

PREAMBLE

The Arkansas Association of Elementary School Principals believes that the child is the focal point of the educational program and that education in our society must assist each child to realize his potential as a functioning and contributing member of that society. The Association believes that each child should have an equal opportunity to attain self-realization.

The Arkansas Association of Elementary School Principals further believes that the elementary school is the foundation of all educational efforts on behalf of the child and that the primary responsibility for the development of an effective program in each elementary school is vested in the principal.

Therefore, the Arkansas Association of Elementary School Principals dedicates itself to achieving the recognition of the principal as the authority in the supervision and administration of the elementary school.

ARTICLE I - NAME, PURPOSES, AND GOVERNANCE

Section 1. Name

The name of this organization shall be the Arkansas Association of Elementary School Principals (hereinafter referred to in the Bylaws as the "Association"). Elementary includes Pre-K through middle school.

Section 2. Purposes

The purposes of the Association are:

1. to facilitate positive educational leadership;
2. to serve as the spokesman for elementary school principals
3. to enhance the image of the elementary school principal as an educational leader and to promote greater recognition of the professional skill and performance demanded by the position;
4. to serve as an agency for the collection and dissemination of information pertinent to the elementary school principalship;
5. to provide services such as publications, conferences, research, individual counseling, and other services as authorized by the governing bodies of the Association;
6. to promote the principle of equal rights and the elimination of prejudice, bigotry, and discrimination and to enhance the unique and harmonious relationships between elementary school principals and elementary school teachers; and
7. to cooperate with other groups in areas of common interest.

Section 3. Governance

The Association shall be governed by the Articles of Incorporation, the Bylaws, and such actions as the governing bodies of AAESP and AAEA may be consistent therewith.

Nothing in the Bylaws shall be construed to prevent the Association from pursuing objectives that are consistent with its stated purposes.

Article II – Membership

Section 1. Categories and Qualifications

The Association shall have the following categories of membership:

a. Individual Membership: Individual membership shall be open to persons engaged in any phase of school administration, directly or indirectly, and those persons who serve in both public and/or private educational institutions having instructional responsibilities in the field of educational administration, the State Department of Education, and Department of Higher

Education. Individual membership shall be dual membership providing for membership in both AAEA and the AAESP. Only persons holding individual membership in AAESP are eligible to vote and hold office in the Association.

b. Corporate Membership: Corporate membership shall be open to any person that derives income in whole or part through business transactions with public schools, private schools, colleges, universities, or the State Department of Education.

c. Honorary / Life Membership.: An honorary / life membership may be conferred upon an individual by the Association at its annual meeting.

d. Associate Membership: Associate membership shall be open to any person not employed as a school administrator who is actively pursuing a graduate program in educational administration.

e. Emeritus Membership: Emeritus membership will be made available to individuals having completed their careers in educational administration or in a related field.

Section 2. Discrimination Prohibited

The Association shall not deny membership on the basis of race, creed, national origin, religion, sex or handicapping condition.

Section 3. Property Interest of Members

All right, title, and interest, both legal and equitable, of a member in and to property of the Association shall end on the termination of membership.

Section 4. Membership Year

The membership year shall be from July 1 to June 30. Membership is open at any time, but it shall expire at the end of the membership year.

Section 5. Membership Dues for AAEEA and AAESP

The annual membership fee for each type of membership will be established by the membership of AAEEA as described by the AAEEA Constitution.

Article III - Board of Directors

Section 1. Composition

The Board of Directors shall consist of the following: president, president-elect, secretary/treasurer, immediate past president, NAESP representative, state and federal relations coordinator, emeritus representative, assistant principal representative, zone directors from each of the sixteen zones of the Association, the elected officer of AAEEA or any other state or national officer that the Board deems appropriate.

Unless revised in accordance with the provisions of the Bylaws, fifteen of the Association's zones shall be congruent with the state's fifteen educational cooperatives and the sixteenth zone shall be congruent with Pulaski County. The zones are as follows:

Northwest Arkansas Education Service Center
Ozarks Unlimited Resources Center
Northcentral Arkansas Education Service Center
Northeast Arkansas Educational Center
Western Arkansas Center
Arch Ford Education Service Center
Wilbur D. Mills Education Service Center
Crowley's Ridge Education Service Center
Great Rivers Center
DeQueen/Mena Educational Center
Dawson Education Service Center
Arkansas River Education Service Center
Southwest Arkansas Educational Center
South Central Service Center
Southeast Arkansas Education Service Center
Pulaski County

In the third year following the effective date of the Bylaws, and in each third year thereafter, the Board of Directors shall review the established zones and recommend to the membership any revisions that may be appropriate.

Section 2. Election of Board of Directors

a. The Nominating Committee, consisting of the zone directors, shall submit a slate of nominees to the Executive Director. The election of the Directors shall be determined by a majority vote at the AAESP Annual Business Meeting or via email or utilizing other forms of technology. The past

President shall chair the nominating committee.

b. The Nominating committee will also submit the names of at least two candidates every fourth year for Secretary-Treasurer of AAEEA which will be voted on by all members of AAEEA.

Section 3. Terms of Office and Qualifications of Board of Directors

The terms of office for all Directors except the executive officers shall be as follows:

- a. Immediate Past President 1 year
- b. NAESP Representative 3 years
- c. Emeritus Member Representative 3 years
- d. Zone Director 3 years
- e. AAEEA Officer concurrent with AAEEA term
- f. Assistant Principal Representative 3 years

No director may serve two full consecutive terms in the same position. Upon election to the term of office, directors must be practicing principals or assistant principals employed by schools accredited by the State Department of Education and embracing grades kindergarten through sixth, or a combination of at least one of these grades. All directors will take office on July 1, following their election.

Section 4. Filling Vacancies on Board of Directors

- a. In the event a vacancy occurs in the Zone Directors, the Board of Directors shall appoint a member from the same zone to serve the unexpired term, providing that the ZD has served over half his / her term. If half of the term has not been completed a new election will be held.
- b. In the event of a vacancy of any other Board member, except the President where the President-Elect will take office, or the President-Elect where the Secretary-Treasurer shall take office, the Board of Directors shall appoint a member from the State at large to serve the unexpired term, providing that the member has completed over half his term. If he/she has not completed more than half his/her term, a new election will be held.
- c. Members of the Board of Directors may have their office as director declared vacant by the board and their successor appointed by the board to fill the unexpired term if they are:
 - 1. no longer employed as a professional educator
 - 2. three unexcused absences per one year term
 - 3. convicted of a felony
 - 4. no longer an active member of the Association

Section 5. Powers and Duties

The Board of Directors shall be directly responsible to the membership of the Association.

The Board shall:

- a. act for the Association and make all policy decisions between meetings of the Association;
- b. be responsible for approving the budget and for the fiscal management of the Association;
- c. determine the time and place of the annual meetings of the Association;
- d. call a special meeting of the Association by a majority vote of the Board;
- e. make recommendations to the Association regarding the amount of Association dues;
- f. review all reports of Association officers and committees and transmit recommendations and appropriate reports to the Association;
- g. recommend to the Association authorization or discontinuance of relationships and affiliations between the Association and other groups;

- h. establish committees;
- i. supervise and evaluate the Executive Director yearly, with option to terminate at any time;
- j. develop guidelines for the consideration of the various committees;
- k. establish guidelines and procedures for election of Principal-of-the-Year; and
- l. have such other powers and perform such other duties as may be provided for in the Bylaws.

Section 6. Meetings

The Board of Directors shall meet at least four times a year to conduct the business of the Association. The President or a majority of the Board shall determine the time and place of the meetings. Due notice of all meetings shall be given to all members of the Board. A quorum of the Board of Directors shall be a majority of its members.

Article IV - Executive Officers

Section 1. Executive Officers

The officers of the Association shall be the President, President-Elect, and Secretary-Treasurer.

Section 2. Election of Executive Officers

The Nominating Committee shall submit a slate of nominees for the office of President-Elect and the Secretary-Treasurer to the Executive Director. The election shall be determined by a majority vote of members.

Section 3. Term of Office and Qualifications of Executive Officers

a. Term of Office. The term of office of the President, President-Elect and Secretary-Treasurer shall be for one year, commencing on July 1 following the election. No officer may serve two full consecutive terms in the same position.

b. Qualifications. Only practicing principals or assistant principals employed by schools accredited by the State Department of Education and embracing grades kindergarten through sixth, or a combination of at least one of these grades, are eligible to be nominated for executive office.

Section 4. Powers and Duties

a. President: The President is chief executive officer of the Association and shall:

1. serve as a voting member and presiding officer of the Board of Directors;
2. serve as presiding officer of the meetings of the Association;
3. serve as a voting delegate to the National Delegate Assembly;
4. represent and speak for the Association on matters of policy, or assign, at his / her discretion, responsibility for such functions;
5. review Association policies and recommend priorities to be considered by the Board of Directors;
6. meet regularly with the Board of Directors;
7. delegate duties to the President-Elect and the Executive Director;
8. propose the agenda for meetings of the governing bodies of the Association;
9. except as otherwise provided in the Bylaws, appoint all chairpersons and members of Association committees, subject to approval by the Board of Directors;
10. serve as a nonvoting member of all Association committees, except the Nominating Committee;
11. have the authority to appoint consultants and/or advisors, with Board approval, who will meet with the Board of Directors;
12. co-ordinate selection of special recognition awards; and
13. attend NAESP's National Leader's Conference.

b. President-Elect: The President-Elect shall:

1. serve as a voting member of the Board of Directors;
2. serve as Chairperson of the Resolutions Committee;
3. act for the President when he/she is unable to perform the duties of his / her office;
4. perform other duties as directed by the President of the Board of Directors;
5. provide a training session for zone directors at the June board meeting;
6. serve as a voting delegate to the National Delegate Assembly; and
7. attend NAESP'S National Leader's Conference.

c. Secretary-Treasurer: The Secretary-Treasurer shall:

1. keep a complete and accurate record of the proceedings of all meetings of the Board of Directors;
2. provide a copy of minutes to all members of the Board of Directors within two weeks of the meeting;
3. review all financial transactions; and
4. serve as chair of AAESP Audit Committee and as a member of the AAEA Audit Committee.

Article V - Other Members of the Board of Directors

Section 1. Immediate Past President: The immediate Past President shall:

- a. serve as a voting member of the Board of Directors;
- b. serve as parliamentarian of the Association;
- c. serve as Chair of the Professional Rights and Responsibilities Committee and as chair of the Nominating Committee; and
- d. perform other duties as directed by the President or the Board of Directors.

Section 2. NAESP Representative: The NAESP Representative shall:

- a. serve as liaison between the State and National Association;
- b. serve as Chair of the Membership Committee;
- c. keep the Board of Directors informed of policies and programs at the national level;
- d. attend the NAESP Annual Convention and be responsible for the state booth;
- e. submit articles and newsworthy items to be published at the State and National level;
- f. publicize and encourage attendance at NAESP Conventions;
- g. perform other duties as directed by the President or the Board of Directors;
- h. serve as chair of the Principal of the Year Committee;
- i. serve as a voting delegate to the National Delegate Assembly;
- j. serve as chair of the Service Above & Beyond Award Committee;
- k. attend NAESP's National Convention, zone meetings and National Leader's Conference; and

l. serve as chair of the Assistant Principal of the Year Committee.

Section 3. Zone Directors: The Zone Directors shall:

- a. serve as liaison between the AAESP and NAESP and the members in their respective zone;
- b. serve as a member of the Membership Committee;
- c. be responsible for publicizing and encouraging participation and selecting a principal of the year nominee;
- d. submit articles and newsworthy items from their zone to all Association meetings;
- e. perform other duties as directed by the President or the Board of Directors;
- f. arrange for at least two zone meetings annually; and
- g. serve on the AAESP Nominating Committee; and serve as a key contact for state legislation.

Section 4. AAEA Officer: The AAEA officer will fulfill the responsibilities as prescribed in the Constitution and Bylaws of the AAEA and AAESP.

Section 5. Emeritus Member Representative: The Emeritus Member representative shall:

- a. represent emeritus members at all board meetings;
- b. recommend to the board ways to involve emeritus members;
- c. be involved in activities that involve emeritus members; and
- d. shall serve as a voting member of the Board of Directors.

Section 6. Assistant Principal Representative: The Assistant Principal Representative shall:

- a. represent assistant principals at all board meetings;
- b. recommend to the Board of Directors ways to involve assistant principals;
- c. be involved in activities that involve assistant principals;
- d. shall serve as a voting member of the Board of Directors;
- e. perform other duties as directed by the President or the Board of Directors; and
- f. assist in coordinating the assistant principal's workshop.

Article VI - Executive Director

Section 1. Term of Agreement: The Executive Director shall be approved by the Board of Directors. The Board of Directors shall have an agreement with the Executive Director for a period of not more than three years. However, the agreement may be extended for additional three year terms.

Section 2. Powers and Duties: The Executive Director shall be responsible to the Board of Directors and shall:

- a. serve as a nonvoting member of the Board of Directors and the Association;
- b. prepare, with the advice of the Board of Directors, programs for the Association;
- c. be responsible for the employment, supervision, evaluation, and dismissal of all Association employees in accordance with personnel procedures established by the Board of Directors;
- d. prepare an annual budget for submission to the Board of Directors and the Association;
- e. receive all funds and be responsible for their safekeeping, accounting, and audit;
- f. prepare an annual report on Association activities, an annual financial report, and such other reports as prescribed by the Board of Directors;
- g. provide a treasurer's report at each regular meeting of the Board of Directors;
- h. be responsible for the preparation and distribution of records of meetings of the Association and the Board of Directors;
- i. prepare, disseminate, and collect ballots;
- j. keep the official seal of the association;
- k. keep an accurate list of all members of the Association;
- l. print membership cards, programs, tickets, etc., for the Association as needed;
- m. serve as a consultant to the AAEE Board and Committee members; and
- n. perform such other powers and duties as are customarily possessed and performed by the chief staff person of an association.

Article VII – Committees

Section 1. Nominating Committee

- a. Composition: The Nominating Committee shall be chaired by the immediate past-president and shall consist of all zone directors.
- b. Powers and Duties. The Nominating Committee shall submit a slate of nominees to the Board.

Section 2. Professional Rights and Responsibilities Committee

- a. Composition. The PR&R Committee shall consist of the immediate past president (chair), plus four members appointed by the President and approved by the Board of Directors.
- b. Powers and Duties. In the event that the Executive Director rejects a member's claim for legal assistance, the member may appeal to the Professional Rights and Responsibilities Committee who shall hear the appeal within 15 days. The appeal must be in writing to the Committee Chair and the member shall have the right to meet with the Committee to explain the appeal. The Committee shall have the final authority to grant or reject legal assistance to the member.

Section 3. Legislative Committee

- a. Composition: The NAESP Representative shall serve as the chair of the Legislative Committee and shall serve as one of AAESP's three representatives on the AAEA Legislative Committee.
- b. Powers and Duties. The Legislative Committee shall seek to cooperate with other groups in the areas of common interest in legislation and serve as a channel of communication in legislative matters and shall select the recipient (s) of the AAESP legislative awards.

Section 4. Membership Committee

- a. Composition: The Membership Committee shall consist of the NAESP Representative (chair), the Zone Directors, and AAESP's representative on the AAEA Membership Committee. They shall serve on this committee concurrent with the term of their office.
- b. Powers and Duties. The Membership Committee shall keep a plan in operation at all times to encourage membership and participation at both the state and national levels.

Section 5. Auditing Committee

a. Composition: The Audit Committee shall be chaired by the Secretary-Treasurer and shall be composed of two other members appointed by the president.

b. Powers and Duties. The Audit Committee shall make provisions for the auditing of all of the Association's financial transactions, equipment, and facilities and perform other duties as assigned by the Board of Directors.

Section 6. Principal-of-the-Year Committee

a. Composition: The Principal-of-the-Year Committee shall be chaired by the NAESP Representative and shall consist of former National Distinguished Principals or other members appointed by the Board. Each congressional district will be represented on the selection committee.

b. Powers and Duties. The Committee shall review nominations and select the state Principal-of-the-year / National Distinguished Principal.

Article VIII – Meetings

Section 1. Annual Meetings: The Association shall have at least one annual meeting. The time and place of these meetings shall be set by the Board of Directors.

Section 2. Special Meetings: Zone meetings or special meetings of the Association may be called by the President or a majority of the Board of Directors.

Article IX – Finance

Section 1. Financial Records and Accounts: Association financial records and accounts shall be the property of the Association and shall be open to inspection by any member on written request to the President.

Section 2. Grants: The Association may receive grants and may deposit and expend these funds according to terms specified by the grantor and accepted by the Board of Directors.

Section 3. Distribution of Assets: No part of the net income, revenue, and grants of the Association shall inure to the benefit of any member, officer, or any individual except that reasonable compensation may be paid for services. No member, officer, or 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 the Association, after payment of debts and obligations, shall be transferred to one or more organizations either with federal tax exemption for charitable and educational uses or with objectives similar to those of the Association. The receiving organizations shall be designated by the Board of Directors at the final meeting.

Article X - Parliamentary Authority

Roberts Rules of Order, Newly Revised shall be the authority governing all matters of procedure not otherwise provided for in the Bylaws or by the actions of the governing bodies of the Association.

Article XI - Amendment of Bylaws

The Bylaws shall be amended according to the following procedures:

- a. Proposed amendments to the Bylaws must be presented in writing to the President.
- b. Proposed amendments may be made by the Board of Directors or by individual members accompanied by a petition bearing the signature of twenty-five members.
- c. The Association shall distribute copies of the proposed amendment to the membership not later than thirty days prior to the election.
- d. Adoption of a proposed amendment shall require a majority vote of the membership present at the annual Fall Conference or majority vote in an election conducted by mail or electronic ballot.
- e. An amendment shall become effective at the beginning of the new membership year.

Amended by AAESP Membership on October 24, 1994

Effective on July 1, 1995

Revised April, 1996

Revised March 9, 2000

Amended October 15, 2004

Revised June 10, 2005

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Revised September, 2012

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