



BYLAWS

It is the mission of United School Administrators of Kansas,

**Developing and uniting educational leaders to support and
advocate for the success of every Kansas student.**

It is the vision of United School Administrators of Kansas,

Class Leadership, World Class Student Success

Adopted 1-24-2020

The Constitution and Bylaws of the United School Administrators of Kansas were adopted by the charter member associations July 1, 1971; amended by the USA-Kansas Board of Directors May 15, 1974; amended by the USA-Kansas Representative Assembly March 21, 1975; August 13, 1975; January 23, 1976; April 8, 1976; March 9, 1977; December 15, 1977; April 19, 1979; November 12, 1980; November 24, 1981, January 28, 1987, and June 19, 1987; amended by the USA-Kansas Board of Directors April 25, 1990; January 27, 1999; January 26, 2005; April 13, 2005; amended 2009; amended by the USA-Kansas Board of Directors February 5, 2013, amended by the USA-Kansas Board of Directors January 24, 2020

The most recent changes are *italicized*.

UNITED SCHOOL ADMINISTRATORS OF KANSAS BYLAWS

PREAMBLE

The growth and improvement of education in Kansas mandates that all associations dealing with educational administration and supervision join in a united effort. This effort is conceived to be achievable through the use of the administrative team concept.

The realization of obligations to the students, the general public, and colleagues in education makes it essential that associations of school administrators organize so that they may strengthen their programs and activities through cooperative effort. This can be accomplished through an alliance of administrative organizations providing a medium of close cooperation on matters of mutual concern while preserving the individuality of each association.

ARTICLE I - Name, Purposes, and Governance

Section 1 - Name

The name of this organization shall be UNITED SCHOOL ADMINISTRATORS, INC. (hereinafter referred to in the Bylaws as "USA-Kansas" and for purposes of identification referred to as UNITED SCHOOL ADMINISTRATORS OF KANSAS.)

Section 2 - Purposes

The purposes of this organization shall be:

- a. To *provide* united professional strength among school administrators to *increase* educational opportunities for children, youth, and adults,
- b. To coordinate appropriate services to member associations in areas such as administrative training, certification, professional negotiations, legal advice, insurance, retirement, and ethical procedures,
- c. To coordinate research, publication efforts, legislative activities, and other services,
- d. To work cooperatively with other organizations seeking to improve education,
- e. To work cooperatively in planning conferences and conventions in order to avoid duplication or conflict,
- f. To coordinate and improve communications within and among the profession,
- g. To provide professional educational counseling for decision makers at the national, state, and local levels,
- h. To enhance the professional status of school administrators by providing services and benefits to individual members.

Section 3 - Governance

The USA-Kansas shall be governed by the Articles of Incorporation, Bylaws, and such actions as the governing body of USA-Kansas may make consistent therewith. The governing body of USA-Kansas shall be the Board of Directors (referred to as the "Board"). Nothing in the Bylaws shall be construed to prevent USA-Kansas from pursuing programs that are consistent with its stated purposes.

ARTICLE II - Membership

Section 1 - Categories of Membership

Membership shall consist of two categories--Active and Special. Special memberships include Associate, Affiliate, Emeritus, Student, and Institutional. Members in the Special category shall not have voting privileges nor shall they be eligible to serve as officers of USA-Kansas, or have representation on the Board. Only Active and Associate members shall be eligible for USA-Kansas special services which may be determined by the Board.

Section 2 - Active Membership

The Active member pays dues to the member association and to USA-Kansas, and is entitled to full rights and privileges of both the member association and USA-Kansas, except that officers of USA-Kansas shall be under contract as full-time, practicing K-12 public education school administrators. Each Active member of the member association(s) pays USA-Kansas dues ~~only~~ once annually, irrespective of the number of memberships held in other associations within USA-Kansas.

Section 3 - Special Memberships

- a. Associate - Any otherwise qualified administrator for whom no specific member association is currently available may become an Associate member of USA-Kansas until such time as an appropriate member association is formed. Associate members shall pay dues directly to USA-Kansas and may avail themselves of all USA-Kansas services and benefits.
- b. Affiliate - Affiliate membership is available (1) to individuals, institutions and agencies from educationally related fields and (2) to individuals not actively involved in educational administration, but who wish to support the programs of the organization by payment of dues.
- c. Emeritus - A retired administrator who was an active member of USA-Kansas at the time of retirement may continue membership as an Emeritus member. Retired administrators who continue to fill or who return to full-time positions will be enrolled as active members.

- d. Aspiring Leaders (formerly Student) – Aspiring Leader memberships are available to graduate students currently enrolled in programs of educational administration, supervision, or management in colleges or universities.
- e. Institutional - Institutional memberships are available for institutions and agencies identified as supporting educational administration and supervision through training, consulting, or service functions.

Section 4 - Types of Member Association Memberships

All types of memberships within member associations shall be determined by each member association of USA-Kansas.

Section 5 - Member Associations of USA-Kansas

Member Associations are any group that fall under the USA-Kansas umbrella structure that have entered into a professional service agreement with USA-Kansas with mutual obligations for both organizations.

- a. Member Associations of USA-Kansas are:
 - Kansas Principals Association (KPA)*
 - Kansas School Superintendents Association (KSSA)
 - Kansas Association of School Business Officials (KASBO)
 - Kansas Association for Supervision and Curriculum Development (KASCD)
 - Kansas Association of Special Education Administrators (KASEA)
 - Kansas School Public Relations Association (KanSPRA)
 - Kansas Leaders of Career and Technical Education (KLTCE)*
 - Kansas Association of School Personnel Administrators (KASPA)

- b. The Charter Member Associations of USA-Kansas are:
 - Kansas School Superintendents Association*
 - Kansas Association of School Business Officials
 - Kansas Association for Supervision and Curriculum Development

These charter member associations shall retain a minimum of two (2) directors on the Board regardless of the number of active members as provided in Article III, Section 2a, 2b, 2c, and 2d.

Section 6 - Dues

Dues shall be determined annually prior to the beginning of the fiscal year by the Board. Procedures for payment of member association dues shall be determined by the member associations.

ARTICLE III - Board of Directors

Section 1 - Authority and Function

The Board of Directors derives its authority from, and shall be responsible to, the membership for the administration and supervision of the continuing operation of USA-Kansas within the established policies and programs. In the absence of established policies and programs, the Board shall act for the organization. The Board shall implement the goals, policies, and programs of the association (USA-Kansas).

Section 2 - Composition

- a. Each member association having fifty (50) or fewer active USA-Kansas members shall have one (1) director on the Board. Each director shall have one (1) vote.
- b. Each member association having fifty-one (51) or more active USA-Kansas members shall have two (2) directors on the Board. Each director shall have one (1) vote.
- c. Any member association having 201 or more active USA-Kansas members shall have three (3) directors on the Board. Each director shall have one (1) vote.
- d. Each member association having 301 or more active USA-Kansas members shall have four (4) directors on the Board. Each director shall have one (1) vote.
- e. Each member association having 401 or more active USA-Kansas members shall have four (5) directors on the Board. Each director shall have one (1) vote.
- f. Each member association having 501 or more active USA-Kansas members shall have four (6) directors on the Board. Each director shall have one (1) vote.
- g. KSSA as a primary charter member association shall have directors on the board according to the number of active USA-Kansas members as presented in Article III, Sections 2a, 2b, 2c, 2d, 2e, and, 2f as well as three (3) positions on the board for the KSSA executive board members: Past-president, President, and President-Elect.

- h. Any member association, other than charter members, having directors on the Board, whose active membership falls below fifty-one (51) shall retain two (2) directors on the Board for a period not to exceed two (2) years and thereafter shall have one director on the Board until its active membership exceeds fifty (50).
- i. Presidents of member associations shall be ex-officio non-voting members of the Board, *unless they have been appointed by their organization to be the voting member for that organization.*

Section 3 - Selection of Directors

- a. Directors shall be designated by each member association prior to USA-Kansas fiscal year.
- b. Member associations with two Board members shall initially designate one (1) director for a one (1) year term, one (1) director for a two (2) year term, and thereafter one (1) director each year for a two (2) year term.
- c. Member associations having three Board members shall designate two (2) directors for terms beginning in even numbered fiscal years and one (1) director for terms beginning in odd numbered fiscal years.

Section 4 - Term of Office

Each director shall serve a two (2) year term. Directors can serve up to three 2-year terms on the Board. An elected officer of USA-Kansas will complete his/her duties as an officer, but will not have a vote on the Board after his/her appointment to the Board expires.

Section 5 - Vacancy

A vacancy on the Board shall be filled by the affected member association within sixty days of the vacancy. Directors selected to fill vacancies shall complete the unexpired term.

Section 6 - Alternate Directors

When a Director is unable to attend regular or called meetings of the Board, an alternate may be designated from the respective member association. The Director shall notify the Executive Director of such alternate. The alternate shall be accorded full voting rights and privileges for the meeting so specified.

Section 7 - Duties

The Board shall:

- a. Establish and supervise the administration of USA-Kansas programs including, but not limited to, legislative positions, special services, professional standards, professional development, communications, and membership,
- b. Annually review existing programs,
- c. Establish committees and task forces as needed to carry out the purposes of USA-Kansas,
- d. Adopt an annual USA-Kansas budget and supervise the fiscal management of the organization,
- e. Determine USA-Kansas annual dues,
- f. Establish the fiscal year and membership year of USA-Kansas,
- g. Adopt amendments to the Articles of Incorporation and USA-Kansas Bylaws,
- h. Act on applications of associations and groups requesting member association status in USA-Kansas,
- i. Annually review the purposes of USA-Kansas, and establish annual goals for USA-Kansas,
- j. Employ, supervise, evaluate, and if necessary, terminate an Executive Director, establish the contractual terms of employment,
- k. Authorize staff positions, establish salary ranges, and adopt personnel procedures for each position,
- l. Determine the location and maintenance of the USA-Kansas office and facilities,
- m. Receive and act on concerns of member associations,
- n. Establish membership benefits and services for Affiliate, Emeritus, Student and Institutional members of USA-Kansas,
- o. Have such other powers and perform such other duties as may be provided in the Bylaws.

ARTICLE IV - Officers

Section 1 - Officers of USA-Kansas

Officers shall be President, President-Elect, Secretary, and Treasurer and shall serve the Board. Officers shall be selected from those member associations which have two or more directors on the Board. Officers shall be under contract as full-time, practicing K-12 public education school administrators.

Section 2 - Election of Officers

Officers shall be elected from and by the Board at the first Board meeting of the fiscal year. The President shall not be elected to a successive term, nor shall the immediate Past President, the President, nor the President-Elect represent the same member association. *Presidents will be elected from the following organizations according to the following rotation:*

Kansas Association for Supervision and Curriculum Development (KASCD)

Kansas School Superintendents Association (KSSA)

Kansas Principals Association (KPA)

Kansas Association of Special Education Administrators (KASEA)

Section 3 - Term of Office

Officers shall serve for a term of one (1) year serving from July 1 to June 30.

Section 4 - Duties

- a. President: It shall be the duty of the President to preside or to arrange for presiding officers at all meetings of the membership and the Board and in conjunction with the Board and Executive Director prepare programs for such meetings. The President shall be Chairman and a member of the Board, and shall perform all other duties pertaining to the office.
- b. President-Elect: The President-Elect shall perform such duties customarily pertaining to the office and in the absence of the President, shall assume the duties of the President.
- c. Past-President: The immediate Past-President shall serve as a member of the Board, and shall perform such duties as requested by the President.
- d. Secretary: The Secretary shall supervise the keeping of complete and accurate records of all meetings of the Board; shall supervise the keeping of an up-to-date list of all members of USA-Kansas according to classifications; and shall supervise the record keeping of all programs and activities of the organization. At the expiration of the term of office, the Secretary shall turn over to the elected successor all books, records, and property of USA-Kansas which may be in the Secretary's custody.
- e. Treasurer: The Treasurer shall work with the Executive Director in the receiving and accounting of all monies due USA-Kansas and in the preparation of financial reports for the membership and the Board at such time as directed by the Board.

Section 5 - Vacancy

- a. In the event of a vacancy in the office of President, the President-Elect shall at once succeed to the office of President and shall serve for the remainder of the term, and the term of office for which the President-Elect was elected.
- b. In the event of a vacancy in any other office, the Board shall elect a director to fill the position.

ARTICLE V - Executive Director

Section 1 - Function and Responsibility

The Board may employ an Executive Director. The Executive Director shall serve as the chief staff administrator of the organization and shall be responsible to the Board in the performance of duties.

Section 2 - Term of Employment

The Executive Director shall be employed by the Board. The Board shall contract with the Executive Director for a period not to exceed five (5) years, shall establish the terms of the contract, and shall review said contract annually making such amendments as may be mutually agreed upon.

Section 3 - Duties

The Executive Director shall:

- a. Serve as the chief staff administrator of the Board,
- b. Administer programs and activities of USA-Kansas,
- c. Serve as an ex-officio member of all USA-Kansas committees and task forces and coordinate committee functions,
- d. Prepare an annual budget for submission to the Board no later than two (2) months prior to the beginning of the fiscal year,
- e. Utilize sound fiscal management and keep complete and accurate financial records in cooperation with the USA-Kansas Treasurer,
- f. Keep complete and accurate records of USA-Kansas meetings, programs, and membership in cooperation with the USA-Kansas Secretary,
- g. Prepare such reports as directed by the Board,
- h. Be responsible for the employment, supervision, evaluation, and dismissal of all personnel in accordance with approved guidelines,
- i. Supervise the USA-Kansas office and facilities,

- j. Perform such other duties as directed by the Board, and have such other authority as is customarily possessed by the chief staff administrator of a professional organization.

ARTICLE VI - Meetings

Section 1 - Membership

An annual meeting of the membership shall be held each fiscal year at a time and place to be determined by the Board.

Section 2 - Board

Meetings of the Board shall be held at such time and place as determined by the Board. In the event of an emergency, the President may declare a meeting cancelled. *Presidents of member associations are welcome to attend board meetings as ex-officio, non-voting members, if they are not one of the appointed members from their organization.*

Section 3 - Rules for Meetings

Roberts Rules of Order, Newly Revised, shall govern the conduct of all meetings of the membership.

Section 4 - Quorum for Meetings

- a. Board of Directors - A majority of the members shall constitute a quorum for meetings of the Board.

Section 5 - Business Between Meetings

Board decisions may be made by a majority of the Board by telephone, *online meeting*, or *e-mail* ballot. Actions resulting shall be included in the minutes of the next regular meeting of the Board. Officers of the Board shall be empowered to conduct the necessary business of USA-Kansas between meetings of the Board.

Section 6 - Special Meetings

- a. Special meetings of the membership shall be called by the Board upon receiving a petition bearing the signatures of at least twenty-five (25) percent of the active USA-Kansas members or by a 2/3 vote of the members of the Board.
- b. Special meetings of the Board shall be called whenever the President deems it necessary or when requested to do so by a majority of the Board.

- c. In all such cases, the Secretary shall insure that notice of such special meeting be sent to the membership or Board not less than ten (10) days nor more than thirty (30) days prior to said meeting, stating time, place, and express purposes of said special meeting; except that the Board may, by official action, waive the ten (10) day notice requirement for special Board meetings.

Section 7 - Other Meetings

Meetings approved by the Board may be held by members in a region, district, school district, city, or other practical organizational group for the purposes of carrying out the preamble intent of the Bylaws of USA-Kansas. Such organizational groups may have protempore officers for the convenience of calling meetings and furthering the activities and business of USA-Kansas.

Section 8 - Member Association Meetings

USA-Kansas members are encouraged to engage in convention, workshop, clinic, and seminar activities of their respective member associations. USA-Kansas members are *encouraged* to attend other associations' professional activities so that communication channels can be better established and maintained.

ARTICLE VII - Records and Finances

Section 1 - Reports

Reports of USA-Kansas programs and activities shall be published only as directed by the Board.

Section 2 - Minutes of Meetings

Minutes of Board meetings shall be sent to all USA-Kansas members.

Section 3 - Financial Records and Accounts of USA-Kansas

All financial records and accounts shall be the property of the organization and shall be open to inspection by any active member of USA-Kansas on written request to the Executive Director. An annual audit of USA-Kansas financial records and accounts shall be conducted.

Section 4 - Distribution of Assets

No part of the revenue, receipts, or grants of USA-Kansas 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 USA-Kansas on its dissolution or liquidation. In the event of such dissolution or liquidation, the assets of USA-Kansas, after payment of debts and obligations, shall be transferred to the member

associations of USA-Kansas in proportion to the number of paid memberships (*see Section 5*). If member associations do not then exist, such assets shall be transferred to one or more organizations with objectives similar to USA-Kansas. The receiving organization(s) shall be designated by the Board at its final meeting.

ARTICLE VIII - Committees

Section 1 - Committees

The Board shall establish all committees of the organization. Such committees shall be representative of member associations. Board directors and member association presidents shall be ex-officio members of all committees. The function of USA-Kansas committees shall be to make recommendations to the Board, conduct activities or programs approved by the Board, and to serve as advisors to the Executive Director. Committee members shall be active members of USA-Kansas and the member association they represent.

Section 2 - Advisory Committee

An advisory committee consisting of representatives of non-member statewide associations also seeking to improve education may be appointed by the President, or *Executive Director*, subject to approval of the Board.

Section 3 - Committee Chairpersons

Chairpersons shall be appointed by the President with approval of the Board. Chairpersons - Elect shall be appointed by the President-Elect with approval of the Board.

ARTICLE IX - Membership of Additional Associations

Section 1 - Other Associations

Other associations whose intent and design to influence the educational program in Kansas are compatible with the expressed purposes of USA-Kansas may make application to the Board for membership. Admission shall be determined by the Board.

ARTICLE X - Amendments

Section 1 - Procedures

Amendments to the Bylaws may be proposed by any member of the United School Administrators of Kansas and must be presented in writing at a regular meeting of the Board. Proposed

amendments will be voted on at the next meeting of the Board. Ratification of amendments shall require that *two-thirds* of the members of the Board be present and that two-thirds of the members present vote in favor of the proposed amendment.