

# AESD Constitution



**AESD** ASSOCIATION OF  
EDUCATIONAL  
SERVICE DISTRICTS

Nine ESDs. One Network.  
Supporting Washington's Schools and Communities.

Revised April 1994; March 2002; April 2006; April 2016

## **Mission Statement**

**The purpose of the Association of Educational Service Districts shall be to provide communication and coordination among ESD Boards for educational advocacy; for fostering leadership and partnerships; and for collaboration within the educational community.**

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**Association of Educational Service Districts**

# **CONSTITUTION**

# Association of Educational Service Districts

## CONSTITUTION

### Article I - NAME

This organization shall be known as the "Association of Educational Service Districts."

### Article II - PURPOSE

The purpose of this Association shall be to further the equalization of educational opportunity for the children of the State of Washington through coordination and improvement of educational administration and services provided at a horizontal level between the local school districts and the state office.

### Article III - POWERS

The Association of Educational Service Districts shall have the power:

- A. To prepare, adopt, amend and repeal a constitution, regulations, bylaws and general policy statements for its own organization and for its governance and guidance, provided action taken with respect thereto is consistent with the provisions of law;
- B. To arrange for and call such meetings of the Association, or of the officers, Executive Board and committees thereof, as are deemed essential to the performance of its duties;
- C. To provide such services as may be directed or authorized by the Executive Board or upon majority vote of the Association at an annual meeting;
- D. To contract for an Executive Secretary and other necessary personnel as authorized by RCW 28A.310.210;
- E. To provide for the payment of travel and subsistence expenses incurred by members, officers and appointees of the Association while engaged in the performance of duties under the direction of the Association in accordance with the law;
- F. To collect dues from a schedule adopted by the Association at a regular annual meeting.

### Article IV - MEMBERS

#### Section 1 - CLASSIFICATION OF MEMBERS:

- A. **Regular Members:** Regular members shall be the members of the Educational Service District Boards of the State of Washington.
- B. **Associate Members:** Associate members shall comprise the Educational Service District Superintendents, the State Superintendent of Public Instruction, or his or her designee, and a representative of any educational body approved by the Executive Board for this representation.
- C. **Honorary Members:** Honorary members shall comprise the Past Presidents of the Association and any who have rendered distinguished service to the Association or to education and have been voted into Honorary Membership by the Association at an annual meeting.

#### Section 2 - PRIVILEGES:

Associate and Honorary Members shall be entitled to all privileges of regular members except the right to vote and to hold elective office in the Association

### Article V - OFFICERS

#### Section 1 - TITLES:

There shall be three officers: a President, a Vice President, and a President Emeritus. Each of these officers must be from a separate educational service district board.

#### Section 2 - ELECTION:

- A. The President and Vice President shall be elected at the meeting scheduled during the Association's annual meeting held in even-numbered years and shall take office immediately prior to adjournment of that meeting.

They shall hold their offices for two years or until their successors are elected and have taken office. Their election shall be by written ballot. Those candidates receiving a majority of votes cast for the respective offices shall be declared elected. In case no candidate receives a majority vote, the two candidates receiving the highest number of votes will be candidates for reballoting. In the event there is only one candidate for an office, then a written ballot may be dispensed with and the unopposed candidate may be elected by a voice vote or by a show of hands.

- B. The President Emeritus shall be appointed by the majority vote of the Executive Board. The President Emeritus shall serve for one year, until a successor is appointed by the Executive Board at the Association's next annual meeting. The office of President Emeritus shall be filled by an individual who has previously served at least one year as President of the Executive Board of AESD. There is no limit on the number of terms that an individual may serve as President Emeritus. In the event the President Emeritus is not the voting member representative of an ESD to the Executive Board, the President Emeritus shall complete the term of office as a non-voting Associate Member.

### **Section 3 - DUTIES:**

The duties of these officers shall be those usually performed by such officers, in addition to those duties imposed by the Constitution and by the Executive Board.

## **Article VI - EXECUTIVE BOARD**

### **Section 1 - MEMBERSHIP:**

The total voting membership of the Executive Board shall not be greater than the number of ESDs in the State.

The Executive Board shall consist of the President, the Vice President, the President Emeritus and one educational service district board member elected from each educational service district board not represented by an officer.

### **Section 2 - TERM OF OFFICE:**

Executive Board members shall hold their positions until their successors are elected and have taken office. The terms of representatives from educational service districts shall be determined by each ESD.

### **Section 3 - DUTIES AND POWERS:**

- A. The Executive Board shall, between meetings scheduled during the Association's annual meeting, be charged with implementing the purposes of the Association and exercising general supervision over its affairs. It shall be charged with the duty of carrying out policies and programs adopted at meetings of the Association.
- B. The Executive Board shall meet at the call of the President or on its own motion or upon the request of any three of its members.
- C. The Executive Board shall have the responsibility to prepare the Association's annual budget for membership approval and to control expenditures therefrom.
- D. The Executive Board may, upon the initiative of the President and with the consent of a majority of the members of the Executive Board, in an emergency, take any action without a meeting and formally approve those actions at the next regular meeting.
- E. The Executive Board shall have the power to contract for an executive secretary, a treasurer and such additional personnel as it deems necessary. The positions of executive secretary and treasurer may be combined.
- F. The Executive Board shall have the power to authorize official publications of the Association.
- G. The Executive Board shall have the power to enter into contracts.
- H. The Executive Board shall have the responsibility of submitting reports to the State Superintendent of Public Instruction and/or the State Board of Education, as may be required.
- I. The Executive Board shall have the power to provide for the payment of travel and subsistence expenses incurred by members, officers and appointees of the Association while engaged in the performance of duties in accordance with the law.

- J. The Executive Board shall study all legislative proposals and all initiatives and referendums affecting education as they relate to the common schools, shall report their recommendations to the membership at the annual meeting and, when instructed by the Association, shall propose and promote legislation.
- K. The Executive Board may work with committees of other organizations.

## **Article VII - COMMITTEES**

### **Section 1 - NOMINATING COMMITTEE:**

- A. The Nominating Committee shall consist of three members, including as chairman, a past president of the Association. This committee shall be appointed by the President to serve until the duties of the committee have been discharged at the Association's annual meeting.
- B. The composition of the Nominating Committee shall be announced to the Association membership at least sixty days prior to the date of the annual meeting.
- C. In even-numbered years, the Nominating Committee shall nominate one or more persons for President and one or more persons for Vice President and file a written report with the Executive Secretary at least thirty days prior to the annual meeting. The Nominating Committee shall not nominate any individual for the position of AESD President who represents the same ESD that employs the Superintendent who is expected to be President of the Washington State Educational Service District Superintendents' Association during the same concurrent two year term of office. The Executive Secretary shall, not less than fifteen days prior to the annual meeting, send to the Association membership the written report of the Nominating Committee.
- D. Every year the Nominating Committee shall nominate one or more persons for President Emeritus and file a written report with the Executive Secretary at least thirty days prior to the annual meeting.
- E. At the annual meeting, the chairman shall give the report of the Nominating Committee during the first general session. Nominations from the floor may be made following the reading of the report for any office.
- F. In even-numbered years, the Nominating Committee shall be in charge of the entire proceedings of balloting for the positions of President and Vice President, and its chairman shall, at the call of the President at the last regular business session of the annual meeting, announce the results of the balloting.

### **Section 2 - RESOLUTIONS COMMITTEE:**

- A. The Resolutions Committee shall consist of at least three members, including, as chairman, a member of the executive board. The committee shall be appointed by the President.
- B. The composition of the committee shall be announced to the membership at least 180 days prior to the annual meeting.
- C. Resolutions which come to the committee at least 90 days prior to the annual meeting will be considered by the committee and communicated to the membership at least 60 days prior to the annual meeting. Such resolutions will require only a simple majority of those present and voting at the annual meeting.
- D. Resolutions received by the committee less than 90 days before the annual meeting shall be voted upon at the annual meeting only after at least four hours' notice to the voting members and require a majority of three-fourths of those present and voting to pass.
- E. Resolutions may be presented to the committee by any two executive board members, by majority vote of any ESD board or over the signature of any six ESD board members.

### **Section 3 - ADDITIONAL COMMITTEES:**

Additional committees may be created by the Executive Board. The President shall, subject to Executive Board approval, appoint members to these committees.

## **Article VIII - VACANCIES**

### **Section 1 - POSITION VACANCIES:**

A vacancy occurs in any office or position, elective or appointive, or in any committee, when the person holding

the same shall cease to be a member of an educational service district board

**Section 2 - UNEXCUSED ABSENCE:**

When a member of any committee or from the executive board is absent from two or more consecutive and properly called meetings, the matter shall be reviewed by the Executive Board prior to declaring that a vacancy exists.

A vacancy due to unexcused absence can be declared only by the Executive Board.

**Section 3 - REPLACEMENT:**

- A. In the event of a vacancy in the office of President, the President Emeritus shall succeed to the office of President. In the event of a vacancy in the offices of Vice President and President Emeritus, the remaining members of the Executive Board shall, with convenient speed, elect a qualified successor to serve out the unexpired term.
- B. In the event of a vacancy in the position of an elected representative on the Executive Board, the ESD in which the vacancy occurs shall, with convenient speed, appoint a successor from among its members to serve the unexpired term.
- C. In the event of a vacancy on any committee, the President shall, with convenient speed, appoint a successor to serve out the unexpired term.
- D. All replacements shall be announced to the membership promptly.

**Section 4 - ALTERNATES:**

In the event an elected representative on the Executive Board or an officer is unable to attend a properly called meeting, an alternate voting member may be appointed from his/her ESD board to replace the regular member for that meeting only. Alternates serving for officers do not assume responsibility for that office.

**Article IX - ASSOCIATION MEETINGS**

**Section 1 - ANNUAL MEETINGS:**

The annual meeting of the Association shall be held in the spring. To the extent possible, annual meetings shall be hosted by each ESD, on a rotational schedule to be determined by the Executive Board.

**Section 2 - SPECIAL MEETINGS:**

Special meetings of the Association may be called by the Executive Board or may be authorized by the membership at any annual meeting.

**Section 3 - PROCEDURE:**

At all meetings of the Association, questions of parliamentary procedure shall be decided in accordance with Robert's Rules of Order (Newly Revised).

**Section 4 - PARLIAMENTARIAN:**

A parliamentarian may be appointed by the President to serve at each annual meeting of the Association.

**Section 5 - VOTING:**

Each regular member attending a meeting of the Association shall have one vote.

**Section 6 - RECORD OF PROCEEDINGS:**

A copy of the proceedings or a summary thereof of meetings of the Association shall be reproduced and distributed to the educational service district offices.

**Article X - QUORUMS**

**Section 1 - ASSOCIATION MEETINGS:**

At all meetings of the Association, twenty-five percent of the regular members as shown by the records shall constitute a quorum.

**Section 2 - COMMITTEE MEETINGS:**

At committee meetings and meetings of the Executive Board a majority shall constitute a quorum.



## **Article XI- FINANCE**

### **Section 1 - REVENUE:**

- A. A schedule of association dues shall be established by the Association at its annual meeting.
- B. Registration fees may be charged to cover, in whole or in part, the necessary expenses of meetings of the Association.
- C. The Executive Secretary shall collect all funds due the Association and shall deposit them in a bank insured under the Federal Deposit Insurance Corporation or the Federal Savings and Loan Insurance Corporation.

### **Section 2 - BUDGET:**

- A. Within the total sum of anticipated revenues, an annual budget shall be prepared and expenditures controlled as provided under Article VI, Section 3, C.
- B. The Executive Secretary shall submit a financial statement for audit at the end of each budget year. The President shall appoint a committee of two or more, at least one of whom should be a member of the Executive Board, who are responsible for audit of the financial records of the AESD prior to the annual meeting. The Committee shall report its findings to the Executive Board for approval or action as necessary.
- C. A status of the budget report shall be made by the Executive Secretary to the Executive Board.

### **Section 3 - DISBURSEMENTS:**

All disbursements of the Association funds shall be by check signed by the Executive Secretary of the Association, or by his or her designee.

### **Section 4 - EXECUTIVE SECRETARY'S BOND:**

The Executive Secretary shall be bonded in an amount determined by the Executive Board.

### **Section 5 - FISCAL YEAR:**

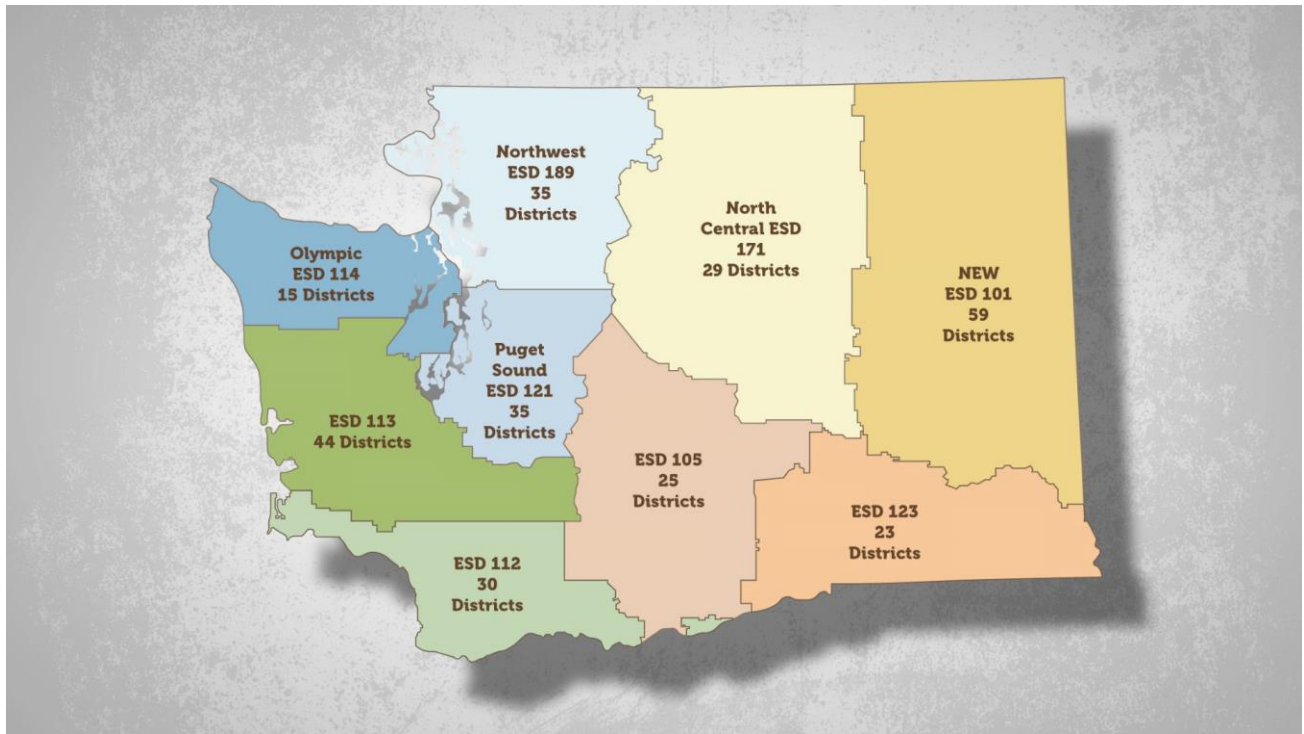
The fiscal year shall be from September 1 through August 31 and all dues shall become payable in September of each year.

## **Article XII - ASSOCIATION OFFICE**

The Association shall maintain its principal office (and such other offices as may be necessary) at such place or places as the Executive Board shall from time to time determine.

## **Article XIII - AMENDMENTS**

This Constitution may be amended at any annual meeting of the Association by a two-thirds vote of the regular members present, provided due notice, in writing, of the proposed amendment is submitted to the Executive Board at least sixty days prior to the time of holding the regular annual meeting. The Executive Secretary shall, not less than thirty days prior to the annual meeting, forward to the membership notice of all proposed changes to the Constitution.



## Educational Service Districts of Washington

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Association of Educational Service Districts  
 221 College Street NE  
 Olympia, WA 98516-5313

Tim Garchow, Secretary  
 360-252-3001

Morgan Powell  
 Staff Liaison  
 360-252-3018



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