preliminary approval at the fall annual meeting. Changes to the budget between the fall meeting and the start of the fiscal year require approval by the Board of Directors.

Section 5. The responsibilities of the Conference Committee shall include providing input to the Executive Director and Conference Chair regarding speakers, facilities, and all other aspects of major conferences. Conference Committee members assist in the planning and on-site management of conferences.

Section 6. The responsibilities of the Programs and Services Committee shall include coordination and facilitation of high quality professional development consistent with the vision and mission of VASCD and implemented across the state. This professional development shall include a combination of Professional Development Institutes, regional conferences, online professional development, and other professional learning models. The Programs and Services Committee also coordinates awards.

Section 7. The responsibilities of the Advocacy Committee shall include development of policy positions; representation of VASCD throughout the state; advocacy with policymakers; and collaboration with educational organizations and governmental entities.

Section 8. The responsibilities of the Governance Committee shall include preparation of a slate of candidates for regional representatives in their election years; assuring that VASCD's governance structure and policies are aligned with the requirements of ASCD affiliates; assessing the effectiveness of the Board of Directors and recommending Board development strategies and policy changes. In addition, the Governance Committee may recommend to the Board of Directors revisions and amendments to the Constitution.

Section 9. The Past Presidents' Council is composed of all past presidents serving on the Board of Directors. The responsibilities of the Past Presidents' Council shall be to prepare and present a slate of candidates for President and President-Elect to the Board of Directors for election by members of the Board; to recommend amendments to the Constitution; to conduct an annual evaluation of the Executive Director, to propose any changes to the Executive Director's contract to the full Board of Directors, and to serve in an advisory capacity as needed.

Section 10. Each committee's report will be reflected in the Executive Director's report and Board meeting minutes.

Section 11. The responsibility of the Editor and Editorial Board for the Virginia Educational Leadership journal is to solicit articles, select articles for publication, edit the material and publish the journal.

ARTICLE VIII - EXECUTIVE DIRECTOR

Section 1. The Board of Directors shall have the power to secure the services of an Executive Director for the Association.

Section 2. The Board of Directors shall determine the salary and responsibilities for the Executive Director. A job description and contractual agreement shall be kept on file in the VASCD office.

Section 3. The duties of the Executive Director shall include, but not be limited to:

- a. Management of membership records, fiscal resources, and calendars;
- b. Maintenance of office equipment, supplies, and official papers and records;
- c. Leadership in assisting with conferences and professional development activities, preparing for board meetings;
- d. Carrying out the VASCD Strategic Plan and representing VASCD at other professional organizations, the Department of Education, and the legislature;
- e. Communication with ASCD, the VASCD membership, and other organizations as needed by serving as the official contact for the organization; and
- f. Hiring and evaluation of all support staff members and recommendation of appropriate compensation to the Resource Management Committee and final approval for staffing and compensation by the Board of Directors.

ARTICLE IX - AMENDMENTS

This Constitution shall be reviewed annually by the Past-Presidents Council, Governance Committee, and Parliamentarian/Historian. Any of these groups may recommend revisions and amendments to the Constitution for approval by the Board of Directors. Following approval the Constitution may be revised and amended at any regular meeting of the Association by a two-thirds vote of the members present provided the membership has been given notice in advance, or by a two-thirds vote of those replying to an on-line ballot within two weeks of its posting.

ARTICLE X - FISCAL YEAR

The fiscal year shall begin on July 1 of any given year, and continue through June 30 of the succeeding year.

ARTICLE XI - MEETINGS

Section 1. VASCD shall hold at least one regular general membership meeting in the fall with the specific date designated by the Board of Directors.

Section 2. Special general membership or Board of Directors meetings may be called by the President and/or the Board of Directors.

Section 3. The Board of Directors shall meet at least three times each year.

Section 4. Regional conferences/workshops shall be planned and coordinated by the Executive Director with assistance and input from the Regional Representative from the region in which the conference is to be held. The Representative will work in cooperation with the Executive Director, the Program and Services Committee, any affiliate in the region, and other educational organizations as appropriate.

ARTICLE XII - ELECTIONS

Section 1. In order to be eligible to run for office an active member shall have been a member of VASCD the previous year.

Section 2. The President-elect shall be elected by the Board of Directors each biennium and shall progress through the positions of President-elect for one year, President for two years, and Past President for two years.

Section 3. After having been nominated by the Past Presidents Council the President and President Elect shall be elected by ballot by the Board of Directors of the association as follows:

- a. The Past Presidents Council shall prepare a slate of one or more eligible nominees for the office of President and President-Elect in years when these officers are to be elected; and
- b. The Past Presidents Council shall assure that each nominee has been informed that campaigning is not permitted.

Section 4. Regional Representatives shall be elected by a vote of the membership in their respective regions for the terms of office as stated in Article V.

- a. The Governance Committee shall prepare a slate of one or more eligible nominees for the offices of Regional Representatives in the years in which they are to be elected and they shall be elected by members in their respective regions.
- b. The Governance Committee shall assure that each nominee has been informed that campaigning is not permitted.

Section 5. A space shall be provided on the ballot whereby any member may vote for another person by writing in the person's name.

Section 6. The person receiving the largest number of votes shall be declared elected immediately and shall take office July 1 following the elections. In the event of a tie vote on the Board of Directors for the office of President Elect or if necessary President or a tie vote within the regional membership the Executive Committee shall vote to break the tie.

- a. Ballots for Regional Representatives shall be posted on-line by the Executive Director with a two week window designated for voting; and
- b. The person receiving the largest number of votes for the respective office shall be declared elected immediately and shall take office July 1 following the elections. A tie vote shall be eliminated by the Board of Directors declaring the winner.

ARTICLE XIII - QUORUM

Section 1. Twenty-five (25) active members plus two officers of the Association shall constitute a quorum at any regular or special business general membership meeting provided the membership has been notified at least 10 days in advance.

Section 2. A majority of the Board members shall constitute a quorum for a meeting of the Board of Directors.

ARTICLE XIV - PARTNERSHIPS AND AFFILIATES

Section 1. The Board of Directors shall adopt policy governing the establishment of partnerships with and the granting of affiliate status to other groups.

Section 2. The Board of Directors shall approve all affiliates and alliances.

ARTICLE XV - DISSOLUTION OF ORGANIZATION

No part of the net income, revenue, and grants of the VASCD shall benefit any member, officer, or 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 private individual shall be entitled to share in the distribution of any part of the assets of the Association on its dissolution or liquidation. In the event of such dissolution or liquidation the assets of VASCD, after payment of debts and obligations, shall be transferred to an organization with tax exemption for charitable and educational uses and purposes similar to those of the association. The exempt organization will be designated by the final Board of Directors of VASCD.

ARTICLE XVI - DATE OF CONSTITUTION

The first Virginia ASCD constitution was adopted October 30, 1968. This constitution was revised in July-December, 2001 in order to be in compliance with the ASCD Constitution to be implemented on March 10, 2003. Date of Implementation for 12/2001. Revision: Article IV, Section 3 and Article XII, Section 4 shall take effect 3/10/03 for the purpose of representation to the ASCD Leadership Council. All other Articles shall take effect 2/2004. Revision: Article II, Article IV, Section 9 and Article XII, Section 5D. 7/2007. Revision: 12/08. Revision: 06/12. Revision: 11/2014.