



# **Virginia Association of Elementary School Principals**

## **By-Laws**

**Revised: June 2022**

# Virginia Association of Elementary School Principals

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## **PREAMBLE**

The Virginia Association of Elementary School Principals holds true to the beliefs that all children are of equal worth. Furthermore, the Association believes that it is not only the professional responsibility of each principal in the Commonwealth to seek educational opportunities that will enhance the lives of each child entrusted to their care, but it is also the ethical and moral responsibilities of each principal to value principles that will stand the test of time in fostering the intellectual, emotional, and physical capacity of each student, teacher, and partner within the school community. Furthermore the Association is dedicated to the belief that each child has the potential to become a part of the solution to the ills of a complex world. Therefore the Association dedicates its efforts to the rights and the responsibilities inherent with these rights of each child to become a productive citizen of the Commonwealth.

## **Mission**

The Virginia Association of Elementary School Principals (VAESP) advocates for, leads, and supports all PreK - 8 Virginia principals and future principals to ensure excellence and equity in education for all of Virginia's students.

## **Vision**

A Voice for Principals  
#VAPrinciPALS

P - Professional Networking  
A - Advocacy  
L - Leadership  
S - Support

## **Core Values of Principals and the Association**

- We believe principals who receive high quality, on-going professional development better affect student achievement.
- We believe principals who collaborate with colleagues are better leaders within their school communities.
- We believe effective principals are strong advocates for all students.
- We believe effective principals provide timely and relevant professional development.
- We believe effective principals value and respect diversity throughout our organization.
- We believe effective principals are instrumental in shaping educational policies.
- We believe effective principals provide expert advice, voice, and judgment while leading and sustaining high performing professional learning communities.
- We believe effective principals hold themselves accountable to the highest integrity and standards.

## **ARTICLE I:**

### **NAME, PURPOSES, AND GOVERNANCE**

#### **Section 1. Name**

The name of this organization shall be The Virginia Association of Elementary School Principals (VAESP) hereinafter referred to in the Bylaws as the Association or VAESP, and the elementary and middle level principals and assistant principals will be hereinafter referred to as “school based administrators.”

#### **Section 2. Purposes**

The purposes of the Association are:

- To improve the instructional program and to promote a safe and healthy environment for the children of the Commonwealth;
- To enhance the image of the position of the school based administrator as an educational leader;
- To promote greater recognition of the professional skills and high level of accountability demanded of the position;
- To serve as spokesperson for school based administrators;
- To serve as an agency for the collection and dissemination of information pertinent to school based administrators;
- To impact the greater political arena for the advancement of principals and the students they serve;
- To support professional standards for school based administrators;
- To provide publications, professional development opportunities, research, and other services to school based administrators as authorized by the Board of Directors of the Association;
- To enhance the unique and harmonious relationships between school based administrators and other partners concerned with the education of all children; and
- To advocate for a unified relationship among school based administrators at the state and the national level.

#### **Section 3. Governance**

The Articles of Incorporation, the Bylaws, and such actions shall govern the Association, as the Board of Directors of the Association may make consistent therewith. Nothing in the Bylaws shall be construed to prevent the Association from pursuing objectives that are consistent with its stated purpose.

## **ARTICLE II**

### **MEMBERSHIP**

#### **Section 1. Categories and Qualifications**

- a. Active Principal Membership - Active Principal Members shall receive all the regular services, publications and advocacy including legal and liability protection of the association. Active Principal Members may vote, serve on committees and propose amendments to the policy and bylaws.
- b. Associate Membership - Associate members shall include other persons or institutions who are interested in the program of elementary or middle level education as not defined in sections a., c., d., or e. Associate members may attend meetings of the Association, serve on certain committees, and shall receive all of the regular publications of the Association. Associate members are not entitled to vote, hold office, or to advocate services of the Association.
- c. Emeritus Membership - Emeritus members shall include those members who have been active and have retired from the profession of education. Emeritus members shall be entitled to vote, serve on committees, propose amendments to the Constitution and Bylaws; and shall receive all of the regular publications of the Association. Emeritus members are eligible to participate in the Legal Assistance for Principals program.
- d. Institutional/Active Membership - Institutional/Active Membership is available to all educational institutions and libraries. It includes one complete active membership and a duplicate set of membership publications to be sent to the institution.
- e. Active Assistant Principal Membership - Active Assistant Principal Members shall receive all the regular services, publications and advocacy including legal and liability protection of the association. Active Assistant Principal Members may vote, serve on committees and propose amendments to the policy and bylaws.
- f. Aspiring Principal Membership - Aspiring Principal Membership is available to teachers and others not eligible for active membership but who are interested in employment in professional work related to the elementary and middle level principalship or assistant principalship. Aspiring Principal members shall receive the regular publications of the Association and shall be entitled to register at the Annual convention and all workshops/conferences at the member rate. Aspiring Principal members are not eligible to vote, hold office or participate in the Legal Assistance for Principals program.
- g. Complimentary Membership - Complimentary Membership may be available, upon a unanimous vote of the Board of Directors, to individuals in Virginia whom by virtue of their office or position directly serve the cause of public education and therefore the children of Virginia. Complimentary members are entitled to all VAESP publications, are not eligible to vote, hold elected office, or participate in the legal assistance for principals program
- h. Lifetime Membership - Lifetime Membership may be available, upon a unanimous vote of the Board of Directors, to individuals in Virginia whom by virtue of their office or position

directly serve the cause of public education and therefore the children of Virginia. Lifetime members are entitled to all VAESP publications, are not eligible to vote, hold elected office, or participate in the legal assistance for principals program.

### **Section 2. Non-discrimination Statement**

The Association's non-discrimination policy specifically prohibits membership discrimination on the basis of race, sex, color, national origin, religion, sexual orientation, age, political affiliation, or against otherwise qualified persons with disabilities.

### **Section 3. Property Interest of Members**

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

### **Section 4. Membership Year**

Traditionally, membership is from July 1 to June 30 of each year. To accommodate new members who choose to join the Association after the July 1 date, the member will have their dues pro-rated in accordance with guidelines and authorization from NAESP. All other Association and NAESP by-laws and policy shall apply. **Membership is an annual contract and upon joining an individual is responsible for payment of the full dues amount.**

### **Section 5. Membership Dues**

The Board of Directors shall establish dues for all VAESP categories of membership. NAESP dues are in addition to VAESP dues and are governed by policy of the NAESP.

## ***ARTICLE III***

### **BOARD OF DIRECTORS CANDIDATE INTEREST APPLICATION**

#### **Section 1. Process**

Dues paying active members may apply to serve on the Board Directors of VAESP by submitting a letter of interest outlining position of interest, current resume and a letter of support from their superintendent. The interest letter and supporting documentation should be submitted to the Executive Director and President.

#### **Section 2. President-Elect**

Those candidates interested in the office of President-Elect, shall be currently serving or have previously served on the VAESP Board of Directors.

### ***BOARD OF DIRECTORS***

#### **Section 1. Composition**

The Board of Directors shall consist of the Association officers, Executive Director, Zone Directors from each of the zones of the Association, Assistant Principal Representatives, Middle School Representative, Federal Relations Coordinator, Department of Education Liaison, at large member, Retired Principal Representative, and Urban School Representative. The voting members of the Board of Directors must be dues paying members. The Zones shall be as follows:

Capitol Zone	Counties: Charles City, Chesterfield, Goochland, Hanover, Henrico, New Kent, Powhatan Cities: Colonial Heights, Petersburg, Richmond
Central Zone	Counties: Albemarle, Buckingham, Culpeper, Cumberland, Fluvanna, Greene, Louisa, Madison, Nelson, Orange, Rappahannock Cities: Charlottesville
Eastern Zone	Counties: Caroline, Essex, King & Queen, King George, King William, Lancaster, Mathews, Middlesex, Northumberland, Richmond, Spotsylvania, Stafford, Westmoreland Cities: Colonial Beach, Fredericksburg, West Point
Northern Zone	Counties: Fauquier, Loudoun, Prince William Cities: Manassas, Manassas Park, Quantico
Peninsula Zone	Counties: Gloucester, Isle of Wight, Surry, York Cities: Hampton, Newport News, Poquoson, Williamsburg-James City, Yorktown
Piedmont Zone	Counties: Amherst, Appomattox, Bedford, Campbell, Pittsylvania, Prince Edward Cities: Bedford, Danville, Lynchburg
Potomac Zone	Counties: Arlington, Fairfax Cities: Alexandria, Fairfax, Falls Church
Shenandoah Zone	Counties: Augusta, Clarke, Frederick, Highland, Page, Rockingham, Shenandoah, Warren Cities: Harrisonburg, Staunton, Waynesboro, Winchester
Southern Zone	Counties: Amelia, Brunswick, Charlotte, Dinwiddie, Halifax, Greensville, Lunenburg, Mecklenburg, Nottoway, Prince George, Sussex Cities: Hopewell
Southwestern Zone	Counties: Bland, Buchanan, Carroll, Dickenson, Grayson, Lee, Russell, Scott, Smyth, Tazewell, Washington, Wise, Wythe Cities: Bristol, Galax, Norton
Tidewater Zone	Counties: Accomack, Northampton, Southampton Cities: Chesapeake, Franklin, Norfolk, Portsmouth, Suffolk, Virginia Beach
Valley Zone	Counties: Allegheny Highlands, Bath, Botetourt, Craig, Floyd, Franklin, Giles, Henry, Montgomery, Patrick, Pulaski, Roanoke, Rockbridge Cities: Buena Vista, Covington, Lexington, Martinsville, Radford, Roanoke, Salem

The Board of Directors shall review the established zones at regular intervals and implement any revisions that may be necessary to ensure an equitable representation. Such review of the electoral zones shall be made according to policy.

## **Section 2. Elections**

Prior to September 15, the President shall appoint a Nominations and Elections Committee consisting of five active members of the Association, representing a cross section of the State. It shall be the duty of this committee to identify vacant positions on the Board of Directors. Once vacancies are identified, the committee will advertise vacant positions through personal contact, electronic or print media to invite potential members to apply for positions by submitting appropriate intent information. The committee will notify current board members who are eligible for the position of President-Elect. The committee will identify candidates from the eligible active membership who have submitted their intent. The Nominations and Elections Committee will present a report on a proposed Slate of Officers with available biographical information to the Board of Directors by February for approval. Following the approval of the official report by a majority of the Board of Directors, the Nominations and Elections Committee shall in collaboration with the Executive Director, post the Slate of Officers and biographical information electronically to the entire membership for approval. Membership will be asked to respond electronically by no later than May 15<sup>th</sup>. Write in candidates will be by email to the Executive Director who will notify the Nominations and Elections committee of the nominees. Members shall be instructed to vote for acceptance not later than 20 business days after the date on which the electronic posting was made. Votes submitted later than the specified date will be appropriately marked and will not be counted. Receiving a plurality of votes, the Slate of Officers will be elected. In the event of a write-in candidate that results in a tie vote, a run-off election in accordance with the above procedures shall be held within 15 business days after determination of official results. The positions of the President-elect, Assistant Principal Representative, and the Middle School Representative will be selected by the entire membership. The members of their respective zones will select the positions of zone directors.

## **Section 3. Term of Office and Qualifications of Board of Directors**

- a. Zone Directors shall serve a term of three years commencing on July 1 following the election. The Board of Directors shall have the power to establish staggered terms for Zone Directors. Zone Directors shall not serve more than two consecutive terms. Zone Directors may serve more than two consecutive terms at the discretion of the Board of Directors. A Zone Director must be an active principal in that zone at the time of election. If at any time during the appointed term, the Zone Director leaves the principalship, he/she shall resign the position of Zone Director at the end of the current fiscal year.
- b. VAESP recognizes that the Middle School Representative shall preside over schools that the majority of the student population be the traditional configuration of grades 6, 7, and 8. The Middle School Representative shall serve a term of three years commencing on July 1 following the election and shall not serve more than two consecutive terms. The Middle School Representative must be an active principal at the time of election. If at any time during the elected term, the Middle School Representative leaves the middle level principalship, he/she shall resign the position of Middle School Representative at the end of the current fiscal year.

- c. The Assistant Principal Representatives shall serve a term of three years commencing on July 1 following the election. The two Assistant Principal Representatives shall not serve more than two consecutive terms. An Assistant Principal Representative must be an active assistant principal at the time of election. If at any time during the elected term an Assistant Principal Representative leaves the assistant principalship, he/she shall resign the position of Assistant Principal Representative at the end of the current fiscal year.
- d. The Federal Relations Coordinator must be an active principal at the time of appointment. The President shall appoint the Federal Relations Coordinator to a 3-year term. The Federal Relations Coordinator shall not serve more than two consecutive terms. If at any time during the appointed term the Federal Relations Coordinator leaves the principalship, he/she shall resign the position of Federal Relations Coordinator at the end of the current fiscal year.
- e. The President based on the recommendation of the State Superintendent of Public Instruction shall appoint the Department of Education Liaison for a one-year term. The Department of Education Liaison is not a member of the Board of Directors, but is invited to meetings at the discretion of the President.
- f. The Retired Principal Representative must be a retired principal from the profession of education at the time of appointment. The Retired Principal Representative shall be appointed by the President to a three year term in an advisory role and shall serve no more than two consecutive terms. If at any time during the appointed term, the Retired Principal Representative reenters the profession of education, then he/she shall resign the position of Retired Principal Representative at the end of the current fiscal year.
- g. The At Large Member shall be appointed by the President for a three year term and shall be eligible for reappointment. The primary function of the At Large Member shall be to coordinate the annual conference activities and to advise the Board on issues regarding the conference operations and functions.
- h. The Urban School Representative must be an active principal serving in an urban school in either Richmond City, Norfolk, Hampton, Portsmouth, or Newport News. The Urban School Representative shall be appointed by the President with the approval of the VAESP Board of Directors for a three year term and shall be eligible for reappointment.

#### **Section 4. Filling of Vacancies**

In the event of a vacancy, the President shall recommend, and the Board of Directors shall approve a replacement for the unexpired term of office. Filling of vacancies on the Board of Directors shall be decided at Board meetings or through a called electronic meeting where a majority of Board members are in attendance.

#### **Section 5. Powers and Duties**

- a. The Board of Directors shall be responsible to the membership of the Association and shall:
  - 1. Implement the mission statement and the vision of the Association;
  - 2. Respond to policy issues on behalf of the membership;
  - 3. Be responsible for the fiscal management of the Association;
  - 4. Call a special meeting of the membership by a two-thirds vote of the Board;
  - 5. Make recommendations to the membership regarding the amount of Association dues only if there is a proposed change;

6. Be responsible for the employment, supervision and evaluation of the Executive Director within the guidelines of his/her contract;
  7. Provide information to members on services available from the Association and the National Association of Elementary School Principals; and
  8. Perform other such duties as may be necessary to achieve the mission, vision and beliefs of the Association.
- b. Zone Directors shall:
1. Serve as liaisons between the Association and zone organizations;
  2. Act as executive officers of the zones and call and preside at all zone meetings;
  3. Aid in the development and implementation of Association membership campaigns by appointing contact persons for each school division;
  4. Act as communication links between state and local associations;
  5. Encourage and assist in development of local associations;
  6. Assist in the matching of zone members for the legislative "Buddy Program."
  7. Appoint a committee of zone members to nominate qualified candidates for their respective zone director; and
  8. Appoint an assistant zone director to assume the duties of the zone director in the absence of the zone director.
  9. Submit Activity Reports prior to each Board meeting.
- c. Federal Relations Coordinator shall:
1. Serve as the official federal liaison and spokesperson between the Association and the National Association of Elementary School Principals;
  2. Coordinate activities and appointments with Congress;
  3. Attend annual Federal Relations and State Leaders Conferences that are approved by the executive committee based on the availability of funds; and
  4. Inform the Association of federal relations issues.
- d. Assistant Principal Representatives shall:
1. Serve as liaison between the Association and the Assistant Principal members;
  2. Aid in the development and implementation of Association membership campaigns by actively encouraging colleagues' membership in the Association; and
  3. Encourage and assist in the development of local associations.
- e. Department of Education Liaison shall:
1. Serve as the official liaison between the Association and the Virginia Department of Education;
  2. Participate in Board meetings or other committee meetings at the discretion of the President.
- f. Retired Principal Representative shall:
1. Serve as liaison between the Association and the Retired members;
  2. Aid in the development and implementation of Association membership campaigns by actively encouraging colleagues' membership in the Association; and
  3. Encourage and assist in the development of local associations.
- g. Middle School Representative shall:
1. Serve as liaison between the Association and the middle level principals;
  2. Aid in the development and implementation of Association membership campaigns by actively encouraging colleagues' membership in the Association; and
  3. Encourage and assist in the development of local associations.
- h. At Large Board Member shall:
1. Advise the Board on issues related to the annual conference

2. Serve in a capacity to assist the Association in carrying out the mission, vision, and beliefs of the Association.
- i. Urban School Representative shall:
  1. Serve as a liaison between the Association (between the Association's Board of Directors) and urban principals.
  2. Aid in the development and implementation of Association membership.
  3. Develop and coordinate ongoing urban initiatives to address the discrepancy in achievement between various subgroups.

### **Section 6. Meetings**

The Board of Directors shall meet at least twice a year to conduct the business of the Association. The President shall determine the date and location of the meetings. Due notice of all meetings shall be given to all members of the Board. All members of the Board of Directors are expected to attend the board meetings.

### **Section 7. Quorum**

A quorum shall be a majority of all voting members of the Board of Directors.

## **ARTICLE IV**

### **OFFICERS**

#### **Section 1. Officers**

The officers shall consist of a President, President-elect, Immediate Past President, and National Association of Elementary School Principals State Representative.

#### **Section 2. Term of Office**

- a. The President, President-elect, and Immediate Past President shall hold office for one year beginning July 1 following election. The President-elect shall succeed to the office of President. The President shall succeed to the office of Immediate Past President.
- b. NAESP State Representative shall be an elected official and will hold office for 3 years and may not serve more than two consecutive terms.

#### **Section 3. Qualifications of Officers**

Any active principal who has completed two consecutive years of active membership and has the endorsement of his/her division superintendent is eligible to hold office. To be eligible for the office of President-Elect, a candidate must have served or be currently serving two consecutive terms on the VAESP Board of Directors within the past five years. This is to ensure that there is a clear understanding of the workings of the board and knowledge of the individuals serving on it.

#### **Section 4. Filling of Vacancies**

Vacancies occurring by reason of death, resignation, or other disqualification shall be filled as follows:

- a. A vacancy in the office of President shall be filled by the President-elect for the unexpired term. The President-elect shall then serve the term of office for which he/she was elected.
- b. A vacancy in the office of President-elect shall be filled by the Immediate Past President, who shall serve in such capacity until the vacancy has been filled. Within ten days after the vacancy occurs, the President shall instruct the Executive Director to initiate the election process as prescribed in the Bylaws;
- c. A vacancy in the office of Immediate Past President shall not be filled. The President shall recommend, and the Board of Directors shall approve, a current Board member to fulfill the responsibilities of the position of the Immediate Past President.
- d. For other vacant positions, refer to Article III Board of Directors, Section 4, Filling of Vacancies.

#### **Section 5. Powers and Duties**

- a. The President shall:
  1. Serve as presiding officer of the Board of Directors;
  2. Serve as presiding officer at all meetings of the membership;
  3. Represent and speak for the Association on certain matters of policy or assign, at his/her discretion, responsibility for such functions;
  4. Review Association policies and recommend priorities to be considered by the Board of Directors;
  5. Meet regularly with the other officers of the Association;
  6. Delegate duties to the elected officers, zone directors, and the Executive Director;
  7. Approve the agenda for meetings of the Board of Directors of the Association;
  8. Appoint and advise all chairpersons and members of Association committees;
  9. Serve as an ex officio **non voting** member of all Association committees, excluding the Nominations and Elections Committee; and
  10. Perform other such duties as are customarily possessed and performed by the President of an association.
- b. The President-elect shall:
  1. Serve as a voting member of the Board of Directors;
  2. Act for the President when the President is unable to perform the duties of office; and
  3. Perform other duties as directed by the President or the Board of Directors;
- c. The Immediate Past President shall:
  1. Serve as a voting member of the Board of Directors; and
  2. Serve as the chairperson for the evaluation of the Executive Director
- d. The National Association of Elementary School Principals State Representative shall:
  1. Serve as the official liaison and spokesman between the Association and the National Association of Elementary School Principals;
  2. Coordinate the National Association of Elementary School Principals membership campaign in Virginia and utilize all state outlets to promote NAESP membership;

3. Serve as **chairperson** of the state delegation, distribute credentials and materials to delegates, inform delegates of pending financial concerns, and notify the state Association of actions of the Delegate Assembly;
4. Serve as a voting delegate to Zone III of the National Association of Elementary School Principals;
5. Meet with other state representatives to select a Nominating Committee for election of NAESP officers, recommend potential candidates to the Nominating Committee, and encourage member participation in NAESP elections;
6. Recommend qualified potential committee members to the NAESP President and inform the state Association of NAESP committees' charges and activities;
7. Notify the state Association of field services that are available from NAESP;
8. Work with the Executive Director to evaluate publications for NAESP and publish regular reports of NAESP;
9. Monitor compliance of NAESP and the state association to the provisions of the Affiliation and Membership Agreements and make an annual report on compliance to both the state association and NAESP;
10. Inform members of availability of NAESP information and research programs; and
11. Encourage members to avail themselves of NAESP advocacy programs and publicize NAESP advocacy efforts within the state.

#### **Section 6. Executive Committee**

- a. The officers of the Association shall constitute the Executive Committee. The committee shall meet between meetings of the Board of Directors to plan, evaluate and implement the program of the Association. The Executive Director shall serve as a non-voting member of the Executive Committee.
- b. The Executive Committee shall take no action to modify Association policy without the express approval of the Board of Directors.
- c. The Committee shall meet as needed when called by the President or Executive Director.

### **ARTICLE V**

#### **EXECUTIVE DIRECTOR**

##### **Section 1. Term of Employment**

The Board of Directors shall employ the Executive Director. The Board shall contract with the Executive Director for a period of not more than two years per contract. The Executive Director may be reemployed at the end of each contract period by extending the contract for a two year period.

##### **Section 2. Powers and Duties**

The Executive Director shall be responsible to the Board of Directors and shall:

- a. Serve as an advisory non-voting member of the Board of Directors, the National Association of Elementary School Principals Delegate Assembly, Zone III of the National Association of Elementary School Principals, and all VAESP committees appointed by the President of the Board of Directors;

- b. Serve as principal lobbyist for the Association;
- c. Serve as spokesperson for the Association;
- d. Prepare, in consultation with the President, agendas for all Association meetings;
- e. Organize a professional development program for members that will include:
  - o Conferences and workshops;
  - o Dissemination of appropriate information; and
  - o Speakers and programs for zone meetings;
- f. Prepare a quarterly report on Association activities and such other reports as prescribed by the Board of Directors;
- g. Develop and conduct a continuous membership campaign;
- h. Supply NAESP with all necessary documents in accordance with the affiliation agreement;
- i. Aid in the preparation of an annual budget for submission to the membership and the Board of Directors;
- j. Supervise the receipt and disbursement of all funds belonging to the Association with a quarterly report to the Board of Directors;
- k. Be responsible for an annual outside audit of the financial records of the Association;
- l. Communicate regularly with members of VAESP who have been appointed to other advisory boards;
- m. Oversee the supervision, evaluation and compensation of all office personnel;
- n. In consultation with the Fiscal Oversight Committee, hires new employees and office personnel within the constraints of the current budget year.
- o. Publish *The Virginia Principal*
- p. Perform other such duties as prescribed by the Board of Directors.

**Section 3. Evaluation of the Executive Director**

- a. The Executive Director shall be evaluated on or before April 15 of each year during the first two (2) years of employment of the Executive Director. After the second year, evaluations shall take place every two years prior to the contract renewal of the Executive Director.
- b. The Executive Committee, in the presence of the Executive Director, shall conduct the evaluation with input from the Board of Directors;
- c. The results of the evaluation shall be reported back to the Board of Directors;
- d. An instrument approved by the Board and submitted to the Past President for summary and reporting shall be used for the evaluation ratings;
- e. The Executive Committee shall recommend salary changes and other such benefits for fulfillment of the Executive Director’s employment contract to the Board of Directors by April 30<sup>th</sup> of each year to be able to incorporate such recommendations into the proposed budget that is to be presented at the appropriate Board Meeting.

**ARTICLE VI**

**AFFILIATIONS**

**Section 1. Affiliation with the National Association of Elementary School Principals**

The Association is affiliated with the NAESP. Altering any VAESP affiliation agreements will be approved by a majority vote of the membership at any membership meeting on the recommendation of the Board of Directors.

## **Section 2. Affiliation with Zone III of the National Association of Elementary School Principals**

The Board of Directors is authorized to expend such funds, as are necessary to maintain the affiliation with Zone III of the NAESP.

## **Section 3. Other Affiliations**

The Association shall seek to cooperate with other groups in areas of common interest and may enter into agreements, which further the mission, vision and beliefs of the Association.

## **ARTICLE VII**

### **COMMITTEES**

The following committees shall be created with the responsibility to report back to the Board of Directors in a timely manner.

#### **Section 1. Nominations and Elections Committee**

- a. Composition - The Nominations and Elections Committee shall consist of five members, representing a cross section of the state, appointed by the President of the Association. The President shall also appoint the Chairperson of the Nominations and Elections Committee.
- b. Guidelines - The Committee shall consider the guidelines established by the Board of Directors of NAESP.
- c. Term of Office - Members of the Nominations and Elections Committee shall serve two-year appointments with three retiring on odd years and two retiring on even years. The President shall set the initial term of each member.
- d. Duties - The Nominations and Elections Committee shall:
  1. Check the credentials of all nominees for office and voters in all Association elections and meetings;
  2. Conduct all elections as prescribed by the Bylaws;
  3. Report results of elections to all members within 15 business days following the return date of the ballots; and
  4. Perform other duties relative to nominations and elections as directed by the President or Board of Directors.

#### **Section 2. Legislative Committee**

- a. Composition - The Legislative Committee shall consist of the Immediate Past President, the Executive Director, the National Association of Elementary School Principals State Representative, the Federal Relations Coordinator, and others appointed by the President. The Federal Relations Coordinator shall serve as chairperson of the committee.
- b. Duties - The Legislative Committee shall:
  1. Review all legislation on education and take action consistent with the goals of the Association;
  2. Report actions to the membership; and
  3. Develop and implement the Legislative Program for VAESP, which shall be defined at the summer meeting of the Board of Directors.

**Section 3. Fiscal Oversight Committee**

- a. Composition – The Fiscal Oversight Committee shall consist of the President, Past-President and President-Elect.
- b. Duties – The Fiscal Oversight Committee shall consult quarterly with the Executive Director to review:
  - 1. VAESP Headquarters maintenance and construction
  - 2. Budget implementation and adjustments
  - 3. Personnel issues and cost

**Section 4. Other Committees**

The President may establish other committees as needed to further the goals of the Association.

***ARTICLE VIII***

***INITIATIVE, REFERENDUM, AND RECALL***

Procedures for initiative, referendum, and recall shall be established by the Board of Directors and approved by a majority of the membership.

***ARTICLE IX***

***PARLIAMENTARY AUTHORITY***

Robert's Rules of Order, Newly Revised, shall be the authority governing all matters of procedure not otherwise provided for in the Articles of Incorporation and the Bylaws or by the actions of the Board of Directors of the Association.

***ARTICLE X***

***AMENDMENTS OF BYLAWS***

**Section 1. Procedures**

Changes in the Bylaws may be initiated by the Board of Directors or by a majority vote of the membership at the annual membership meeting. Amendments must be approved by a two-thirds vote of those voting members in attendance at the annual membership meeting. Proposed changes to the bylaws must be made available to the General Membership at least two weeks in advance of the General Membership Meeting.

**Section 2. Distribution**

When the Bylaws are amended, the Association shall make available to each member a copy of the amended sections via the web site or other VAESP form of communication.

## **ARTICLE XI**

### **MEETINGS**

There shall be at least one meeting annually of the general membership to conduct the business of the Association in conjunction with the annual principals conference. Notice of all meetings shall be sent to members at least 30 days prior to the meeting.

## **ARTICLE XII**

### **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 upon written request to and approval of the Board of Directors.

#### **Section 2. Grants**

The Association may receive grants and may deposit and expend these funds according to terms laid down 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 Board of Directors at its final meeting shall designate the receiving organizations.

#### **Section 4. Fiscal Year**

The fiscal year for the Association shall be July 1 to June 30.

#### **Section 5. Annual Audit**

An outside audit of the financial records of the Association shall be conducted each year.

#### **Section 6. Special Accounts**

The Board of Directors may establish special accounts to further the goals of the Association. Separate accounting procedures shall be established for each account.

## **ARTICLE XIII**

### **EFFECTIVE DATE OF BYLAWS**

The effective date of these Bylaws shall be June, 2022.