

WASDA  
CONSTITUTION  
&  
BYLAWS

*Approved by Membership  
June 1, 2017*

# WASDA CONSTITUTION

## ARTICLE I - NAME

The name of this organization shall be "Wisconsin Association of School District Administrators."

## ARTICLE II - BELIEF STATEMENTS & MISSION STATEMENT

### WASDA BELIEF STATEMENTS

We believe:

- That superintendents exist to serve children, community and the profession.
- That superintendents exist to ensure that all children receive a quality education.
- That superintendents are responsible for providing leadership and engaging the community for our educational future.
- That superintendents embody and model strong ethical behavior.

### MISSION STATEMENT

WASDA, as the premiere collaborative educational leadership association, serves superintendents by providing professional support and expanding their capacity to be effective, innovative leaders.

*(Passed by ballot vote of the WASDA Membership April 2010)*

## ARTICLE III - MEMBERSHIP

### SECTION 1

Any person who is legally qualified as a public school administrator, a CESA administrator or an administrator of a County Handicapped Children's Education Board and who serves as the chief administrator of either a public school district, a CESA Agency or a County Handicapped Children's Education Board in the state of Wisconsin, and who is responsible directly to a governing board, is eligible to become a full voting member of this association. Additional central public school office administrators designated by the district's chief school administrator may become a voting member providing he/she is qualified as a school district administrator.

### SECTION 2

Other classifications of membership may be established in accordance with the provisions of the Bylaws.

## ARTICLE IV - ADMINISTRATIVE ORGANIZATION

Governance of the affairs of this Association shall be vested in a Board of Directors. Board members shall be elected from within the voting membership in accordance with the provisions of the Bylaws.

## ARTICLE V - OFFICERS AND THEIR DUTIES

### SECTION 1

The officers of the Association shall be the President-elect, who shall be chosen as provided in the Bylaws; the President, who shall have succeeded to the presidency upon completion of one term as President-elect or as otherwise provided in the Bylaws; and the Past President, who shall have succeeded to the past presidency upon completion of one term as President or as otherwise provided in the Bylaws. The officers shall serve as an Executive Committee of the Board of Directors, responsible for overseeing the development of agendas for meetings of the Board of Directors, representing the Board of Directors as necessary in the absence of the Board of Directors, and in general, providing governance direction to WASDA, subject to approval of the Board of Directors.

## **SECTION 2**

The Board of Directors shall hire an Executive Director who shall also act as Treasurer of the Association and have such duties as are provided for in the Bylaws and as directed by the Board of Directors.

## **ARTICLE VI - MEETINGS**

### **SECTION 1**

There shall be an annual business meeting of the membership at the time of the conference and such other regular and special meetings as provided in the Bylaws.

### **SECTION 2**

There shall be a minimum of four meetings of the Board of Directors each year and such other special and regular meetings as provided for in the Bylaws.

## **ARTICLE VII - AMENDMENTS TO THE CONSTITUTION**

This Constitution may be amended by a majority vote of those voting by a mail/electronic ballot in the same procedure as used for a general election.

## **ARTICLE VIII - RATIFICATION OF THE CONSTITUTION**

This Constitution may be ratified by a majority of those casting ballots.

## **WASDA BYLAWS**

### **Article I – MEMBERSHIP**

#### **SECTION 101**

Voting members. Only those described in Article III, Section 1, of the Constitution, shall have the right to vote.

#### **SECTION 102**

Sponsored Member. An educator recommended for membership from a current Full Voting WASDA Member. The fee for this membership would be one-half of the current WASDA Full Voting Membership fee. A Sponsored Member will receive all WASDA mailings and will be able to attend WASDA conferences at the member rate. A Sponsored Member would not be eligible to vote, hold office or be eligible for legal support.

#### **SECTION 103**

Associate member. Any person who is an educator employed by a university system is eligible to become an Associate Member. The fee for this membership shall be determined by the WASDA Board of Directors annually. Any educator who is employed by a vendor that sells goods or services to local schools is not eligible to be an Associate Member. Associate Members will receive all WASDA mailings and will be able to attend WASDA conferences at the member rate.

#### **SECTION 104**

Honorary members. Upon retirement from active duty, voting members will become honorary members and will be eligible to attend all meetings of the Association and retain all of the rights and privileges associated therewith, with the exception of the right to vote and hold office.

#### **SECTION 105**

Business Partner Member. Any business, vendor, corporation or private individual marketing a product or service to Wisconsin public school districts that is reasonably aligned with the mission of WASDA is eligible to become a WASDA Business Partner. The fee for a Business Partner Membership, as well as the benefits, shall be determined by the WASDA Board of Directors annually. Membership in this category does not constitute a WASDA endorsement of any goods or services.

## **SECTION 106**

Student members. Any person who is a full time graduate student and is not eligible for active membership shall be eligible for student membership. Student members must be enrolled in a program of educational administrators. Student members would receive all publications of the Association and have access to meetings of the Association. Other rights and privileges afforded to full voting members are not extended to student members.

## **SECTION 107**

The membership year shall begin as of July 1 and end June 30 of each year.

## **SECTION 108**

Voting membership in the Association shall be terminated by the Board of Directors when a voting member no longer meets all requirements for voting membership.

## **ARTICLE II - MEMBERSHIP DUES**

### **SECTION 201**

Membership dues shall be reviewed annually by the Board of Directors. Recommendations by the Board of Directors for changes in dues shall be made to the membership at the annual business meeting. No change of dues may be made except by confirmation by simple majority vote of the members present and voting at the annual business meeting.

### **SECTION 202**

The Board of Directors shall, at the annual business meeting, recommend a schedule of dues for membership to be levied against all classes of non-voting members the Association recognizes.

### **SECTION 203**

There will be no dues or fees of any kind levied upon honorary members for membership in the Association.

### **SECTION 204**

All membership dues are due and payable to the Executive Director on or before October 1 of the membership year beginning July 1.

## **ARTICLE III - ELECTION OF DIRECTORS**

### **SECTION 301**

1. One board member who serves as a chief administrator of a public school district shall be elected within each Cooperative Educational Service Agency (CESA) except as herein stated. Board members shall be elected by the total voting membership of the CESA or unit in which a vacancy occurs.
2. All CESAs with more than forty-five (45) school districts therein shall be eligible to elect two (2) board members. This Board of Directors representation shall be from contiguous and reasonably equal geographic areas as established by the WASDA Board of Directors and specified in Appendix A.
3. WASDA voting members employed as chief school district administrators within the twenty (20) largest Wisconsin school districts shall be eligible to elect a board member. District eligibility shall be determined by the most current enrollment data as reported by the Department of Public Instruction.
4. Initial length of board member term of office, general election procedures, and other related issues which arise upon implementation of this Section (301) shall be determined by the WASDA Board of Directors.

### **SECTION 302**

The Executive Director shall conduct the election. In so doing he shall:

1. Notify the voting membership of each CESA, prior to March 1, of the pending vacancy on the Board of Directors and whether an incumbent is eligible for reelection.
1. Inform the voting membership of the established deadline of April 15 for having names included on the election ballot.
2. Remind the membership of the opportunities for having an eligible name placed upon the election ballot, which shall include either or any of the following:
  - A. Written declaration by a voting member.
  - B. Nomination papers signed by three voting members.
3. In the event more than two candidates qualify for the ballot, there shall be a primary election held not less than 30 days before the general election, to be conducted in the same manner as the general election. Ballot order shall be determined by draw of names by the Executive Director of the Association in the presence of two voting members who are not candidates for the office.
4. Shall distribute the election by mail/electronic ballot to the voting membership by May 15, with an established deadline for return of the completed ballot of June 1.
5. Shall supervise the counting of the ballots.

### **SECTION 303**

1. Election of directors shall be by plurality.
2. The Executive Director shall supervise the counting of the ballots.

### **SECTION 304**

In the event of a tie vote:

1. The Executive Director shall prepare mail/electronic ballots for a special election between the tied candidates and shall ~~issue ballots~~ to all eligible voters according to provision of the Bylaws.
2. The special election ballots shall be distributed at least fifteen days prior to the deadline date for counting the ballots.
3. In case of a second tie which might occur in the special election, the tie shall be broken by the Board of Directors after having invited the candidates to appear before them.

### **SECTION 305**

The term of office shall be three years. However, a member may be elected a maximum of two consecutive three-year terms or an unexpired partial term not to exceed one-half of the length of a regular term plus two consecutive three-year terms, the combined total of which may not exceed seven and one-half years.

### **SECTION 306**

A member or director, having been elected to the office of President-elect, shall retain continuous voting membership on the board until he/she completes a one-year term in the capacity of Past President.

### **SECTION 307**

Once elected to the Board of Directors or having assumed an office of the Wisconsin Association of School District Administrators, a member must maintain eligibility for voting membership or that member's place on the board or office held becomes vacant. In the event that a director moves out of his/her CESA constituency, his/her position shall be declared vacant.

**SECTION 308**

Vacancies on the board shall be filled, for the unexpired term, by the election conducted by the Executive Director in the same manner as provided within Article III for the regular election of directors with the exception that the dates shall be altered to fit the circumstances.

**SECTION 309**

All newly elected directors shall take office July 1 or as soon thereafter as the election can be verified.

**ARTICLE IV - ELECTION OF OFFICERS**

**SECTION 401 (*Passed by Ballot Vote - December 1995*)**

The office of President-elect shall be filled from within the membership of the seated board of directors. The Board of Directors' Executive Committee shall act as the nominating committee. This nominating committee shall place before the Board of Directors the name of a President-elect nominee from the board. The Board of Directors shall vote to confirm the President-elect nominee at the January board meeting. This vote must be by a two-thirds majority of the board members present at the January meeting.

**SECTION 402**

The President-elect shall become the next President, and the President shall become the next Past President.

**SECTION 403**

In the event of a vacancy in the office of President, the President-elect shall immediately become President and shall serve the remainder of the unfilled term, to be followed by serving his/her own term of office. In the event of a vacancy in the office of the President-elect, a special election will be held to fill the vacancy, using the same procedure as in the original election for said office. In the event of a vacancy in the office of the Past President, the Board of Directors, at the next duly called meeting of the Board of Directors, shall elect one of its number to the office who shall perform the duties of the office without title.

**ARTICLE V - POWERS AND DUTIES OF BOARD OF DIRECTORS AND OFFICERS**

**SECTION 501**

The Board of Directors of the Wisconsin Association of School District Administrators shall be free to exercise its judgment on all matters pertaining to the association except as are acted upon by the meetings of the association. Association business transacted by the Board of Directors shall be reported by the WASDA Director at his/her regular CESA advisory meetings.

**SECTION 502**

The President shall preside at all meetings of the association and meetings of the Board of Directors except as otherwise provided.

The President, President-elect and the Executive Director shall represent the association at the AASA Annual Spring Leadership Conference.

**SECTION 503**

The President-elect shall assist the President and preside at meetings in the absence of the President.

**SECTION 504**

The Board of Directors shall provide guidance through the board president for the development of the agenda for all board meetings of the association. Voting members may submit agenda items for association meetings for the board president's consideration.

**SECTION 505**

The Board of Directors shall be empowered to hire an Executive Director and shall be authorized to enter into a contract with the successful candidate for a term not to exceed three years, the full contract year to begin July 1 and continue through the following June 30.

The salary of the Executive Director shall be determined by the Board.

The Board of Directors shall define and describe in writing the duties of the Executive Director and review such description each time that a contract is offered, renewed or amended.

The Executive Director and his/her office secretary shall be bonded to the extent of \$15,000 each with an honest and faithful performance bond paid by the association.

## **ARTICLE VI - MEETINGS**

### **SECTION 601**

Meetings of the Wisconsin Association of School District Administrators:

1. The annual business meeting of the association shall be held in the spring of the year in conjunction with the WASDA annual association conference at a time and place designated by the Board of Directors, to conduct the business of the association.
2. Special or other meetings of the association may be called by the Board of Directors through the President of the association.
3. Special meetings of the association shall be called by the President upon receipt of a petition in writing, signed by at least ten percent of the voting members. Such meeting shall be held at a reasonable time and place not less than fifteen nor more than thirty days from the date such petition is received.

### **SECTION 602**

Meetings of the Board of Directors:

1. There shall be at least four regular meetings of the Board of Directors during each calendar year in conjunction with the following meetings:
  - A. Wisconsin Association of School Boards convention in Milwaukee during the month of January.
  - B. Annual business meeting of the Wisconsin Association of School District Administrators.
  - C. Statewide conference for chief school administrators convened during the month of September.
  - D. Each November at a date, time and place to be selected by the Board of Directors and after notice of such meeting is published in a regular or special publication released to the membership.
2. In addition, the Board of Directors, through the President, or the President by his/her own action, may call such other meeting as may be needed to carry on the work of the Board of Directors of the Wisconsin Association of School District Administrators.
3. All meetings of the Board of Directors shall be open to the membership.

### **SECTION 603**

In the event that neither the President nor the President-elect is present at either a duly called meeting of the membership of the Wisconsin Association of School District Administrators or the Board of Directors, a chairman shall be elected from the membership of the remaining members of the Board of Directors who are present, to preside at such duly called meeting.

## **ARTICLE VII - AMENDMENTS**

These Bylaws may be amended by a simple majority vote of those voting by mail/electronic ballot in the same procedure as used for a general election.