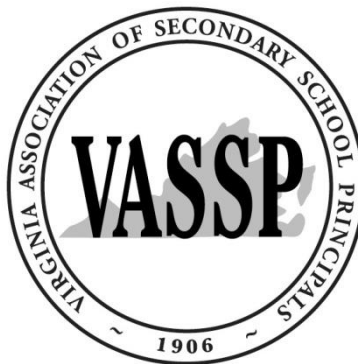


**VIRGINIA ASSOCIATION OF
SECONDARY SCHOOL PRINCIPALS, INC.**

Bylaws

NOTE TO READER:
These bylaws are under the 2011-2013 Board review.



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VIRGINIA ASSOCIATION OF SECONDARY SCHOOL PRINCIPALS, INC.

Bylaws

Approved March 24, 1997

Amended March 30, 1998

Amended March 21, 2005

Article I

Name

The name of this organization shall be the Virginia Association of Secondary School Principals, Inc.

Article II

Object

The object of this Association shall be educational, charitable, and fraternal, and committed to the improvement of secondary education, i.e. middle, junior high, intermediate, high school, combined school, and vocational centers. In pursuing this commitment, the Association shall:

Improve the quality of educational opportunities available to the youth and to strengthen the secondary schools of the Commonwealth.

Improve the quality of educational leadership in the secondary schools of the Commonwealth by promoting, stimulating, and assisting the professional growth of members.

Advance education by sponsoring research and investigation.

Provide programs specifically designed to relate the Association's activities to students, their needs and problems at the secondary level.

Support and promote through a single Association the position of the membership on significant local, state, and national concerns of the secondary education community.

Assist the membership through efforts to improve the working relationships among the separate elements of the education profession in the Commonwealth.

Provide services that will support the improvement of the professional, economic, and legal status of the membership.

Recognize the uniqueness of the various segments of education, regardless of their particular grade organization or name, and to encourage cooperation and coordination among these segments in order to effect the improvement of the educational program of students at all levels.

Be affiliated with the National Association of Secondary School Principals.

Cooperate with all other associations or agencies with similar purposes.

Article III

Members

Section 1. Membership in this Association shall consist of the following classes: Active Membership and Associate Membership.

Section 2. Active Membership. Active Members shall have the privilege of voting and being qualified to hold office as stated in Article V. Active membership is limited to:

A practicing secondary school administrator or supervisor. Persons engaged in school building administration or in administering an educational program as a complete or partial responsibility in one or more of the grade levels encompassed in middle level through high schools.

The executive director of the Association.

Supervisors of education personnel as a major responsibility.

Administrators in a regional, state, or national education agency or association, college, or university.

Teachers preparing persons for a professional career in education.

Association members not currently employed in the field of education, but who are receiving compensation from the Virginia Retirement System.

Association members whose contracts were not renewed from the previous year shall be eligible to continue membership.

Section 3. Associate Membership. Associate membership is available to individuals not eligible for *active* membership. Persons holding Associate membership are not eligible to serve as Association officers, directors, or committee members. Associate members shall have the privilege of participating in Association sponsored

programs and activities at the member's rate and shall receive certain publications as determined by the Board of Directors. Associate membership is limited to:

Association members reassigned to classroom or other duties, outside administration/supervision.

Individuals meeting certification requirements for membership but who have not yet been employed in a position qualifying them for professional membership.

Individuals who are graduate students verified as being enrolled in programs of educational administration leading to administrative certification in an accredited higher education institution.

Other individuals as approved by the Board of Directors.

Section 4. School Service Membership. School Service Membership is available to those companies or corporations involved in the field of education and shall have the same membership privileges as associate members.

Section 5. The Board of Directors shall have the authority to review and pass upon the qualifications of all applicants for membership.

Article IV

Dues

Section 1. The annual dues for membership are determined by the Board of Directors prior to June 1 each year. The average increase in the salaries of Virginia secondary school principals in the previous year and/or the percentage increase in the consumer price index for the United States, as reported by the U.S. Department of Labor, Bureau of Labor Statistics, may be used for reference when the dues for members are determined.

Section 2. The Board of Directors may adopt a differentiated dues amount for *Active* Members serving in an administrative position in a regional, state, or national agency, or association; and college or university personnel.

Section 3. Members who fail to pay their dues within thirty (30) days from the time dues were payable will be notified by a person designated for such purpose by the Executive Director, and, if payment is not made within the next succeeding 30 days will, without further notice and without hearing, members will be dropped from the rolls and thereupon forfeit all rights and privileges of membership.

Article V

Officers

Section 1. The officers of this organization shall be a President, a President-Elect, and a Secretary-Treasurer. These officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by this Association.

Section 2. Only *Active* Members who are practicing principals or assistant principals are eligible to be the President and President-Elect of the Association.

Section 3. The President shall preside at all meetings, shall appoint two members to serve on the Finance Committee in accordance with Article VI, Section 13, may appoint special committees in accordance with Article VI, Section 14, and shall serve as an ex-officio member of all committees except the nominating committee, and promote the objects of the Association.

Section 4. The President-Elect shall be elected by the *Active* Members of the Association at the Annual Meeting. Only *Active* Members who have previously served on the Board of Directors shall be elected to be President-Elect. The President-Elect shall serve for a term of one year and then shall serve as President for a term of one year, or until a successor has been duly elected and properly qualified, and shall not be eligible for re-election to the same office. The President-Elect shall preside at meetings in the absence of the President, and perform the duties of the President, except committee appointments, whenever the President is unable to do so.

Section 5. The office of President shall be deemed vacant if, at any time during the one-year term of the President, the President ceases to be an *Active* Member, dies, resigns, or is disqualified as determined by a two-thirds vote of the *Active* Members present and voting at a special membership meeting to consider the qualifications of the President. If a vacancy occurs in the office of President, the President-Elect shall immediately succeed to the office of President for the remainder of the unexpired term and for the President-Elect's normal one-year term as President. The Board shall fill the vacant office of President-Elect for the remainder of the unexpired term.

Section 6. The office of the President-Elect shall be deemed vacant if, at any time during the one-year term of the President-Elect, the President-Elect ceases to be an *Active* Member, dies, resigns, or is disqualified as determined by a two-thirds vote of the *Active* Members present and voting at a special membership meeting to consider the qualifications of the President-Elect. If a vacancy occurs in the office of President-Elect, the Board shall fill the vacancy for the remainder of the unexpired President-Elect term and call a special election to be held at the next annual meeting for the purpose of electing a President.

Section 7. The Board of Directors shall appoint an Executive Director to be the Secretary-Treasurer and Chief Executive Officer of the Association. The administration and the management of the Association are vested in the Executive Director employed by and directly responsible to the Board of Directors. The Executive Director shall

oversee: the Association's funds and records; the collection of members' dues; the establishment of proper accounting procedures for the handling of the Association's funds; the performance of an annual audit by a certified public accountant; and further, shall report on the financial condition of the Association at all meetings of the Board of Directors and other times as called upon by the President. The Executive Director shall oversee the proper recording of proceedings of meetings of the Association and the Board of Directors, and shall ensure that accurate records are kept of all members. The Executive Director prepares an annual budget, and is bonded. The Executive Director coordinates all public statements made on behalf of the Association. The Executive Director employs and may terminate the employment of members of the staff as necessary to carry out the work of the Association and fix their compensation within the approved budget. The Executive Director shall define the duties of staff, supervise their performance, establish titles, and delegate those responsibilities of management as shall be in the best interest of the Association. The Executive Director shall serve as a *nonvoting* member of the Board of Directors and its Executive Committee.

Article VI

Board of Directors

Section 1. The policies and goals of the Association shall be established by the Board of Directors.

Section 2. The Association shall be composed of eight (8) geographical regions to coincide with the same study regions determined by the Virginia Department of Education.

Section 3. The Board of Directors shall be composed of the following fifteen (15) members: President, President-Elect, Executive Director, Immediate Past-President, NASSP Coordinator, Director At-Large, the representative of each geographical region of the Association, and the representative of the Virginia Department of Education.

Section 4. One Director shall be elected by the Association's Professional Members in accordance with Article VIII to represent each of the Association's eight (8) geographical regions for three-year staggered terms. Any Active Member who is a practicing principal or assistant principal may be elected as a Director from the region in which the member is employed.

Section 5. One Director shall be elected at-large by the Association's Active Members for a three-year term. Any Active Member who is an assistant principal may be elected as the Director At-Large.

Section 6. The President and Executive Director with the approval of the Board of Directors may designate special resource persons to advise the Board of Directors.

Section 7. The Board of Directors shall have general supervision of the affairs of the Association between its annual meetings, fix the hour and place of meetings, make recommendations to the organization, establish rules governing the consideration of resolutions and items of new business at the annual meeting and shall perform such other duties as required by law or specified in these Bylaws.

Section 8. The Board of Directors shall appoint a person to represent a geographical region that is not affiliated or a region that fails to elect their representative. Persons appointed by the Board of Directors shall assume the duties of office upon installation.

Section 9. Persons representing geographical regions on the Board of Directors shall serve for a term of three years. A member who serves a full three-year term as a Director is eligible to be re-elected as a Director.

Section 10. The person serving as Director At-Large shall serve one term of three years. A member who serves a full three-year term as Director At-Large is not eligible to be re-elected as a Director At-Large.

Section 11. The representative of the Virginia Department of Education shall be appointed by the State Superintendent of Public Instruction and approved by the Board of Directors and have the following qualifications: (a) shall have demonstrated leadership in the field of secondary education preferably with middle level or high school administrative experience; (b) shall be in a position of policy making authority; (c) shall have had recent participation in VASSP/NASSP; and (d) shall hold membership in VASSP/NASSP. The representative shall serve in an advisory capacity to the Board of Directors.

Section 12. The Board of Directors shall establish an Executive Committee composed of the President, President-Elect, Immediate Past President, the NASSP Coordinator, the Executive Director, the representative from the Virginia Department of Education, and a Regional Director elected by the Board of Directors to facilitate the operation of the Association in the interim between meetings of the Board of Directors and to perform such other duties as assigned by the Board of Directors. All actions of the Executive Committee shall be subject to ratification by the Board of Directors.

Section 13. The Board of Directors shall have control of the finances of the Association. The President shall appoint annually, subject to the approval of the Board of Directors, two members who shall, with the Executive Director constitute an *Audit and* Finance Committee to review the annual audit, to advise on the investment of Association funds, and to perform such other functions as may be determined by the Board of Directors.

Section 14. The Board of Directors shall have the authority to create, to establish terms, and to define duties of such standing and special committees as it deems necessary to achieve the objectives of the Association.

Article VII

Nominations and Elections

Section 1. The Regional Directors on the Board of Directors shall constitute a Board of Nominators. The Chairman of the Board of Nominators shall be elected by the Board of Directors.

Section 2. An *Active* Member who is a practicing principal or assistant principal may be nominated for President-Elect and a practicing assistant principal may be nominated as Director At-Large by the Board of Directors of an affiliated organization. A member may be nominated for a Regional Director position by the Board of Directors of an affiliated regional organization from the region the director would represent.

Section 3. All nominations under Section 2 of this Article shall be sent to the Executive Director of the Association, not less than ninety (90) days in advance of the annual meeting. No nominations will be accepted after that date unless there are no nominations for President-Elect or Director At-Large positions. The Executive Director shall then notify each Regional Director that nominations for that position will remain open an additional thirty (30) days.

Section 4. The Executive Director shall then compile a list of all nominees with their qualifications for each of the offices to be filled and shall submit this information to each Regional Director before the annual meeting.

Section 5. Prior to the annual meeting, but no later than April 1, the Regional Directors shall meet as a Board of Nominators to review the nominees and select a nominee for President-Elect and Director At-Large. The Board of Nominators in making its final selection shall consider: (a) service which the nominee has contributed to the Association; (b) qualities and accomplishments which predict successful statewide leadership; (c) frequency of selection from each of the Association's geographical regions. The Board of Nominators shall also nominate a candidate to the Board of Directors from regions that are not affiliated with VASSP and from affiliated regions who have not rendered a candidate.

Section 6. Seven Regional Directors shall constitute a quorum of the Board of Nominators. To be nominated by the Board of Nominators, a nominee is required to receive a majority vote of voting members present. The Board of Nominators shall notify, in writing, the membership of its choices not less than sixty (60) days before the Annual Business Meeting. Thirty (30) days shall be allowed for nominations from the membership. Except for the office of President, which is automatically filled in accordance with Article V, Section 4 of these Bylaws, any member nominated by petition of five percent (5%) of the voting membership shall be placed on the ballot. If, however, no nominations are made by petition, the Chairman shall cast a unanimous ballot for the candidates of the Board of Nominators. If nominations are made by petition, the ballot shall indicate those nominees recommended by the Board of Nominators and those recommended by petition.

Section 7. The President will preside over the election of candidates at the Annual Business meeting in which each voting member will have one vote to cast for president-elect and each directorship position to be elected.

Candidates receiving the highest number of votes for each office shall be declared elected.

Article VIII

Regional Organization

Section 1. The Association shall be divided into Regional Organizations as established in Article VI, Section 2.

Section 2. Each Regional Organization shall elect one of its members to serve on the Board of Directors of the Association. The Regional Representative shall serve a three-year term.

Section 3. Only those Regional Organizations affiliated with the Association shall be eligible to elect one of its members to serve on the Board of Directors.

Article IX

Meetings

Section 1. The Association shall hold an annual meeting which shall be announced at least thirty (30) days in advance, at a time and place to be determined by the Board of Directors. The Board of Directors shall have the power to call special meetings of the Association. Twenty-five Active members present at any meeting of the Association shall constitute a quorum. Resolutions or new business can be introduced at the annual meeting provided that resolutions or new business have been filed in writing with the Executive Director no later than one-hundred twenty (120) days in advance of the annual meeting. The Board shall review, edit for clarification, and consolidate all resolutions, if the Board deems it appropriate. A majority vote of the Board is necessary before a resolution can be considered at an annual business meeting. Board accepted resolutions will be published by the Association prior to the annual meeting during which the resolution is to be considered. Resolutions not accepted by the Board may be brought before the annual meeting upon approval by a majority vote of the Professional Members present and voting.

Section 2. The Board of Directors shall meet at least three times per year and shall fix the time and place of its meetings and may also be called to meet upon the demand of a majority of its members. A written notice stating the place, day and hour of the meeting, and in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten days before the date set for such meeting, either personally or by mail to each representative entitled to vote at such meeting.

Section 3. A majority of the members of the Board of Directors shall constitute a quorum at any meeting of the Board.

Section 4. Any member of the Board of Directors unable to attend a meeting shall, in a letter addressed to the President or Executive Director, or by a personal telephone call, state the reason for his or her absence. If a voting member is absent from two consecutive meetings without reason, or for reasons which the Board of Directors declares to be insufficient, his or her resignation is deemed to have been tendered and accepted.

Section 5. Any member of the Board of Directors may resign at any time by giving written notice to the President, the Executive Director, or the Board of Directors. Such resignation takes effect at the time specified therein, or, if time is not specified, at the time of acceptance thereof as determined by the President.

Article X

Fiscal Year

The fiscal year of the Association is from July 1 through June 30 of the following year.

Article XI

Sponsored Organizations

Section 1. The Association sponsors the Virginia Student Councils Association, Virginia Association of Honor Societies, and Virginia Association of Student Activity Advisers, and provides such services as are deemed appropriate by the Board of Directors.

Section 2. Other school related organizations may be sponsored by the Association as approved by the Board of Directors.

Article XII

Affiliated Organizations

Section 1. The Board of Directors may establish criteria and procedures by which other school administration related organizations or special interest groups of school administrators or supervisors on the state, local, or regional levels may acquire affiliated status with the Association.

Section 2. Affiliated status with the Association entitles an organization to benefits as determined by the Board of Directors.

Article XIII

Parliamentary Authority

Roberts Rules of Order Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Association may adopt.

Article XIV

Policies

The Board of Directors may enact appropriate policies consistent with these Bylaws and the Association's Articles of Incorporation. These policies may be adopted or amended by the Board with a two-thirds vote of the Directors present and voting provided that the amendment or policy was submitted in writing at the preceding Board of Directors meeting.

Article XV

Amendments

Bylaws may be amended at any meeting of the Board of Directors by a two-thirds (2/3s) vote, provided that the amendment has been submitted in writing at the preceding Board of Directors meeting.