

Our Mission

The Virginia Association of School Superintendents (VASS) is a non-profit professional organization dedicated to the mission of providing leadership and advocacy for public school education throughout the Commonwealth of Virginia.

CONSTITUTION AND BYLAWS

VIRGINIA ASSOCIATION OF SCHOOL SUPERINTENDENTS

The Constitution and Bylaws of the Virginia Association of School Superintendents frame the organization's structure and guide the operation of its practices.

CONSTITUTION

PREAMBLE

The Virginia Association of School Superintendents believes the fundamental rights of American citizens include access to an education in which the potential of individuals is developed to the maximum. The public schools of the nation have historically been, and must continue to be, the primary instruments in fulfilling this right. The Virginia Association of School Superintendents joins the American Association of School Administrators in these beliefs:

- Public education is the foundation of American democracy and is the primary vehicle for preparing each generation of adult citizens to become contributing members of a democratic society.
- School leaders have a responsibility to create school cultures that recognize and value diversity.
- Environments conducive to learning require that all variables that influence a student's ability to succeed should be addressed.
- Stable and consistent leadership by the superintendent is vital to the success of the public school system.
- All public schools must provide a quality educational experience for each student, which necessitates a framework of rigorous academic standards infused with life and career skills including critical thinking, problem solving, collaboration, communication, innovation and self-direction. A system of accountability, which clearly demonstrates, through multiple measures, the level of progress attained by students is essential to fulfilling the mission of schools to increase student achievement and equip graduates with the skills required to be college and workforce ready.
- Building partnerships and supporting the education of all students is the responsibility of the entire community. Those partnerships and the contributions made by all stakeholder groups in the community contribute to the educational success and well-being of our children. Communities are responsible for the health, safety, welfare and education of each child. Schools are but one partner in the community, which includes many domains of public and private agencies. VASS urges and supports collaborative, community-wide programs and partnerships to deliver full services and programs to address the needs of the whole child. VASS supports quality community-wide programs and services designed to break the cycle of poverty and address the readiness and wellness needs of all children.

ARTICLE I – NAME

Section I: The name of this organization shall be the Virginia Association of School Superintendents.

ARTICLE II – MEMBERSHIP

Section I: Membership in the Virginia Association of School Superintendents shall consist of active and retired school superintendents, and those permitted under Section II below. Active members shall be eligible to vote, to serve on committees, and to hold office. Retired members shall be eligible to vote and to serve on committees, but will not be eligible to hold office.

Section II: School divisions that pay the maximum annual dues to the association will be eligible to name up to two district leaders, in addition to the division superintendent, as active members.

Section III: Professional development events of the association and conferences sponsored by the association may be attended by non-members as determined by active division superintendents or the executive director.

Section IV: Business partners of the association are eligible to attend and participate in events sponsored by the association as determined by the executive director and the associate executive director.

ARTICLE III – PURPOSE

Section I: The purpose of this association is to provide leadership in identifying and advocating the needs of public school students through policy development and other appropriate action; to provide professional activities and services that enhance the leadership role of superintendents; to encourage and provide leadership that works continually for the improvement and advancement of education and for public interest in and support of improved schools; to work for an improved process of educational administration; to assist in solving problems of organization and planning that arise as a result of the improvement process; to work for more effective preparatory and in-service training for educational personnel; to place prime importance on the upgrading of teaching and learning and improvement of curriculum; to insist on the provision of equal rights for all; and to seek all other appropriate means of achieving the association's educational and charitable objectives.

Section II: All activities of the association shall be consistent with the nonprofit character of its charter, resulting in public benefits in keeping with its status as a tax-exempt educational, charitable organization.

ARTICLE IV – OFFICERS AND BOARD OF DIRECTORS

Section I: The officers of this association shall be president, president-elect, and secretary/treasurer.

Section II: The board of directors shall consist of the president, president-elect, secretary/treasurer, immediate past president, and those persons serving as regional chairs of the superintendents' study groups.

Section III: The executive committee shall consist of the president, president-elect, secretary/treasurer, and immediate past president.

Section IV: The management and administration of the property, affairs, activities and concerns of VASS shall be vested in the board of directors.

Section V: The president shall preside at the meetings of the board of directors and the executive committee, and shall be a member, ex officio, with right to vote, of all committees of the board of directors. The president will have the authority to sign necessary documents on behalf of the board of directors. The president, at any time, may appoint other committees comprised of members of VASS to address such issues as the board of directors or the executive committee shall deem appropriate.

Section VI: The president-elect shall have such duties as are prescribed by the board of directors or the president, and shall preside at all meetings of the board of directors in the absence of the president. The president-elect will have the authority to sign necessary documents on behalf of the board of directors in the absence of the president.

Section VII: It shall be the duty of the secretary/treasurer to attend meetings of the board of directors and the executive committee and keep a record of their actions and monitor moneys received and expended for the use of VASS.

Section VIII: VASS may employ an executive director, associate executive director, legislative liaison, and other personnel who will be approved by the board of directors to conduct the day-to-day operations of the association. The executive director, associate executive director, and legislative liaison will serve as ex-officio members of the board of directors, without the right to vote.

Section IX: The president, president-elect, and the secretary of the association shall be approved by the membership at the spring conference and will serve a term of two years. Longer terms may be approved by the membership if it is in the best interest of the association.

Section X: The directors, regional chairs, shall be approved by the superintendents in their respective superintendent study-group regions and will serve for a term of two years.

ARTICLE V: MEETINGS

Section I: The annual meeting of the association shall be held during the spring conference each year. The board of directors will meet a minimum of three times each year; during the summer, fall conference, and spring conference.

Section II: Special meetings may be called by the president, executive director or by a majority vote of the board of directors.

Section III: A majority of the members of the Board of Directors shall constitute a quorum.

Section IV: The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the meetings of the board of directors and committees of the association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules established by the board of directors.

ARTICLE VI - AMENDMENTS

SECTION I: The constitution and bylaws may be amended by a majority vote of the active and retired members in attendance at the annual meeting.

BYLAWS

ARTICLE I - DUES

Section I: The membership dues of the association shall be set by the board of directors and approved by a majority vote of the active membership present at the annual meeting. The dues structure will reflect membership classifications. The dues shall be payable to the association on an annual basis.

ARTICLE II – COMMITTEES

Section I: The board of directors shall meet periodically to discuss activities of the association.

Section II: The following standing committees shall be appointed annually by the incoming president unless otherwise specified:

- A legislative committee, whose duty shall be to develop recommendations on legislative issues, inform the membership of pending or potential legislation that will affect school systems, and initiate appropriate contacts with legislators.
- A professional development committee, whose duty shall be to review and recommend programs for meetings and conferences for the association.
- A nominating committee, whose duty shall be to provide a slate of candidates to serve as officers of the association each year and voted on by the majority of the membership present at the annual meeting.

Section III: Ad hoc committees shall be formed at the discretion of the board of directors, president, or executive director to address special issues as they arise.

ARTICLE III – DUTIES OF OFFICERS

Section I: It shall be the duty of the president to preside at the annual meeting and at special meetings during his/her term of office. It shall be his/her duty to advise the board of directors from time to time and, with their advice and consent, prepare a program for the annual meeting; to represent the Virginia Association of School Superintendents at any conferences with members of the Virginia Department of Education and with any other officials when, in his/her judgment, representation is desirable; and to perform such other duties as expressly authorized and implied by the nature of his/her office.

Section II: It shall be the duty of the president-elect to serve as presiding officer in the absence of the president and succeed to the office of the president if that office should become vacant.

Section III: It shall be the duty of the secretary to keep a complete and accurate record of the proceedings of each meeting.

Section IV: It shall be the duty of the board of directors to consult and advise with the president on all matters of concern to the association. The board of directors shall provide for the filling of any vacant office except where otherwise provided. The board of directors shall have authority to establish the location of the association's office, adopt positions on current issues that are not inconsistent with positions that have been established by the majority of the membership, and recommend policy matters to the membership.

Section V: It shall be the duty of the executive committee to approve operational matters and to review pending issues and make recommendations to the board.

Section VI: The executive director shall keep the membership informed, coordinate meetings and registration, assist with legislative communications, collect membership dues, pay accounts, make a financial report at the annual meeting, and perform other duties included in the job description approved by the board of directors or membership.

Section VII: The executive director will establish the agenda for each board of directors meeting, with input from the officers and board members, prior to the board meetings. The executive director and VASS staff will communicate effectively all matters before the association throughout the fiscal year. The executive director, VASS staff, the president and officers may meet on a regular basis between board meetings to keep the leadership of the association apprised of work of the association.

ARTICLE IV – TERMS OF OFFICE

Section I: Terms of officers shall be for two years beginning at the conclusion of the Annual Conference of Division Superintendents/Virginia Association of School Superintendents spring annual meeting and ending at the conclusion of the spring annual meeting the next year.

Section II: Candidates for office will be nominated by a committee appointed by the president and by nominations from the floor. Nominees will be voted into each office by a majority of active and retired members in attendance at the annual meeting.

ARTICLE V-EFFECTIVE DATE

This constitution and these bylaws as amended shall go into effect upon adoption by the association.

ARTICLE VI - FINANCE

Section I: Neither the members of the board of directors of VASS, nor the members of committees of the board of directors, shall receive a salary or compensation for so acting. The board of directors may establish a policy for reimbursement of expenses incurred by directors or members of committees of the board of directors, as the board of directors shall deem appropriate and in keeping with the mission of VASS.

Section II: The fiscal year of VASS shall begin on July 1 and shall end on June 30. The board of directors will present a proposed budget to the membership during the annual meeting at the spring conference. The membership, by majority vote of those present, will adopt the annual budget for the upcoming year during the annual meeting.

Section III: Each director, each member of a committee of the board of directors and each officer, in the performance of his/her duties, will be fully protected in relying in good faith upon the records of VASS and upon such information, opinions, reports, or statements presented to VASS by any of the directors or officers, or by committees of the board of directors, or by any other person, which said director, committee member or officer believes are within such other person's professional or expert competence.

Section IV: The financial statements will be reviewed by an independent public accounting firm at the end of each fiscal year in accordance with standards promulgated by the AICPA. This report will be presented to the board of directors by the executive director at the next available board meeting following the completion of the financial review.

Section V: The executive director will be responsible for filing annually the tax return required of 501(c)6 organizations with the Internal Revenue Service.

Adopted: April, 1993 (VASS incorporated on February 19, 1993)

Amended: Spring, 1995

Amended: May 3, 2016