

BYLAWS OF CASE – July, 2017

It shall be the mission and purpose of the Colorado Association of School Executives to provide a forum and platform for Colorado educational leadership:

ARTICLE I • NAME

The name of this Association shall be the Colorado Association of School Executives.

ARTICLE II • MISSION AND VISION

Section 1 The mission of CASE is: **Empowering Colorado education leaders through advocacy, professional learning and networking to deliver on the promise of public education.**

CASE will inspire visionary leadership for education by

- modeling the highest moral and ethical behavior
- fostering a positive environment for high student achievement
- providing personal and professional development
- serving as a strong and influential voice for education leaders
- facilitating communication among education leaders

Section 2 The Association shall in every way possible provide for and promote the best interest of public education, its leadership and service to its members.

Section 3 In addition to the privileges and services provided to its individual members, the Association may provide services to associated school systems and related agencies by contract or through institutional fees.

ARTICLE III • MEMBERSHIP

Section 1 Membership in the Colorado Association of School Executives shall be based on the following criteria:

a. Active Membership

Active members are persons who (1) are engaged in educational leadership at a building and/or district level, or (2) are engaged in a support relationship to leadership through other agencies or provide training or leadership (but choose to be active), or (3) are identified as active by a specific department, and (4) have paid active member dues.

b. Affiliate Membership

Affiliate Members are persons who are covered by a formal CASE/district agreement that entitles them to affiliate membership in CASE. Affiliate membership provides specific advocacy, professional development, and communication benefits, but does not include all of the benefits of an Active Membership.

c. Associate Membership

Associate members are (1) individuals in the classroom who hold a principal or administrative license and who are not currently employed as an administrator at the school or district level, (2) non-administrative, licensed individuals from a school or district who support the instructional program, or (3) individuals from higher education, education groups, education policy groups, or related organizations who have professional level responsibilities in support of education leaders and who prefer an individual rather than an institutional membership.

d. Student Membership

Student members are non-administrators who are enrolled in a principal or administrator licensure program through a college or university. These individuals may

maintain this category of membership as long as they are enrolled in a degree program and until graduation.

e. Institutional Membership

Institutional members are institutions of higher education, education groups and professional organizations that (1) are in a support relationship to education leaders or (2) provide training to school administrators. School districts and BOCES do not qualify as institutional members. A membership includes 1-5 employees with provisions to cover additional employees.

f. Emeritus Membership

Emeritus members are persons who were active members of CASE upon retirement and who wish to continue to benefit from and support CASE.

Section 2 Application for membership in the Association shall be submitted to the Executive Director or his/her designee. Rejection of an applicant may be appealed to the Coordinating Council. The Coordinating Council shall hold final authority in determining membership where any membership may be contentious or inconsistent with the mission of the Association.

Section 3 Membership in the Colorado Association of School Executives shall not be denied to anyone, otherwise qualified, on the basis of any commonly accepted criteria for discrimination.

Section 4 a. Membership in the Colorado Association of School Executives shall be classified as Active, Affiliate, Associate, Student, Institutional, or Emeritus. Dues for active members shall be based on a tiered schedule of salary ranges reflecting contemporary administrative compensation and dues for Associate, Student, Institutional and Emeritus will be a flat fee set by the Coordinating Council. All members shall enjoy the privileges of membership as outlined below.

<i>The value and benefits of your dues</i>	<i>Active Range **</i>	<i>Affiliate</i>	<i>Associate</i>	<i>Emeritus</i>	<i>Institutional</i>	<i>Student</i>
<i>Complimentary liability insurance - \$100,000 free professional liability coverage; more for a nominal fee</i>	★		★			
<i>Legal assistance – Job-related support, a phone call away</i>	★					
<i>Boards, committees & voting – help shape the future</i>	★					
<i>Complimentary department membership – six seven choices</i>	★	★	★	★	★	★
<i>Specialized publications – late breaking news and views</i>	★	★	★	★	★	★
<i>Leadership conferences & workshops – special member rates: topics you need to succeed: expert presenters</i>	★	★	★	★	★	★
<i>Professional networking – talk to friends in the business</i>	★	★	★	★	★	★
<i>Respected lobbying voice – full-time and on your side</i>	★	★	★	★	★	★
<i>Targeted website resources – www.co-case.org on-line job vacancies, in-depth legislative news, 24-hour convenience</i>	★	★	★	★	★	★
<i>Capitol Connection – members-only access to current legislative activity & Colorado Revised Statutes: custom reports</i>	★	★	★	★	★	★

b. **Departmental Membership**

All members shall be part of one department of the Association by payment of annual dues.

Section 5 Upon approval of the Executive Director, with appeal to the Coordinating Council in case of denial, an active member may be granted a leave of absence from his/her active membership without losing continuity of continuous active membership status for a fee consistent with that of Associate Membership. The active members on leave shall not be privileged to active membership benefits, but only to those of Associate. Upon return to active status, all benefits shall be restored as if the member had continuous membership uninterrupted by the leave. An active member on leave from the Association shall not be entitled to hold office.

Section 6 The membership year of the Association shall be September 1 to August 31. The fiscal year shall be determined by the Coordinating Council consistent with the most advantageous annual cycle benefiting the Association's membership.

ARTICLE IV • OFFICERS

Section 1 Membership

The officers of this Association shall be a President, a President-elect and Past President. In addition, the Executive Director shall serve as secretary and treasurer.

Section 2 Duties

All officers shall perform such duties as customarily pertain to their respective office and shall serve as members of the Coordinating Council. The President of the Association shall preside at the Annual Meeting and at Coordinating Council meetings. In the event the President is unable to preside at the Annual Convention, the President-elect of the Association shall then preside.

Section 3 Election

The election of President-elect of the Association for the succeeding year shall be conducted at the Annual Convention.

The CASE President shall be chosen from one of the three general leadership classification groups rotating among the groups on a yearly basis as follows:

1. Executive Leadership: Colorado Association of Superintendents and Senior Administrators (CASSA)
2. Building Principalship: Colorado Association of Elementary Principals (CAESP) and Colorado Association of Secondary School Principals (CASSP)
3. District Administration: Colorado Association of Educational Specialists (CAES), Colorado Association of Leaders in Educational Technology (CALET), Colorado Association of School Personnel Administrators (CASPA) and Department of Business Officials (DBO)

A nominating committee will be comprised of equal representation from each department within the leadership group, with a chair selected by the current CASE President.

The leadership group shall bring forth the name of an active member to Coordinating Council for confirmation no later than the last council meeting prior to the Annual Convention. If confirmed by the Coordinating Council, the nominee's name shall come forward by nomination of the current Association President to membership of the whole at the Annual Convention. Membership may vote to accept or reject the nomination. Those in attendance shall establish a quorum of membership of the whole when the vote is taken. If there is more than one nominee, than a general election will be held with the full membership prior to the annual convention.

In the event membership rejects the nominated candidate for Association President-elect, alternative candidates may be nominated from the floor. Membership shall vote on the floor nomination, with a second of the nomination, to accept the nomination to be placed on a mail

7/11/17

ballot to membership. The leadership group whose candidate was rejected shall place another candidate on the election ballot. The membership shall vote by mail ballot within thirty-days of the last day of the annual convention, with a majority of those voting deciding the election.

Section 4

- a. In case of a vacancy in the office of the President, the President-elect shall immediately succeed to the office of President. The Coordinating Council shall select an acting President-elect from among the Coordinating Council, by a majority vote, to fill an unexpired term of office.
- b. In case of a vacancy in the office of President-elect prior to the convention in which the said President-elect would take office as the President, the same leadership group may bring forward the name of a replacement. This replacement will be submitted to the Coordinating Council prior to the Annual Convention for their approval. The Coordinating Council shall then provide for special election of membership by mail ballot or electronic device by bringing forward the name of the confirmed candidate from the same leadership group. In case of membership rejection of the nomination, another name from the same leadership group shall be brought forward.
- c. In case of a vacancy in the office of Past President, the Coordinating Council may select a former Past President of the Association, who is an active member to fill the un-expired term of office.

ARTICLE V • COORDINATING COUNCIL

Section 1 Membership

The Coordinating Council shall consist of the President, President-elect and Past President, all of whom shall have a vote. In addition, each department shall be represented by the President, President-elect, and Past President who serve as members of the Coordinating Council.

Section 2 Election

- a. Each department of the Association shall determine the method of election of its President and President-elect.

Section 3 Authority

The following general authority shall be vested in the Coordinating Council and delegated to the Executive Director to carry out on a day-to-day basis, advising the council as appropriate:

- a. To be the coordinating body of the Association, subject to bylaw changes passed by the general membership in accordance with Article XI.
- b. To be responsible for the adoption of an annual budget.
- c. To employ and to establish the terms and conditions of employment and evaluation of the Executive Director.
- d. To approve sale, exchange, mortgage or lease of any or all of the assets belonging to the Association.
- e. To approve any merger, dissolution or distribution assets belonging to the Association.
- f. To delegate the employment of a staff of the Association.
- g. To authorize a ballot, mail or electronic, on any question pertaining to the Association.
- h. To acquire property, real and personal, by purchase, gift, grant or bequest; to convey,

transfer, exchange or otherwise dispose of property; and to accept and administer any trust of real or personal property for any purpose within the scope of its objects and purposes.

- i. To borrow money up to fifty (50) percent of the next year's anticipated revenue or without limit when approved by a majority of the membership and to mortgage or pledge any or all of its holdings as security for the repayment thereof.
- j. To own, control, edit and publish its own official publications and such other communication mediums as may be necessary to communicate with membership.
- k. To invest its funds in common stocks, bonds, certificates of deposit or make other prudent investments.
- l. To recommend the annual dues for the various classifications of membership.
- m. To exercise all rights, powers, privileges, functions and duties which are not in conflict with the laws of the State of Colorado and which are consistent and suitable for the proper accomplishment of the objects and purposes of the Association.

Section 4 Departmental Representative Vacancies

Departmental representative vacancies on the Coordinating Council shall be filled by the department from which the vacancy position was elected. The new member, or members, shall serve for the duration of the term of the member, or members, replaced.

Section 5 Quorum, Majority Voting, and Meeting Notice

The majority of the members of the Coordinating Council shall constitute a quorum at any meeting for the transaction of business. Except as otherwise provided in these Bylaws or by Colorado law, all decisions of the Coordinating Council shall require a majority vote of a quorum of the members. The Coordinating Council shall establish and publicize the regular meeting dates of the Coordinating Council; special meetings may be called, provided at least twenty-four (24) hours' notice has been given to each member of the Coordinating Council and the executive director.

Section 6 Indemnification

The Association shall indemnify every Coordinating Council member, officer or professional staff member, his/her heirs, executors, administrators or personal representative against expenses reasonably incurred by him/her in connection with any action, suit or proceeding in which he/she may be a party by reason of his/her being or having been a Coordinating Council member, officer or professional staff member, except in such manner as to which he/she shall be finally adjudged in such action, suit or proceeding to be liable for criminal misconduct. In the event of a settlement, indemnification shall be provided only in connection with such matters covered by the settlement.

ARTICLE VI • EXECUTIVE COMMITTEE

Section 1 Membership

The Executive Committee shall be composed of the President, President-elect and the Past President. The Executive Director shall serve as the executive officer. The Executive Director shall serve as an ex-officio, non-voting member of the Executive Committee.

Section 2 Authority

- a. The Executive Committee shall have the authority to act on behalf of the Association in the

absence of the Coordinating Council, but shall not have the authority to establish or change policies of the Association as determined by the general membership or the Coordinating Council in Article V, Section 3. The Executive Committee shall meet from time to time or upon the request of the Executive Director. Twenty-four (24) hours' notice will be given to the executive director of any meetings called by the executive committee or CASE President. Any action taken by the Executive Committee shall be reported to the Coordinating Council at their next meeting.

ARTICLE VII • EXECUTIVE DIRECTOR

Section 1 Appointment

An Executive Director shall be appointed and serve at the direction of the Coordinating Council of the Association through an employment contract.

Section 2 Duties

- a. The Executive Director shall be the secretary and treasurer of the Association and shall be an ex-officio, non-voting member of the Coordinating Council and Executive Committee.
- b. The Executive Director shall be the chief administrative officer of the Association.
- c. The Executive Director shall be responsible for procuring and directing the professional and non-professional staff of the Association advising the Council of such appointments.
- d. The Executive Director shall assign a professional staff member to work with each department in the implementation of its programs.
- e. The Executive Director shall provide for an annual financial review, which shall be submitted to the Coordinating Council.
- f. The Executive Director shall perform such other duties as normally pertain to the office of the chief administrator of an association and as may be properly assigned to him/her by the Coordinating Council.

ARTICLE VIII • DEPARTMENTS

Section 1 Name of Departments

The departments of the Association shall be:

1. Colorado Association of Educational Specialists
2. Colorado Association of Elementary School Principals
3. Colorado Association of Leaders in Educational Technology
4. Colorado Association of School Personnel Administrators
5. Colorado Association of Superintendents and Senior Administrators
6. Colorado Association of Secondary School Principals
7. Department of Business Officials

Section 2 Membership

Each member of the Association shall be a member of one of the departments of the

Association in accordance with the governance plan of the individual departments. Department membership will be reviewed annually by the Coordinating Council and Executive Director for adequate membership and viability for continuation as a department. CASE will support four department meetings per year. This does not limit the number of meetings a department may have per year. CASE will provide a staff liaison and administrative support for each of the four department meetings. Coordinating Council will set its meeting calendar by the spring meeting of the year prior to the Annual Convention for the following year. Departments will subsequently set their meeting schedule for the following year.

Section 3 Governance Plan

Each department shall submit to the Coordinating Council of the Association, a copy of its governance plan, which shall include qualification for membership, the procedure for election of officers and other governance procedures. Departmental governance plans shall be compatible with, and not inconsistent with, the bylaws of the Colorado Association of School Executives, which determination of compatibility and consistency shall be made by the Coordinating Council. Each department shall be required to submit, to the Coordinating Council, any changes in their governance plan. Bylaws for each department will be aligned with CASE bylaws using a common format.

Section 4 Autonomy

Each department shall be autonomous to conduct activities and provide services to its members consistent with the mission and purposes of the Colorado Association of School Executives.

Section 5 Additional Departments

Additional departments may be established in accordance with the requirements, which follow, and by a duly adopted amendment to the bylaws.

- a. A group of not less than seventy-five (75) INDIVIDUALS with common interests may make application for departmental status.
- b. An application for departmental status shall be accompanied by a copy of the governance plan of the proposed department.
- c. Applications for departmental status shall be filed with the Executive Director for referral to the Executive Committee for recommendation to the Coordinating Council.
- d. The Coordinating Council shall have the authority to accept such application subject to membership approval through required bylaws amendment or reject an application for departmental status. If accepted, the Coordinating Council shall submit the appropriate bylaws amendment to a vote of the membership within ninety-days (90) of the meeting where application was accepted.

ARTICLE IX • COMMITTEES and OTHER POSITIONS.

Section 1 All standing committees of this Association shall select a minimum of one representative from each department, rotating members so as to maintain continuity in membership. Standing Committees shall attempt to have representatives from all regions of the state complimenting the diversity of membership. Coordinating Council will establish procedures and a process for representation. Departments will make their committee appointments at the CASE Annual Convention.

Section 2 All committees function as recommending bodies only and cannot make or change Association bylaws or policy.

Section 3 The Standing Committees of the Association shall be a Legislative Committee, a Professional Learning Advisory Group, a Membership Committee, and a Platform Committee. A maximum of two people from each department will be reimbursed for expenses and are voting members of the standing committees of CASE. Departments may reimburse additional representatives if approved by the department board.

The Executive Director must approve additional members appointed to any standing committee.

ARTICLE X • MEETINGS

Section 1 Annual Convention

The Annual Convention of the Association shall be established at a time most convenient to a majority of the members. A quorum shall consist of those members present at the business meeting during the Annual Convention.

Section 2 Other Meetings

Other meetings of the Association may be held at such times and places as determined by the Coordinating Council, Executive Director or Chairs of established committees.

Section 3 Notice

Written notice of the Annual Convention and other meetings where attendance is open to all or some of the membership shall be given in a timely manner.

ARTICLE XI • PLATFORM AND BYLAW CHANGES

Section 1 An Association platform shall be developed by the Platform Committee, which shall reflect the philosophical basis for leadership influencing of the Association. The platform shall be reviewed annually and submitted to the Coordinating Council for approval, rejection or returned to the Platform Committee with a request for modification.

The Platform Committee shall solicit input of the membership on the platform at the Annual Convention. Input shall be in the form of recommendations to add, modify or delete platform items. The Platform Committee shall review all requests of the membership prior to making a recommendation for adoption of the platform to Coordinating Council.

Section 2 Individual active members of the Association may request the Coordinating Council to consider or reconsider any portion of the platform. Coordinating Council may change the recommended platform by a two-thirds (2/3) vote of the quorum. The Coordinating Council must pass the platform by a two-thirds (2/3) vote of the quorum present at the meeting at which the vote is taken.

Section 3 A legislative agenda shall be developed annually consistent with the adopted platform of the Association.

ARTICLE XII • LOCAL OR REGIONAL ASSOCIATIONS

Section 1 Application

Local or regional associations of school executives may apply to the Colorado Association of School Executives for affiliation.

Section 2 Requirements

Requirements for affiliation of a local or regional association with the state Association shall be as follows:

- a. Acceptance by the Coordinating Council of the Colorado Association of School Executives of the governance plan which shall be compatible with the mission and purposes of the Colorado Association of School Executives.
- b. Payment of an annual affiliation fee to be determined by the Coordinating Council of the Colorado Association of School Executives.

ARTICLE XIII • DUES

Section 1 Classification

The classification of dues shall be as follows:

a. **Active Membership**

Active members shall pay dues by matching their annual salary to a tiered schedule of salary ranges. The annual dues for active members shall be determined by the Coordinating Council with any changes in annual fee up to a five (5) percent increase to be approved on a two-thirds (2/3) vote of the Council; proposed increase above five (5) percent must be approved by a two-thirds (2/3) vote of all department boards and Coordinating Council.

b. **Affiliate Membership**

Affiliate members have a flat per-person dues amount that is paid for by their school district on an annual basis. Any increase in dues above 5% must be approved by the CASE Coordinating Council.

c. **Associate Membership**

The Coordinating Council shall determine the annual dues for Associate, Student, Institutional and Emeritus Membership.

Section 2 Dues Collection

- a. The dues of active members joining between September 1-February 28 will pay full dues and March 1-August 31 will pay half dues. Continuing membership will be automatic according to the established dues structure, unless the Association is notified of a cancellation.

ARTICLE XIV • CENSURE, SUSPENSION OR EXPULSION

- Section 1** The Coordinating Council shall have the power to censure, suspend or expel any member for cause after due notice and an opportunity for an appeal before the Coordinating Council. The Coordinating Council shall have the authority to lift a censure or reinstate a suspended or expelled member.

ARTICLE XV • DISSOLUTION OR LIQUIDATION

- Section 1** No part of any income, revenue and grant of or to the Association shall inure to the material or pecuniary benefit of a 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) and no member, officer or any private individual shall be entitled to share in the distribution of any 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 as provided by Colorado Revised Statutes 1973, shall be transferred to an organization with purposes similar to those of this Association that is maintaining a current favorable exempt status from federal and state income taxation. The exempt organization

shall be designated by the final Coordinating Council of the Association.

ARTICLE XVI • PARLIAMENTARY AUTHORITY

Section 1 The latest edition of Robert's Rules of Order shall govern in all meetings of the Association except as otherwise provided in the bylaws.

ARTICLE XVII • AMENDMENTS AND CHANGES TO THE BYLAWS

Section 1 These Bylaws may be amended using the following procedures:

1. Amendments to the Bylaws may be initiated by the Coordinating Council or upon petition of 200 active members of the Association to the Coordinating Council. A members' petition for an amendment must specify the article and section to be amended and the exact language of the proposed amendment.

2. The Coordinating Council may approve an amendment by the affirmative vote of a two-thirds (2/3) majority of the entire Council.

3. If the Coordinating Council approves an amendment, the amendment shall be submitted to the department boards of directors for approval. An amendment shall require approval by a two-thirds (2/3) majority of all of the department boards of directors.

4. If the Coordinating Council and the department boards of directors approve an amendment, the amendment shall be submitted to the active members of the Association for approval. The Coordinating Council shall submit the amendment to the active members by mail or by electronically. The active members shall have a period of thirty (30) days following the date of mailing or electronic transmission within to vote in favor of or against the amendment. Votes must be received within this thirty (30) day period. A proposed amendment must receive the affirmative vote of a 2/3 majority of all votes received from active members to be approved.

5. Alternatively, the Coordinating Council may submit an amendment to the active members at a duly convened meeting of the active membership. In such case, the Council shall notify all active members of the proposed amendment not less than thirty (30) days before the meeting. A proposed amendment must receive the affirmative vote of a two-thirds (2/3) majority of all votes at the meeting.