

CONSTITUTION AND BY-LAWS MISSOURI ASCD

Adopted at the regular business session of the Association meeting (in St. Louis, Missouri) on October 10, 1972, October 9, 1979, October 12, 1982, February 27, 1988, October, 1989, October 9, 1994, Spring 2000, March 27, 2002, effective March 10, 2003, and on August 14, 2010 (in Columbia, MO).

ARTICLE I - Name

The name of the organization shall be the **MOASCD**, hereafter referred to as the Association, an affiliate of the Association for Supervision and Curriculum Development.

ARTICLE II - Mission

The Missouri Association for Supervision and Curriculum Development is a statewide organization of educators, future educators, and education leaders committed to the goal of building success for all learners in Missouri through service, leadership, communication, and professional development. The Association's Strategic Plan reflects this mission.

The Strategic Plan and all business of the Association shall be for the public purpose of improving in the Missouri educational system, will be conducted consistent with the requirements of the Internal Revenue code and regulations relating to organizations described in Section 501© of the Code, as now or hereafter amended.

ARTICLE III - Membership

- Section 1. Members – Any individual interested in the improvement of education is eligible for membership in the Association upon payment of affiliate dues. An active member shall be eligible to vote, hold office, and participate in the deliberations of the affiliate. Any member shall be encouraged to join and participate in the International ASCD.
- Section 2. Nondiscrimination Policy – The Association fully supports a policy of equal opportunity and will not discriminate in membership eligibility on the basis of race, color, religion, disability, national origin, or gender. The Association will neither accept invitations from nor participate in any activity or organization that does not support an equal opportunity or nondiscrimination policy.
- Section 3. Diverse Membership to support our belief that diversity strengthens society, the Association shall actively seek members who represent diversity in gender, age, job role, ethnicity, geographical location, and viewpoint.
- Section 4. Dues in the Association shall be recommended and approved by the Board of Directors.
- Section 5. The fiscal year shall begin on July 1 and end June 30. Membership years will be the individual anniversary dates of members.

ARTICLE IV - Officers

- Section 1. Composition – The officers of the Association shall be a Past President, President, President Elect, Second Vice President, Secretary, Treasurer, Executive Director, two guaranteed representatives to the ASCD Leadership Council and any proportional representatives authorized by ASCD.
- Section 2. Qualifications – A candidate for office shall have been member of the Missouri ASCD prior to election to office.

A candidate for ASCD's **Leadership Council** (affiliate president, guaranteed and proportional representatives), whether elected or appointed, must have been a member of ASCD prior to assuming office.

Section 3.

Term of Office – Persons elected to the office of President shall serve eight years. The first and second year, the person will serve as Second Vice President; the third and fourth year, the person will serve as President Elect; the fifth and sixth year, the person will serve as President; and the seventh and eighth year, the person will serve as Past President. No person may serve consecutive terms of this eight-year cycle without an intervening period of at least three (3) years. Persons elected to the office of Secretary shall serve three years and may not serve more than three consecutive terms. The Treasurer shall be elected for a three-year term and may not serve more than three (3) consecutive terms. Terms of office begin **on** July 1 and end on June 30. The Members-At-Large shall serve for terms of two (2) years and may not serve consecutive terms. The Proportional Board Member/s will be an appointed position. The elected guaranteed

representatives on the ASCD Leadership Council shall be elected for a 3-year term. Persons elected/appointed to international office shall serve on the Board of Directors concurrent with their terms in international office.

Section 4.

Elections – The Board of Directors shall appoint a Nominating Committee no less than six months prior to the scheduled election. The Nominating Committee shall present a slate of nominees for all offices to be filled at the next election. The nominees shall be representative of the membership of the Association in age, job role, race/ethnicity, geographical location and gender. All elections will be conducted by a mail ballot to the membership. Winners of the election shall be determined by a majority of members voting.

Section 5. Vacancies – In the event a vacancy occurs in the office of president, the president-elect shall become president for the remainder of the unexpired term without losing the status of president-elect. Other vacancies shall be filled by appointment of the president with the approval of the Board of Directors to serve the remainder of the unexpired term and until the regular annual election is held at which time a candidate shall be nominated and elected to fill the unexpired term.

Section 6. Removal of Officers - The Board of Directors may, by a vote of two-thirds of the Board of Directors present, initiate the removal of any officer at a regular meeting, except that removal of the President shall be accomplished by a two-thirds vote of the Board of Directors present at a regular meeting of the Board of Directors, and further said removal will require 30 days notice to the President before the regular meeting at which the vote will take place.

Section 7. Duties and Responsibilities-

a. The President shall have duties and responsibilities including but not limited to the following:

- To serve as a member of the MOASCD Leadership Council.
- To serve as a Guaranteed Representative to the International Conference
- To preside at all meetings of the Association.
- To preside at all meetings of the Board of Directors.
- To call special meetings of the Association and the Board of Directors.
- To appoint and supervise the members of standing and special committees.
- To serve as official representative of the Association.
- To organize meeting agendas with the Executive Director.
- To monitor that plans/assignments have been carried out (hold officers and members accountable and make sure that tasks are being completed).
- To write an article for each newsletter.
- To take action and move the agenda along.
- To delegate tasks to individual board members.
- To invite persons to serve on the board.
- To check with committees about agenda items.
- To appoint committee chairs.
- To represent MOASCD on policy issues.
- To use the office to influence major statewide issues.
- To perform other such duties as may properly pertain to this office and as may be provided elsewhere in the constitution.

b. The President-elect shall have duties and responsibilities including but not limited to the following:

- To represent the President at his/her request, at meetings.
- To assist the President in the administration of the organization.
- To serve as chairperson of the conference Planning Committee and arrange for facilities for all meeting places that may be required for the annual meeting of the Association.
- To select the members of the Conference Planning Committee.
- To attend the International Board of Directors meeting as a non-voting participant.
- To monitor membership with the Executive Director to support recruitment efforts.
- To recruit new committee chairs.
- To perform other such duties as may properly pertain to this office and as may be provided elsewhere in the constitution.

- c. The Second Vice-President shall have duties and responsibilities including but not limited to the following:
- To assist the President in the administration of the organization.
 - To assist the chairperson of the Conference Planning Committee.
 - To perform other such duties as may properly pertain to this office and as may be provided elsewhere in the constitution.
- d. The Immediate Past President shall have duties and responsibilities including but not limited to the following:
- To attend all meetings of the Board of Directors
 - To assist the President and Board of Directors in providing continuity to the structure and activities of the Association
 - To perform other such duties as may properly pertain to this office and as may be provided elsewhere in the constitution
- e. The Secretary shall have duties and responsibilities including but not limited to the following:
- To keep adequate records of all proceedings of the Association and the Board of Directors
 - To report proceedings of the Association and the Board of Directors to the membership
 - To maintain an accurate roster of all committees
 - To send reminders via e-mail about upcoming events
 - To handle correspondence directed by the executive council
 - To perform other such duties as may properly pertain to this office and as may be provided elsewhere in the constitution
- f. The Treasurer shall have duties and responsibilities including but not limited to the following:
- To prepare all books preparatory to audits in July of each year
 - To monitor the financial reports and chair of the audit committee
 - To work with the Executive Director and President to develop and present the budget
 - To file appropriate forms and returns
 - To prepare monthly reports
 - To pay bills consistent with the adopted budget
 - To inform the board of whether the budget income and expenses are on track for the year
 - To perform other such duties as may properly pertain to this office and as may be provided elsewhere in the constitution
- g. The Guaranteed Representatives (2) shall have duties and responsibilities including but not limited to the following:
- To serve as liaison between Missouri ASCD and the International ASCD.
 - To serve on the Board of Directors
 - To perform other such duties as may properly pertain to this office and as may be provided elsewhere in the constitution
 - The Guaranteed representatives shall be the President for the Association and one designated member of the Association
- h. One additional representative shall be designated for every 5000 International Association members living within each affiliate's geographic boundaries.
- i. The Members-at-Large shall have duties and responsibilities including but not limited to the following:
- To serve on the Board of Directors of the Missouri ASCD
 - To perform other such duties as may properly pertain to this office and as may be provided elsewhere in the constitution
- j. The Department of Elementary and Secondary Education Designee shall have duties and responsibilities including but not limited to the following:
- To attend the meetings of the Board of Director.
 - To serve as the liaison between Missouri Department of

- Elementary and Secondary Education and the Association
- To perform such duties as may be assigned by the President

ARTICLE V - Executive Director

Section 1. Appointment – The Board of Directors shall appoint an Executive Director for the Association.
 Section 2. Stipend – The Executive Director will receive an annual stipend with the amount to be mutually agreed to by the Board of Directors and the Executive Director. Determination of the amount of the stipend will be made at the time of the appointment of the Executive Director and annually reviewed.

Section 3. Responsibilities – The Executive Director is responsible to the Board of Directors.

Section 4. Specific Responsibilities

Management:

- Supervise the maintenance of the records of the Association
- Obtain necessary supplies for both the office and the Association
- Maintain an up-to-date membership record and prepare periodic membership analyses
- Develop and annual calendar of activities
- Maintain and distribute a current Board of Directors handbook
- Provide documentation for the annual audit of all Association financial activity
- Provide an official mailing address for the Association
- Conduct the annual election and notify all candidates for the office of the results
- Prepare periodic financial records as they are necessary and requested by the Board of Directors

Leadership:

- Annual Spring Conference
- Midwest Regional Conference
- Drive-In Conferences
- Displays at meetings of other professional organizations
- Annual summer planning meeting
- Serve as liaison with other professional organizations
- Attend International ASCD Conference and state level organization meetings as a representative of the Association
- Attend the Business Meeting of the International ASCD Conference as a guest

Communications:

- Coordinate the development of publications of the Association
- Coordinate publication efforts of the Association with other educational organizations
- Serve as the official contact for the Association

Section 5. Evaluation of Executive Director -The Board of Directors will annually review the performance of the Executive Director no later than April 1.

Section 6. Removal of Executive Director - The Board of Directors may, by a vote of two-thirds of the Board of Directors present, initiate the removal of the Executive Director at a regular meeting

ARTICLE VI - The Board of Directors

Section 1. Composition – The Board of Directors shall be composed of the president, president-elect, the past president, the second vice-president, the executive director, the secretary, the treasurer, the Department of Elementary and Secondary Education designee, the members-at-large, international board members, international office holders, and committee chairs.

Section 2. Qualifications – The Board of Directors shall consist of members elected to and/or appointed to office.

Section 3. Terms of Office – The terms of office of elected officers shall correspond with their elected terms of office as designated in Article IV, Section 3.

Section 4. Meetings – The Board of Directors shall hold meetings as designated by the president. The time and place shall be determined at the discretion of the president.

Section 5. Quorum – A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business.

Section 6. Vacancies – In the event that a vacancy occurs, such a vacancy shall be filled by the president and ratified by the Board of Directors in accordance with provisions of Article IV, Section 5, of this constitution.

Section 7. Duties and Responsibilities – The Board of Directors shall have duties and responsibilities including but not limited to the following:

- To attend all meetings
- To express opinions and take active role in decision-making
- To talk to others about membership
- To commit time to the organization and their responsibilities
- To be ambassadors for MASCD
- To contribute articles for the newsletter
- To formulate and recommend policies of the Association
- To direct the activities of the Association between its annual meetings
- To format and recommend the annual budget
- To appoint an Executive Director
- To assist the Program Committee in providing programs for the Association
- To contact and negotiate with any group or organization in the interest of the Association
- To approve the appointment of all committee
- To recommend for approval of the membership the assessment of dues as are necessary to finance the activities of the Association
- To perform other such duties as may be provided elsewhere in the constitution

Section 8. Attendance at Meetings – Members of the Board of Directors who miss two or more consecutive meetings may be subject to removal from office.

ARTICLE VII - Committee Chairs and Executive Council

Section 1. Committee Chairs shall be appointed by the president with the advice of the Board of Directors. The major committees may include, but are not limited to, communication, membership, influence, program, and governance.

Section 2. An Executive Council consisting of the president, president-elect, past president, second vice-president and executive director shall meet as necessary to conduct essential business between meetings of the Board of Directors and to provide input into the agenda for each Board meeting.

ARTICLE VIII - Amendments

This constitution may be amended at the annual meeting by a majority vote of the members present and voting or by a majority mail vote of the members replying. This is provided that, in either case, written notice of the proposed amendment has been give to members at least fourteen (14) days prior to the voting.

ARTICLE IX - Parliamentary Procedure

Roberts Rules of Order, Revised, shall be the authority governing all matters of procedure not otherwise specified in the constitution and the by-laws.

ARTICLE X - Assets on Liquidation

No part of the net income, revenue, and grants of the Association shall be used to benefit of any 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. No member, officer, or any 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 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 exempt organization shall be designated by the final Board of Directors of the Association.

ARTICLE XI - Effective Date

This constitution, with additions made by the Board of Directors, shall become effective immediately upon adoption.

BY-LAWS

Association Meetings

Section 1. Professional Conference – The Association shall sponsor or co-sponsor an annual professional conference and other meetings as seem desirable to the Board of Directors based on the activities of the Association and preference of the members.

Section 2. Business Meeting – There shall be a business meeting scheduled at each annual professional conference. At this meeting, there shall be committee reports, opportunity to hear expressions of concern by

individuals and groups, and the transaction of any business which the Board of Directors wishes to refer to the membership.

Section 3. Special Meetings – Special meetings may be called by the Board of Directors on its own initiative or on petition signed by at least one-fourth of the active members of the Association to consider business which shall be so stated in the petition.

Section 4. Professional Meetings – Professional meetings, in addition to the Annual Conference, may be arranged by the Board of Directors through cooperation with other groups, such as school districts, institutions of higher learning and the State Department of Education.

Section 5. Quorum – A quorum for the transaction of business of the Association at the annual business meeting shall consist of one-fourth of the members registered for the conference.

Committees

Section 6. All committees shall be established by the Board of Directors. Specific responsibilities and duties of the committee shall be established by the Board of Directors and made known to all committee members as they assume their duties.

Section 7. There shall be at least two members on each committee. The committee chairs will be appointed by the President. Committee members shall be identified by the respective committee chair.

Section 8. Standing committees shall include governance, program, communication, influence, and membership.

Budget

Section 9. The budget shall be developed by the Executive Director and the Treasurer. Each year, the budget committee shall consider a line item in the annual budget to defray a portion of:

- a. The cost of the President and Executive Director's attendance at the international conference and board meeting.
- b. The cost of members of the ASCD Leadership Council at international conference and board meeting.
- c. The cost of the president-elect's attendance at the Association's conference.

Amendments

Section 10. The by-laws may be amended at the annual meeting by a majority vote of the members present and voting or by a majority mail vote of the members replying. This is provided that, in either case, written notice of the proposed amendment has been given to members at least fourteen (14) days prior to the voting.