

RURAL EDUCATION CENTER

BYLAWS

Preamble:

These bylaws are to implement the organization and the continuing operation of the cooperative Rural Education Center.

Article I: Name of the Organization:

This organization shall be known as the Rural Education Center.

Article II: Purpose:

The purposes of the Rural Education Center are to:

- a. Establish communication links with other public and private agencies and groups to develop strategies to meet identified state and federal goals.
- b. Develop contacts and communications with legislative and administrative agencies as well as executive branch entities of the state and federal government for the purpose of policy advocacy.
- c. Serve as a clearinghouse for rural/small school research and information through partnerships.
- d. Provide information on effective and accountable practices and programs.
- e. Facilitate implementation of model programs, partnerships and/or services.

Article III: Membership:

Section 1: District Membership:

- a. Public school districts offering elementary and/or secondary education programs and educational service districts shall be eligible for District membership in the Rural Education Center.
- b. District members may be listed on the Rural Education Center website, in publications, etc.
- c. The superintendents of each member district are the foundation of the voting General Membership/ Advisory Board (referred to in these bylaws as "Advisory Board"). Each superintendent may designate and authorize a staff member, board member or other interested party affiliated with his/her district to participate as part of the voting Advisory Board as the superintendent's proxy.
- d. The procedure for the admission of District Memberships is as follows:
 - i. Applicant shall request the membership application form from the Director or fiscal agent and return the completed form to the fiscal agent.

- ii. The fiscal agent will verify the district's application status with the Director and, upon the Director's approval, issue the membership Letter of Agreement and bylaws.
- iii. The district will return the signed Letter of Agreement to the fiscal agent.
- iv. The fiscal agent retains the signed original of the Letter of Agreement.

Section 2: Associate Membership:

- a. Professional education associations, educational affiliates or institutions (whether public or private), private businesses and other non-education entities may be eligible for Associate Membership following review by the Executive Board.
- b. The Director will instruct the fiscal agent to issue any documents required to activate associate memberships.
- c. Associate members may be listed on the Rural Education Center website, in publications, etc.
- d. Associate members are dues-paying members but do not generate voting participation in the Advisory Board. Associate member organizations may designate an individual to attend and participate in discussions at meetings.

Section 3: Continuation or Termination of Membership:

- a. Membership year is from September 1 to August 31.
- b. Membership will automatically renew on an annual basis unless the Executive Board declines a renewal by vote.
- c. Members and associate members may terminate their membership without stating cause and without penalty by delivering written notice to the Executive Board through the Director, by May 15 for the ensuing year.
- d. Members and associate members who fail to comply with the terms and conditions of the Letter of Agreement and/or the by-laws may be terminated, as determined by the Executive Board.

Article IV: Advisory Board:

Section 1: Purpose and Responsibilities:

The Advisory Board is made up of the voting general membership of the Rural Education Center. It is the right and responsibility of the Advisory Board membership to:

- a. Attend meetings.
- b. Vote in elections of representatives to the Executive Board.
- c. Review and vote on changes to the bylaws. The votes may be in person at a meeting, by mail or electronically, if deemed appropriate by the Executive Board.
- d. Participate in ad hoc committees as established by the Executive Board.

- e. Review and vote on proposed elements of the Rural Education Center legislative platform.

Section 2: Quorum:

- a. A quorum to conduct any business of the Advisory Board shall consist of a minimum of one-half of the voting members.
- b. Proxy votes shall be allowed when proper documentation of the proxy authorization is presented to the Secretary of the Board; proxy votes shall be counted in determination of a quorum.
- c. At the discretion of the Executive Board, electronic voting may be used in addition to and/or in lieu of proxy voting.

Section 3: Adoption and Revision of Bylaws and Amendments:

The adoption and any amendments to the bylaws shall require a minimum two-thirds (2/3) affirmative vote of those present and those represented by proxy or voting electronically as voting members of the Advisory Board.

The vote may be in person at a meeting, by mail or electronically, or by proxy as deemed appropriate by the Executive Board.

Section 4: Rules of Order:

The Advisory Board shall conduct its business using Robert's Rules of Order.

Article V: Executive Board:

The Rural Education Center shall be operated by a representative Executive Board of Directors (referred to in these bylaws as "Executive Board"), elected by and from among active participants of the Advisory Board.

Section 1: Purpose:

The Executive Board shall be responsible to oversee the day-to-day business of the Rural Education Center.

Section 2: Organization of the Executive Board:

The Executive Board shall have the following voting members:

- a. The President Elect; serves in this capacity for a one year term.
- b. The President; serves in this capacity for a one year term.
- c. The Immediate Past President; serves in this capacity for a one year term.
- d. The Dean of the College of Education at Washington State University or designee shall be an ex officio member.
- e. One (1) educational service district superintendent will be appointed by the Association of Educational Service Districts, serving a one year term.

- f. The Director will be a voting member of the Executive Board in the event a vote results in a tie, except in cases where the vote addresses hiring, compensation, evaluation, discipline or retention of the Director.
- g. The fiscal agent's authorized representative is a non-voting ex-officio member.

Section 3: Term of Office:

- a. Nominations, including self-nominations, will occur at the annual Washington Association of School Administrators Small Schools conference in March, with the term of elected members to begin in June. Voting will be by the Advisory Board.
- b. The term of office for all voting members of the Executive Board shall be one (1) year.
- c. Vacancies on the Executive Board shall be filled at the next election. Between the creation of a vacancy and the next election, governance of the REC will be fulfilled by the remaining members of the Executive Board. The individual elected to fill a mid-term vacancy will do so for the remainder of the vacated term.
- d. Executive Board members are eligible to serve consecutive terms if so elected by the Advisory Board.

Section 4: Quorum:

A quorum to conduct any business of the Executive Board shall consist of a minimum of one-half of the voting members.

Section 5: Meetings:

The Executive Board shall meet at least three times annually. There shall be meetings at the summer and fall Washington Association of School Administrators' conferences, and the spring Washington Association of School Administrators' Small Schools conference.

Section 6: Rules of Order:

The Executive Board shall conduct its business using Robert's Rules of Order.

Section 7: Specific Duties:

The Executive Board shall have the following specific duties:

- a. Review, recommend, modify and approve governing bylaws prior to submission to the Advisory Board, and provide policy direction for the Rural Education Center.
- b. Establish the qualifications, requirements, terms, conditions and conduct interviews to engage a Director responsible for the day-to day management of the Rural Education Center.

- c. Assist the Director in the development of the annual budget. Review, recommend, modify and approve the annual budget.
- d. Require reports from the Director on the status of budgeted revenues and expenditures.
- e. Review, recommend, modify and approve membership fees and other revenue fees, donations, grants or charges.
- f. Review, recommend, modify and approve the criteria by which associate memberships are determined and granted.
- g. Assist the Director in developing and implementing a strategic plan. Review, recommend, modify and approve the annual and long-term goals of the Rural Education Center and the work/task goals of the Director.
- h. Determine the evaluation criteria and evaluate the performance of the Director.
- i. Assist the Director in representing the Rural Education Center at appropriate meetings/conferences.
- j. Approve all specific service contracts, including but not limited to, the engaging of a Director, fiscal agent and the WSU School Community Collaboration Center.
- k. Act as the final arbitrator in dispute resolution regarding the application or interpretation of the Letter of Agreement by any member or associate member.

Article VI: The Director Position:

Section 1: Responsibilities:

- a. The Director shall be responsible for the day-to-day management of the Rural Education Center, reporting to the Executive Board, making recommendations to the Executive Board, preparing minutes of Executive Board meetings, providing staff assistance to the Executive Board and performing other duties as assigned by the Executive Board.
- b. The Director shall also become a voting member in the event that any Executive Board vote does not result in a majority, except where the Executive Board is considering an issue regarding the hiring, compensation, evaluation, discipline or retention of the Director.

Section 2: Signing of Contracts:

The Director shall have the authority to sign, and direct the fiscal agent to sign, all contracts authorized by the Advisory Board or Executive Board.

Section 3: Vacancy:

Whenever a vacancy occurs in the position of Director, the Executive Board shall define and implement a candidate search.

Section 4: Selection:

The Executive Board shall select the Director from the qualified candidates whenever the position is vacant.

Section 5: Salary and Benefits:

The Executive Board shall determine compensation terms and shall direct the fiscal agent to carry out compensation arrangements. The compensation terms shall be reviewed annually.

Article VII: Location of the Rural Education Center:

The Rural Education Center is affiliated with Washington State University. Field offices for the Rural Education Center shall be established to provide better access to services, and shall be published on the Rural Education Center website, publications, etc.

Revised: March 2011; Adopted June 27, 2011

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