

# Washington's Association of Educational Service Districts Constitution

Revised April 1994; March 2002; April 2006; April 2016; April 2022; April 2023

**Note:** *The following Constitution provides foundational governance for the AESD. Any proposed amendments or changes require a two-thirds vote of the regular members present at the AESD Annual Business Meeting to incorporate into the document.*

# AESD Association Snapshot and Contacts

## 2023/24

*This information is informational only. It is not to be considered as part of the official AESD Constitution. It will be reviewed and updated annually to reflect current regional demographics, and association contacts.*

### AESD Mission (2018)

To ensure equity and excellence in education through effective services delivered statewide.

### AESD Vision (2018)

To inspire and foster equity, opportunity, and results through meaningful support of all school districts.

### AESD Strategic Plan, 2018 – present

Goal 1: Strategic Relationships:  
Develop strategic relationships

Vision: To grow a sustainable future through strategic relationships

Goal 2: Grow the Network:  
Enhance the Network and provide needed services with a focus on quality and impact.

Vision: To provide seamless and nimble services

Goal 3: Tell our story

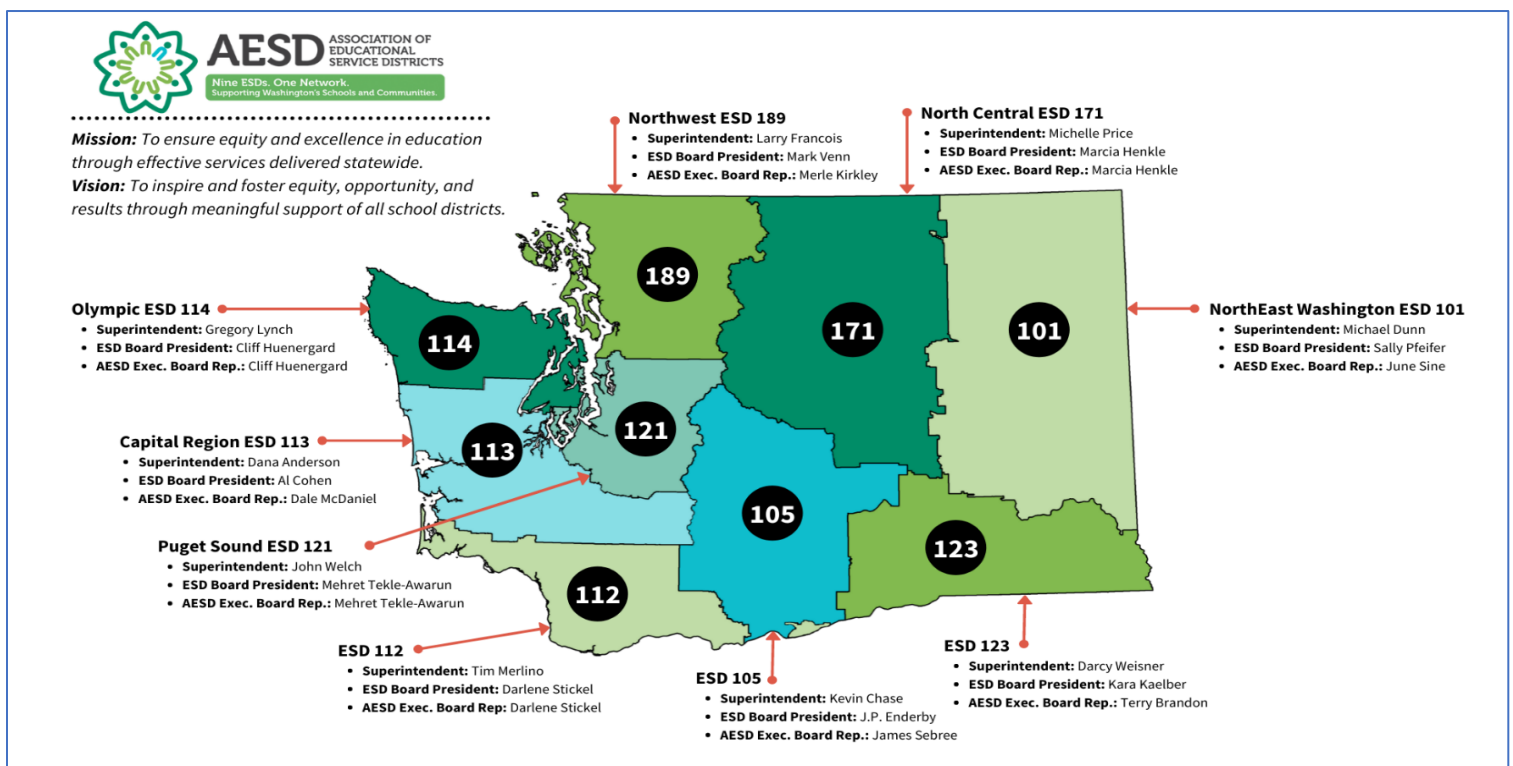
Vision: ESDs are an integral and valuable part of the education eco system in Washington State

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# Washington’s Association of Educational Service Districts Constitution

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## **Article I - Name**

The organization shall be known as the "Association of Educational Service Districts" and hereto referenced as "the Association" or "AESD Association."

## **Article II - Purpose**

The Association's purpose shall be to further equalization of educational opportunity for the children of the State of Washington by supporting board members of the nine Educational Service Districts (ESDs) as referenced in RCW 28A.310. This support shall include developing orientation and onboarding materials; and designing professional development and networking opportunities for ESD board members.

## **Article III - Powers**

The Association shall have the power:

1. To prepare, adopt, amend and repeal this constitution, regulations, bylaws, and general policy statements for the organization and its governance and guidance, provided action taken is consistent with the provisions of applicable state and federal law;
2. 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 purpose;
3. To provide such services as may be directed or authorized by the Executive Board or upon a majority vote of the Association at the Association's Annual Meeting;
4. To contract for necessary personnel as authorized by RCW 28A.310.210;
5. 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 state and federal law;
6. To collect dues from a schedule adopted by a quorum of the Association members as defined in Article X, Section 1.

## Article IV - Members

### Section 1 – Classification of Members

1. **Regular Members:** Regular members are comprised of all Educational Service District board members.
2. **Associate Members:** Associate members shall be comprised of Educational Service District Superintendents (also known as the AESD Leadership Council), the State Superintendent of Public Instruction, or their designee, and a representative of any educational body approved by the Executive Board for this representation.
3. **Honorary Members:** Honorary members shall comprise the Association's past presidents and any who have rendered distinguished service to the Association or to education and have been adopted into Honorary Membership by a quorum of the Regular Members of the Association at the Association's Annual Meeting.
4. **President Emeritus:** The President Emeritus shall serve for one year as a mentor/advisor to the President. The role of President Emeritus shall be filled by the most immediate, available AESD Executive Board Past President.

### 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 two officers: a President and a President-Elect. Each must be from a different Educational Service District board.

### Section 2 – Election

The President and President-Elect shall be elected by a quorum of Regular Members during the Association's Annual Meeting held in even-numbered years and shall take office immediately prior to adjournment. The term of office is two years or until their successors are elected and have taken office. Their election shall be by written or electronic ballot. Those candidates receiving a majority of votes cast for the respective

offices shall be declared elected. If no candidate receives a majority vote, the two candidates receiving the highest number of votes will be candidates for re-balloting. In the event there is only one candidate for an office, the unopposed candidate may be elected by a voice vote or by a show of hands.

### Section 3 - Duties

Officers shall perform duties imposed by the Constitution, Executive Board and that are customarily performed by officers.

## **Article VI – Executive Board**

### Section 1 - Membership

The 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 President-Elect, and one ESD board member elected from each ESD board not represented by an officer.

While other classifications of members described in Article IV, Section 1, may attend Executive Board meetings, they are not considered members of the Executive Board.

### Section 2 – Term of Office

Executive Board members shall hold their positions until their successors are elected and have taken office. The terms of each ESD's Executive Board representative shall be determined by that individual's ESD board.

### Section 3 - Duties

The Executive Board:

1. Shall, be charged with implementing the purposes of the Association and exercising general supervision over Association affairs, including membership development, Annual Meetings and Conferences and services. It shall provide oversight of the Association and is charged with the duty of carrying out policies and programs adopted by the Association.

2. Shall meet at the call of the President or on an approved motion, or upon the request of any three of its members.
3. Shall review and recommend the Association's annual budget for adoption by a quorum of Regular Members, including Association membership dues, as necessary. The Board shall monitor expenditures, approve appropriations to fund unbudgeted Association items, and may approve contracts, as necessary and appropriate.
4. 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.
5. Shall have the power to authorize official Association publications.
6. May approve travel and subsistence expenses incurred by members, officers, and Association appointees while engaged in the performance of duties in accordance with state and federal law.
7. Shall support the AESD Leadership Council and Executive Director on overall operation and structures for implementing statewide initiatives across the network of ESDs (or AESD Network). This includes input on annual legislative priorities and pending legislation; providing input on the AESD Network's annual budget prior to adoption by the Leadership Council; and dispute resolution services to resolve any disagreements at either the request of the Leadership Council or determination of the Executive Board.

## **Article VII - Committees**

### **Section 1 – Nominating Committee**

1. The Nominating Committee shall consist of three members, including a chairman and 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.
2. 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.

3. In even-numbered years, the Nominating Committee shall nominate one or more persons for President-Elect and file a written report with the Executive Director at least thirty days prior to the Association's Annual Meeting. The Executive Director shall, not less than 15 days prior to the Association's Annual Meeting, send the Association membership the written report of the Nominating Committee.
4. At the Association's 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.
5. In even-numbered years, the Nominating Committee shall be in charge of balloting for the positions of President and President-Elect, and its chairman shall announce results at the close of the Annual Meeting.

## Section 2 - Resolutions Committee

1. 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.
2. The composition of the committee shall be announced to the membership at least 180 days prior to the Association's Annual Meeting.
3. Resolutions received 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 Association's Annual Meeting. Such resolutions will require only a simple majority of those present and voting at the Annual Meeting.
4. 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 three-fourths majority of Regular Members present to pass.
5. Resolutions may be presented to the committee by any two executive board members, by a majority vote of any ESD board, or over the signature of any six ESD board members.



## Section 3 – Annual Conference Planning Committee

1. The Annual Conference Planning Committee shall consist of members of the hosting ESD's board of directors and staff; current AESD Executive Board or their designees from ESDs not responsible for hosting the annual conference; and the AESD Network Executive Director or designee.
2. The Planning Committee will be responsible for guiding the content and theme and maintaining institutional knowledge for execution of the annual conference.
3. Representatives from the host ESD's staff will work with staff from the AESD Administrative ESD (the ESD responsible for supporting all aspects of the Association's operations and budget) to coordinate all aspects of the conference, including entering into necessary contracts, managing the conference budget, and securing sponsorships.

## Section 4 – 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 ceases 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 an unexcused absence can be declared only by the Executive Board.

## Section 3 - Replacement

1. In the event of a vacancy in the office of President, the President-Elect shall succeed to the office of President. In the event of a vacancy in the office of President-Elect,

the Executive Board shall, at their next meeting, elect a qualified successor to serve out the unexpired term.

2. In the event of a vacancy on the Executive Board, the ESD from which the vacancy occurs shall appoint a successor from among its members to serve the unexpired term.
3. In the event of a vacancy on any committee, the President shall, appoint a successor to serve out the unexpired term.
4. All replacements shall be promptly announced to the membership.

## **Section 4 - Alternates**

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

## **Article IX – Association Meetings**

### **Section 1 – Annual Meeting**

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 as determined by the Executive Board.

### **Section 2 – Special Meeting**

Special meetings of the Association may be called by the Executive Board or may be authorized by the membership at an Annual Meeting.

### **Section 3 - Procedure**

At all meetings of the Association, questions of parliamentary procedure shall be decided in accordance with the most current Robert's Rules of Order.

## Section 4 - Parliamentarian

A parliamentarian may be appointed by the President to serve at each Association Annual Membership Meeting.

## 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 distributed to the Executive Board and posted publicly on the AESD Web site.

# **Article X - Quorums**

## Section 1 – Association Meetings

At all meetings of the Association, 25 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 – Association Finance**

## Section 1 - Revenue

1. A proposed Association revenue schedule that may include a schedule of association dues (per RCW 28A.310.210) shall be established at the Association's Annual Meeting.
2. Registration fees may be charged to cover, in whole or in part, the necessary expenses of Association meetings and the Annual Conference.
3. The AESD Administrative ESD shall collect all Association revenue and deposit it in a bank insured under the Federal Deposit Insurance Corporation or the Federal Savings and Loan Insurance Corporation.

## Section 2 - Budget

1. Within the total sum of anticipated revenues, an annual Association budget shall be prepared, and expenditures controlled as provided under Article VI, Section 3, Item 3.
2. A budget status report shall be made by the Executive Director and Chair of the AESD Leadership Council to the Executive Board prior to the development of the subsequent year's budget.

## Section 3 - Disbursements

All disbursements of the Association funds shall be made by the AESD Administrative ESD.

## Section 4 – Fiscal Year

The fiscal year is September 1 through August 31, and all dues and revenue contributions shall become payable in September of each year.

# Article XII – Association Office

The Association shall maintain its principal office at the location of the Administrative ESD.

# 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 60 days prior to the time of holding the regular Annual Meeting. No less than 30 days prior to the Annual Meeting, forward to the membership notice of all proposed changes to the Constitution.

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## Association Administrative Office

Association of Educational Service Districts  
Capital Region ESD 113  
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<https://www.waesd.org/contacts/>