



VASBO
Virginia Association of School Business Officials
Post Office Box 5490
Glen Allen, Virginia 23058
(804) 512-5443 admin@vasbo.org

Constitution and Bylaws

(Last Date Revised: May 25, 2018)

MISSION

The mission of the Virginia Association of School Business Officials is to promote the highest standards of school business practices for its membership through professional development, continuing education, networking, and legislative impact.

ARTICLE I – NAME

The name of this organization herein referred to as the "Association" shall be the VIRGINIA ASSOCIATION OF SCHOOL BUSINESS OFFICIALS, INC.

ARTICLE II – OBJECTIVES

The objectives of the Association shall be as follows:

- A. To promote establishment and observance of the highest possible standards of ethics, efficiency, and economy in all matters pertaining to school business administration.
- B. To urge that the business and finance services of the school system be administered so as to assist in the development and furtherance of the educational program.
- C. To promote the study, analysis, and dissemination of the most efficient policies and practices related to administration of the business and finance services.
- D. To work with other professional associations, colleges, and universities for further professionalization of school business officials.
- E. To affiliate with other professional educational associations for the purpose of strengthening educational endeavors, provided the affiliation is approved by the Board of Directors and the general membership.
- F. To cooperate with the Southeastern Association of School Business Officials and with the Association of School Business Officials International in their efforts to improve school business administration.

ARTICLE III – MEMBERSHIP

- A. Membership in the Association shall consist of the following members:
 - 1. Active
 - 2. Associate
 - 3. Honorary
 - 4. Life
 - 5. Student
 - 6. Emeritus
 - 7. Division



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1. Active Membership

Persons eligible shall be those employed full time in the administration of the business and finance services of a school or school division, including such areas as finance and accounting, purchasing and warehousing, construction, maintenance, operation, transportation, food service, data processing, office management, school board clerkship, and personnel management. Also eligible are personnel of colleges, universities, and the State Department of Education who work in school business and finance. An eligible person may become an active member by payment of the annual dues for the current year and shall be entitled to all privileges of membership. Active members are full voting members of the Association. Active members are eligible to hold elected office.

2. Associate Membership

Persons eligible shall be members of school boards and other individuals or firms engaged in supplying school-related products or services directly associated with or concerned with the objectives of the Association. Requests for associate membership shall be approved by the Board of Directors. Associate members are non-voting members and are not eligible to hold elected office.

3. Honorary Membership

Honorary members shall be those who have distinguished themselves in public or professional service to public education. Requests for honorary membership shall be submitted to the Board of Directors for recommendation to the full membership. Honorary membership shall be approved by a vote of the general membership. Honorary members are non-voting members and are not eligible to hold elected office.

4. Life Membership

All past Presidents of the Association shall be given life membership in appreciation of the service given to the Association. Life members are full voting members of the Association but are not eligible to hold elected office.

5. Student Membership

Persons eligible shall be college or university students enrolled in school business management or educational administration classes. Student members are non-voting members and not eligible to hold elected office.

6. Emeritus Membership

Emeritus membership shall be limited to members of the Association who have retired from active school business and qualify for retirement pay for such services and desire to maintain their membership in the Association. Emeritus Members are full voting



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members of the Association but are not eligible to hold elected office.

7. Division Membership

Persons eligible shall be individuals currently working as school business officials. Each division shall identify one base member and will be assessed one annual dues amount for the school division which will allow an unlimited number of additional school division employees to become VASBO members at no additional cost. Annual dues shall be assessed based on the Division's March 31 Average Daily Membership for the preceding fiscal year, as published by the Virginia Department of Education. The VASBO membership dues schedule shall be updated as a budgetary item.

ARTICLE IV – DUES

Active, associate, and student members shall pay annual dues as established by the Board of Directors and emeritus members shall pay a one-time fee of \$5 (five dollars). Dues shall be payable by the time of the fall meeting and shall coincide with the term of office of the officers of the Association. The term of Membership shall be from July 1 through June 30.

ARTICLE V – OFFICERS

- A. The officers of the Association shall consist of a President, a Vice President, a Secretary, and a Treasurer, all of whom shall be elected annually. In addition, four directors shall be elected to a 1-year term and shall serve no more than 3 consecutive terms.
- B. The Virginia Director for the Southeastern Association of School Business Officials shall be nominated by the VASBO Board, elected by the SASBO Membership and shall serve as a member of the VASBO Board. The SASBO Director shall serve a three year term.
- C. No officer, except the SASBO Director, may serve more than one term in office.
- D. The officers, directors, the immediate past-President, SASBO Director, and committee chairpersons shall constitute the Board of Directors. The officers, directors, immediate past-President, and SASBO Director shall constitute the Executive Team and shall serve as voting members. The committee chairpersons shall serve as non-voting members of the Board of Directors.
- E. The Board of Directors shall be the governing body of the Association and shall have the authority to execute its duties of meeting the objectives of the Association, of managing its finances and properties, and of establishing the necessary policies and procedures as the need arises. A simple majority of the members of the Board of Directors shall constitute a quorum.
- F. The President shall appoint two associate members (vendors) to serve as non-voting ex-officio members of the Board of Directors. Said members shall be representatives of active exhibiting companies. The term of office shall be for three years on a staggered basis.



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- G. Any member of the Board of Directors that fails to maintain eligibility for service during their term shall be allowed to complete the current year in office. The Board of Directors shall fill by appointment any vacancy occurring during a term of office.
- H. Any member of the board may be removed for good cause by a two-thirds vote of the Executive Team present and voting, whenever in its judgment the best interests of the Association would be served thereby.
- I. The Executive Team will Appoint/Confirm an Executive Director to administer the specific duties as outlined in the Job Description of the “VASBO Executive Director”. Annually in the month of May, and prior to the adoption of the annual budget, the Executive Team shall review the performance of the Executive Director related to the position’s adopted job description. The Executive Team will, at its organizational meeting in July of each year, approve and adopt the prescribed job description of the “VASBO Executive Director” for the year then beginning.

ARTICLE VI – DUTIES OF OFFICERS

- A. The President shall:
 - 1. Preside at all meetings of the Association and of the Board of Directors.
 - 2. Have general supervision of the affairs of the Association and shall perform the duties normally expected of the chief executive of such an association to include the signing of contracts.
 - 3. Have responsibility for the final approval of the program for the meetings of the Association and shall have power to change the program if, in the judgment of the President, the best interests of the Association are served thereby, providing such changes do not conflict with the provisions of this constitution and bylaws.
 - 4. Appoint all committees not otherwise provided for and shall be ex-officio and a member of all committees.
 - 5. Approve all expenses incurred by the Association or by any official of the Association before claims for such obligations are paid.
 - 6. Urge that all reports, papers, and addresses at the meetings be prepared in advance and a copy of each report, paper, or address be presented to the secretary for filing with the records of the Association.
- B. The Vice President shall:
 - 1. Exercise all of the functions of the President in the event of the absence of the President.
 - 2. In conjunction with the President, coordinate and assist the directors with the preparation of the program for all meetings.
 - 3. Facilitate an annual review of the strategic plan and report on the progress toward meeting stated goals to the Board and subsequently to the General Membership. The strategic plan will be updated in its entirety every four years.
- C. The Secretary shall:
 - 1. Keep an accurate account of the proceedings and transactions of all meetings of the Association and of the Board of Directors and shall officially sign same, certifying one



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- copy of the records.
 2. Keep a record of all official correspondence of the Association, serve all necessary notices after the same have been approved by the President, and make a full report in writing of the transactions of the Association at the regular meetings.
 3. Have all records present at all meetings of the Association and of the Board of Directors.
 4. At the expiration of the term of office, transfer to the successor in office all books, papers, and other records and property in possession of the secretary that belong to the Association.
 5. Perform any other duties not herein specified which may be assigned by the President.
 6. Be responsible as alternate check signer in the absence of the treasurer for all claims approved by the President.
- D. The Treasurer shall:
1. At each business meeting, furnish the Board of Directors with a statement showing the actual financial condition of the Association.
 2. Pay all claims approved by the President.
 3. Keep a correct ledger account of all receipts and disbursements supported by proper vouchers and shall close and balance the books as of June 30 each year.
 4. Immediately furnish the incoming President with a complete financial statement.
 5. Furnish the Executive Director, no later than the fall business meeting of each year, a financial statement for the period July 1 -June 30 preceding.
 6. At the expiration of the term of office, transfer to the successor in office all monies, books, papers, and other records and property.
 7. Submit a proposed annual budget for the upcoming fiscal year to the Board of Directors for approval at the spring board meeting.
 8. Be authorized, as directed by the board, to sign hotel contracts which obligate the Association for future conference dates and locations.
 9. Perform any other duties herein specified which may be assigned by the President.
 10. Provide monthly bank reconciliation and monthly budget to actual report to the President, Executive Director, and Audit Committee Chair.
 11. File Internal Revenue Service tax returns.
- E. The Virginia Director to the Southeastern Association of School Business Officials shall:
1. Be nominated by the VASBO Board and elected to this office by the SASBO membership for a three-year period not to exceed two terms.
 2. Represent SASBO at VASBO Board meetings.
 3. Attend SASBO planning meetings and the annual conference.
 4. Recruit members for SASBO in Virginia.
 5. Provide presenters, chairmen and recorders for the SASBO conference.
 6. Report SASBO activities to VASBO members.
- F. Directors shall:
1. Support the President and Vice President in carrying out the mission of VASBO.
 2. In conjunction with the President and the Vice President, plan and coordinate the programs for conferences:



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- a. Obtain the Conference Template from the Executive Director;
 - b. Obtain feedback from members and the executive team on relative topics;
 - c. Contact the organizations and/or businesses with expertise on relative topics;
 - d. Consider active vendors/sponsors as potential presenters;
 - e. Coordinate with the other directors on establishing a tentative schedule;
 - f. Confirm the speakers and topics; complete the Conference Template and return to the Executive Director for instructions, technology needs, and other logistics;
 - g. Conference agenda should be completed at least two months in advance of the conference; and
 - h. At each conference, coordinate the greeting, recognition, and expression of appreciation to the speakers on behalf of VASBO.
3. In coordination with the membership committee and Executive Director, participate in outreach opportunities to welcome and mentor new members.

G. Executive Director

The Executive Director shall be appointed annually and shall serve at the direction of the Board of Directors of the Association and shall perform duties as prescribed in the annually approved job description.

1. Receive, handle and approve for payment such corporate matters as annual State Corporation Commission fee, insurance when deemed advisable and approved by the Board of Directors, and submit annual reports of organization to the State Corporation Commission.
2. Keep a correct account of the Association and its members and receive or collect all monies due the Association and shall hold in safekeeping all Association funds in possession of the treasurer; the Executive Director shall send a copy of each revised membership list to the Membership Chairperson; receipts shall be given upon request.
3. Be responsible to the elected officers and directors, soliciting their advice and consent on matters outside those specifically mentioned herein as related to the corporate business within the scope of the Association.
4. Cooperate with all officers and members and be specifically exempt from duties as assigned the elected officers unless of a voluntary nature in response to a request by one or more officers.
5. Notify membership of Association meetings and register participants for meetings.

H. The Vendor Representatives shall:

1. Act as liaison for vendors to the Board of Directors.
2. Communicate with all vendors on matters being discussed by the Board of Directors that relate to their exhibit interests.
3. Assist the Board of Directors in planning and promoting the vendor exhibits at the spring meeting.

ARTICLE VII – COMMITTEES

- A. Special committees may be appointed by the President to serve specific needs. Such committees**



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shall not be permanent and shall cease to exist when their function has been achieved or a new President has been installed.

- B. Unless otherwise noted the following standing committees shall be appointed each year: Resolutions, Audit, Nominations, Constitution and Bylaws, Continuing Education, Legislative, Vendor, Membership, Welcome, Cardinal Award, Scholarship, Data Quality Improvement, and Technology.

Each of these committees shall function as follows:

1. The Committee on Resolutions shall receive and consider all resolutions which may be referred to it by the Association and may hold meetings to hear the proponents and opponents of such resolution.
2. The Committee on Audit shall examine the accounts, paper, and vouchers of the treasurer and shall report its findings and comments to the membership at the fall business meeting. This committee is responsible for providing annual updates along with any pertinent recommendations to the Vice President as identified in the Strategic Plan. The committee Chairman shall lead the committee's work which shall be in alignment with the correlating goals of the organization's strategic plan. The committee will monitor related activities and recommend courses of action to achieve organizational goals and objectives.
3. The Committee on Nominations shall be chaired by the immediate past-President and shall nominate a person or persons for the elective offices. Further nominations may be made from the floor.
4. The Committee on Constitution and Bylaws shall report and make recommendations of changes and amendments thereto.
5. The Committee on Continuing Education shall from time to time survey its membership for topics of interest and make recommendations for workshops or other courses for VASBO members. The committee shall recommend instructors for the courses. Courses to be offered to VASBO members shall be approved by the Executive Team. This committee is responsible for providing annual updates along with any pertinent recommendations to the Vice President as identified in the Strategic Plan. The committee Chairman shall lead the committee's work which shall be in alignment with the correlating goals of the organization's strategic plan. The committee will monitor related activities and recommend courses of action to achieve organizational goals and objectives.
6. The Committee on Legislation shall observe the trend of legislation affecting education and shall recommend a tentative legislative program to the Board of Directors at the summer directors' meeting. The committee shall recommend a final proposal at the fall directors' meeting. This legislative program shall be presented to the membership for adoption at the fall general meeting. VASBO reactions to the proposals of the General Assembly shall be handled separately from the annually-adopted legislative policy/position statements. This committee is responsible for providing annual updates along with any pertinent recommendations to the Vice President as identified in the Strategic Plan. The committee Chairman shall lead the committee's work which shall be in alignment with the correlating goals of the organization's strategic plan. The



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- committee will monitor related activities and recommend courses of action to achieve organizational goals and objectives. The immediate past-President of VASBO shall always be a member of the legislative committee.
7. The Vendor Committee shall coordinate VASBO/vendor relations.
 8. The Committee on Membership shall recruit and engage new members from across the state to participate in VASBO. This committee is responsible for providing annual updates along with any pertinent recommendations to the Vice President as identified in the Strategic Plan. The committee Chairman shall lead the committee's work which shall be in alignment with the correlating goals of the organization's strategic plan. The committee will monitor related activities and recommend courses of action to achieve organizational goals and objectives.
 9. The Welcome Committee shall be present at each conference to assist in registering and welcoming guests.
 10. The Committee on Cardinal Award shall be chaired by the Vice President and shall also include an Oversight Co-Chair (appointed), the President, Treasurer, Secretary, and the Cardinal Award recipient for the previous year. The committee shall review all eligible applications and announce a single award winner at the Spring Conference.
 11. The Committee on Scholarship shall be chaired by the past President three years removed from office. The committee shall review all eligible applications and recommend scholarship awards to the Board of Directors.
 12. The Committee on Data Quality Improvement shall work to expand the capacity of members through the use of comprehensive and quality data which can be utilized for research, comparison, and analysis. The committee shall collaborate with stakeholders to represent VASBO goals to ensure data integrity and efficiency in state level reporting and presentation.
 13. The Committee on Technology is responsible for maximizing the overall role of technology in executing the business of the organization including, but not limited to, technology investment, technology strategy, operational performance, and technology trends by performing relevant research and making recommendations to the Executive Team for consideration to implement. The committee Chairman shall lead the team's work which shall be in alignment with the correlating goals of the organization's strategic plan. The committee will monitor related activities and recommend courses of action to achieve organizational goals and objectives.

ARTICLE VIII – MEETINGS

- A. There shall be a minimum of three scheduled meetings of the Association each at such time and place as shall be determined by the Board of Directors. However, insofar as possible, one meeting should be scheduled in the fall, one meeting in the winter, and one meeting in the spring.
- B. In a year when VASBO hosts the annual meeting of the Southeastern Association of School Business Officials, VASBO may hold its spring meeting in conjunction with the SASBO meeting.



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ARTICLE IX – NOMINATIONS AND ELECTIONS

The Nominating Committee shall consist of the past Presidents of the Association. The committee shall be chaired by the immediate past President. The committee shall select not less than one name from the Active Membership for each expired term. Nominations will be considered by the Nominating Committee at the Winter Meeting. Nominations shall be submitted to the Board of Directors at the spring meeting. Prior to a call for vote, the Chair of the Nominating Committee shall call for other nominations from the floor.

All officers and directors shall be elected during the business session of the spring meeting of the Association to assume office June 1, except the Treasurer. The month of June shall serve as a transition period between the old and new Treasurer, with any change in the position occurring on July 1.

ARTICLE X – RULES OF ORDER

Robert's Rules of Order shall be the parliamentary authority for all matters of procedure not specifically covered by the constitution and bylaws.

ARTICLE XI – QUORUM

At all meetings of the Association a majority of members present, subject to decision of the presiding officer, shall constitute a quorum.

ARTICLE XII – CHANGES IN CONSTITUTION AND BYLAWS

Changes to the constitution and bylaws must be submitted in writing to the board at least 3 days prior to the business meeting. The board will, upon approval, present the proposed changes to the membership at the first business meeting following that board meeting. A printed copy of the proposed changes will be distributed at the next business meeting, prior to a vote by the membership. A majority vote will result in adoption of the changes. The requirement to submit written changes in advance may be waived by a two-thirds vote of the Executive Team present and voting.

ARTICLE XIII – INCORPORATION

This Association shall be incorporated and the articles of incorporation, as periodically amended, made a part of this constitution and bylaws reference and kept in the files of the Executive Director.



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ADOPTED: October 27, 1965
AMENDED: May 5, 1973
 May 14, 1976
 May 21, 1982
 May 18, 1984
 May 16, 1986
 January 24, 1994
 November 4, 1994
 November 10, 1995
 February 21, 1997
 May 15, 1998
 May 21, 1999
 February 7, 2003
 February 8, 2008
 February 10, 2010
 February 10, 2012
 February 8, 2013
 May 22, 2015
 February 16, 2017
 January 11, 2018
 May 25, 2018



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