

# **CONNECTICUT ASSOCIATION OF SCHOOL BUSINESS OFFICIALS, INC.**

## **BYLAWS**

*(AMENDED - JUNE 2011)*

### **ARTICLE I – NAME**

The name of this Association shall be the Connecticut Association of School Business Officials, Inc.

### **ARTICLE II – PURPOSE**

The purpose of this Association shall be to exclusively engage in educational, scientific, and charitable activities – within the provision of Section 501(c)(3) of the Internal Revenue Code of 1954, or as Section 501(c)(3) may be amended; provided, however, that the Association will not operate a school, and further that the Association will not receive any child for care or placement apart from its own parent or guardian – and in furtherance thereof:

- A. To promulgate and establish the highest standard of ethics and efficiency in business methods and practices for schools, and to make these available to its members and the interested public,
- B. To sponsor educational programs for the development and improvement of persons carrying on activities in the field of school administration for the benefit of the school system,
- C. To conduct, sponsor, or join with others in conducting or sponsoring projects, programs, activities and research concerning school business management and administration of schools,
- D. To make the results of projects, programs, activities, research finding, sponsored, or supported by the Association available to members and the interested public in a professional and ethical manner, and
- E. To cooperate with various educational associations, and with governmental organizations in developing and improving school business management and administration.

## ARTICLE IV - MEMBER

Section 1. CLASSES OF MEMBERSHIP. The Association shall have the following classifications: Active, Associate, Emeritus and other classifications as determined by the Board of Directors.

The designation of such classes and qualifications of the members of such classes shall be as follows:

- A. ACTIVE. To be eligible for Active membership in the Association, the individual must possess the following qualifications:
  - 1. Be employed by, and on the payroll of a public, private, separate, or parochial school, school district, college or university, local, county, regional, state or national office or department of education or research laboratory; and
  - 2. Be performing system-wide business functions in an administrative or supervisory capacity in the areas listed in Article IV, Subsection A-1; or serving as a college or university faculty member of school business administrator or educational administration; or, serving in an administrative capacity at a local, county, regional, state or national level; and
  - 3. Be conversant with the Connecticut School Business Officials Code of Ethics, and accept responsibility for adherence to its provisions.
  
- C. ASSOCIATE. Associate members are suppliers, vendors and those not qualified for other classifications who are interested in the betterment of the profession of school business.
  
- E. EMERITUS. This membership shall be nonvoting and without membership fees. Emeritus membership shall be conveyed upon to Active members who apply for and:
  - 1. have retired or
  - 2. have left school business in preference for another vocation after a minimum of fifteen (15) years of Active Association membership.

Section 2. VOTING RIGHTS. Only Active AND Associate ~~and Life~~ members shall have voting rights. Each Active AND Associate ~~or Life~~ member shall be entitled to one vote on each matter submitted to a vote of the members.

Section 3. CREDENTIALS. The Board of Directors shall have the power to pass upon the credentials of all applicants for membership.

## **ARTICLE V - OFFICERS**

Section 1. OFFICERS. The Officers of the Association shall be the President, President-Elect, Vice-President, and Secretary/Treasurer and Immediate Past President. The officers and candidates for the officer positions must be an Active Member and have served at least one (1) year on the Board of Directors to be considered for these positions.

Section 2. DUTIES AND ELECTION OF OFFICERS.

- A. PRESIDENT. The president shall succeed to office after having served a one (1) year term as President-Elect and upon a vote of approval from the Board of Directors. The President shall serve a one-year term. The President shall serve as Chairperson of the Board of Directors, representing CASBO at other meetings, and perform other duties assigned to the office by the Board of Directors. After having served one year, the President shall automatically succeed to the office of Immediate Past President.
- B. PRESIDENT-ELECT. The President-Elect shall succeed to the office after having served a one (1) year term as Vice-President and upon a vote of approval from the Board of Directors. The President-Elect shall assume the duties and responsibilities of the President in case of absence, and perform the duties assigned by the President and Board of Directors.
- C. VICE-PRESIDENT. The Vice-President shall be elected at the annual meeting of the Association by a majority of those present and voting. The Vice-President shall assume the duties and responsibilities of the President-Elect in case of absence and perform other duties assigned by the President and Board of Directors.
- D. SECRETARY/TREASURER. The Secretary/Treasurer shall be elected at the annual meeting of the Association by a majority of those present and voting. The Secretary/Treasurer may serve consecutive one (1) year terms for a maximum of three (3) consecutive terms. The Secretary/Treasurer shall perform related duties assigned by the President and Board of Directors. The Secretary/Treasurer may delegate appropriate duties to staff as approved by the Board of Directors.

- E. Immediate past president shall chair the nominating committee and perform duties as assigned by the President and Board of Directors.

SECTION 3. VOTE OF APPROVAL. Prior to the nominating committee's report presentation to the membership, the individuals serving as President-Elect and Vice President must receive a vote of approval from the Board of Directors to succeed to the offices of President and President-Elect, respectively. This vote shall be reported to the membership. If approval of the President-Elect is not received, the Vice-President shall succeed to the office of President. The President-Elect and Vice Presidency shall then be open to nominations. If approval of the Vice President is not received, the office of President-Elect shall be open to nominations.

## **ARTICLE VI - DIRECTORS**

Section 1. BOARD OF DIRECTORS. Shall be composed of all association officers, the Immediate Past President and no less than six (6) and no more than eight (8) Directors. The President may appoint liaison and committee members as needed during the term of office to serve as non-voting members of the Board of Directors.

Section 2. DUTIES AND ELECTION OF DIRECTORS.

- A. ELECTION OF DIRECTORS. The Directors shall be elected at the annual meeting of the Association by a majority of those present and voting. There shall be no less than six and no more than eight Directors elected for staggered two-year terms. Three or four Directors will be elected each year for two-year terms. Directors and candidates for director positions must be Active Members.
- B. BOARD OF DIRECTORS. The Board of Directors shall be the governing body of the Association and shall have the authority to execute its duties of meeting the purposes of the Association, of managing its finances including the adoption of a budget, and establishing the necessary policies and procedures. The Board of Directors shall be responsible for the conduct of the business of the Association, subject to the action of the Association in its meetings. The Board of Directors may delegate appropriate duties to the Executive Committee.
- C. DUTIES OF DIRECTORS. Each director shall be responsible for duties as assigned by the Board of Directors.

Section 3. VACANCY. The Board of Directors shall be empowered to fill vacancies in any office on the Board until the next annual meeting.

Section 4. TERMS AND CONDITIONS OF OFFICE. Removal from Office: Officers and Directors can be removed from office for cause.

- A. Absence from three (3) Board of Directors' meetings annually without valid reason, or failure to discharge the duties of the office, shall constitute cause for removal.
- B. After written notification of cause to the director by the President, removal from office will be accomplished by two-thirds majority vote of the total Board of Directors.

Section 5. VOTING. Each officer and director shall have one vote. Except where otherwise stated in these bylaws, a simple majority shall carry a vote. Voting rights shall not be delegated to another or exercised by proxy at a meeting. Action taken during a telephone conference call, by posted mail, facsimile or electronic ballot of the members of the Board of Directors shall be a valid action of the Board provided three (3) business days notice with agenda was given. Action shall only be taken upon items duly published on the agenda. All such actions shall be reported at the next regular meeting of such Board.

## **ARTICLE VII – COMMITTEES / TASKFORCES**

Section 1. COMMITTEES. The President shall appoint standing committees on nominations, the executive committee, and such other committees/taskforces as may be necessary to carry out the objectives and purposes of the Association.

Section 2. ~~SPECIAL~~ STANDING COMMITTEES.

- A. The President may appoint a committee to prepare an annual audit of CASBO finances and report to the Board of Directors.
- B. The Nominating Committee of the Association shall consist of four members, at least two of whom are of the general membership, and the Immediate Past President, who shall serve as chairperson.
- C. The Executive Committee shall be comprised of the officers with the Executive Director as an ex-officio member. The committee shall be responsible for duties as assigned by the Board of Directors.

## **ARTICLE VIII - MEETINGS**

Section 1. MEETINGS. The Association shall hold an annual meeting and such other meetings or conferences as the Board of Directors shall determine.

Section 2. ANNUAL MEETING - NOMINATIONS AND ELECTIONS. At the annual meeting of the Association, open officer and director positions shall be elected by a majority of those present. The Nominating Committee of the Association shall propose a slate of officers and directors to the membership. Such a slate of nominees may be expanded by the membership.

Section 3. SPECIAL MEETINGS. Special meetings of the membership may be called either by the President, a majority of the Board of Directors or by not less than one-fifth (1/5) of the Active members.

Section 4. PLACE OF MEETINGS. The Board of Directors may designate any place either within or outside the State of Connecticut as the place of meeting for any Annual or Special meeting of the members.

Section 5. QUORUM. At any meeting of the Association's membership, 10% of the voting members shall constitute a quorum for the transaction of business at any session of the meeting.

Section 6. MEETINGS OF DIRECTORS. The Board of Directors shall hold regular meetings. Special meetings of the Board of Directors may be called by or at the request of the President or by a majority of the Board of Directors upon three (3) business days written notice. A majority of the board of Directors shall constitute a quorum for the transaction of business at any meeting.

Section 7. MEETING RULES. Governance of meetings shall be by procedures as defined in contemporary parliamentary procedure when not in conflict with CASBO Bylaws.

## **ARTICLE IX - ASSOCIATION FISCAL YEAR**

The Association Fiscal Year shall be from July 1 of one calendar year to June 30 of the next calendar year.

## **ARTICLE X – DUES**

Section 1. The dues of the Association shall be determined by the Board of Directors and shall be announced at the annual meeting, to become effective July 1.

Section 2. Emeritus members shall be exempt from paying annual dues.

## **ARTICLE XI – CHANGES TO THE BYLAWS**

Changes to the Bylaws may be proposed by the Board of Directors on its own initiative or upon petition by ten (10) percent of Active members. Such changes or additions shall be submitted to the membership not less than thirty (30) calendar days prior to the next meeting and may be adopted or rejected by the Association at the meeting provided such adoption or rejection is accepted by two-thirds (2/3) vote of the voting members present.

## **ARTICLE XII - DISSOLUTION OF THE CASBO ORGANIZATION**

Dissolution of the CASBO organization would be accomplished by:

- A. Paying all incurred obligations as indicated in the audit; and
- B. Having met said obligations, all remaining cash shall be equally distributed to active "dues-paying" CASBO school districts as of the year of dissolution.