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## CONSTITUTION

Effective: August 1, 2017

### **Article I - Name**

The name of this organization shall be the Massachusetts School Administrators' Association, Incorporated (MSAA). This organization represents the interests of elementary school, middle school, and high school administrators in Massachusetts.

### **Article II - Purpose**

The purpose of the Association shall be to provide the best possible education for the elementary, middle level and high school youth of Massachusetts. In pursuing this commitment, the Association shall:

- 2.1** Provide school leaders with services designed to promote collaboration, communication, and continuous school improvement.
- 2.2** Collaborate with other professional and educational organizations for the improvement of elementary, middle and high school education.
- 2.3** Advocate positions of the Association on significant local, state, and national issues.
- 2.4** Provide leadership and support in areas of student services to include non-athletic activities, wellness, leadership, and citizenship.
- 2.5** Provide executive leadership training for members of the Association and sponsor professional development programs to support the staff and schools of Association members.
- 2.6** Provide programs to support the general welfare of the members.
- 2.7** Strive to ensure the development of future school leaders.
- 2.8** Encourage interscholastic athletic leadership both locally and through the Massachusetts Interscholastic Athletic Association.
- 2.9** Develop guidelines and regulations for middle level interscholastic athletic and co-curricular activities.

### **Article III - Membership**

- 3.1 Active:** Active membership is open to any practicing elementary, middle or high school administrator in Massachusetts. A practicing school administrator is defined to include any educator who spends a major part of his/her daily assignment in administering and supervising an elementary, middle or high school.
- 3.2 Associate:** Associate membership is open to any individual who supports the objectives of the Association. Associate members shall have all the rights, services, and privileges of active members except that Associate members may not vote at the Annual Meeting nor serve on the Board of Directors.
- 3.3 Aspiring:** To be eligible for Aspiring Administrator membership, an individual must have earned a college degree and have as a career goal attainment of the position of elementary, middle and high school administrator. Aspiring administrators may serve on Association standing committees in a non-voting capacity. They are entitled to the discounted workshop and conference registration fees of Active members. Aspiring administrators will receive all publications and mailings sent to Active members. Special services available to aspiring members include mentoring by retired administrators, visits to schools of practicing administrators, workshops specifically designed for this membership category, and notification of job openings in elementary, middle and high school.
- 3.4 Retired:** Retired membership is open to former members of the MESPA (Massachusetts Elementary School Principals Association, MMLSAA (Massachusetts Middle Level School Administrators Association), and MSSAA (Massachusetts Secondary School Administrators Association) who are no longer eligible for active membership. Retired members shall have all the rights, services, and privileges of active members except that they will not be eligible to serve as President or Vice President. A member who holds a "Retired" membership but then returns to active practice may choose the membership category to which to belong.
- 3.5 Honorary:** Honorary life membership may be conferred upon any individual who is deemed worthy of the recognition by the Board of Directors.

### **Article IV - Organization**

#### **4.1 Officers**

The officers of the Association shall be a President, First Vice President, Second Vice President, Third Vice President, Coordinator for the National Association of Secondary School Principals (NASSP), Coordinator of National Association of Elementary School Principals (NAESP), and Executive Director. With the exception of the Executive Director, officers shall be elected by the Governing Body at the Annual Summer Business Meeting. The term of office for all elected officers shall be August 1 through July 31.

#### **4.2 President**

- 4.2.1** The President shall supervise the affairs of the Association and shall preside at all meetings of the Association and the Board of Directors.
- 4.2.2** The President shall represent the Association or may appoint a delegate(s) to represent the Association at meetings or occasions deemed appropriate by the Board.

- 4.2.3 The President may, from time to time, appoint committees other than standing committees as deemed necessary to carry out business for the Association.
- 4.2.4 The President shall appoint an Ad Hoc Nominating Committee which will recommend to the Board of Directors nominations for officers, Board of Directors, and standing committees. The Nominating Committee's Report as approved by the Board of Directors will be acted upon at the Summer Business Meeting of the Governing Body. Representative(s) of elementary, middle and high schools, will constitute membership on the nominating committee.
- 4.2.5 The President shall serve as a member of the Finance/Personnel Committee and as an ex-officio member on each standing and ad-hoc committee.

### **4.3 Vice Presidents**

There are three Vice Presidents, the First Vice President, the Second Vice President, and the Third Vice President. The three Vice Presidents shall serve as members of the Finance/Personnel Committee. The First Vice President shall serve as chairperson. The Vice Presidents shall succeed in order to the Presidency on an annual basis and shall perform the duties of the President in the event of the absence or unavailability of the President, and shall assume other tasks as requested by the President.

### **4.4 Executive Director**

The Board of Directors shall hire the Executive Director and determine the conditions of employment. Further, the Board of Directors shall evaluate the performance of the Executive Director.

- 4.4.1 The Executive Director shall be the chief administrative officer of the Association and shall have charge and direction of the day-to-day operation of the Association, and shall act at all times in accordance with the established policies of the Association as interpreted by the Board of Directors.
- 4.4.2 The Executive Director shall oversee dissemination of information to the members and the public.
- 4.4.3 The Executive Director shall fill staff positions and be responsible for personnel matters.
- 4.4.4 The Executive Director shall attend all meetings of the Board of Directors, as a non-voting member, and shall serve as secretary of the Board and of the Governing Body.
- 4.4.5 The Executive Director shall present during an Annual Business Meeting of the Association a report which shall include financial information that results from the most recent financial audit.
- 4.4.6 The Executive Director shall have responsibility for the finances of the Association, and shall keep records according to a system approved by the Board of Directors.
- 4.4.7 The Executive Director shall perform other duties as the Board of Directors may request.

**4.4.8** The Executive Director shall serve as an ex-officio member on each standing and ad-hoc committee.

### **Article V - Board of Directors**

Any member of the Board who is absent without good cause for more than three meetings during any fiscal year may be asked to relinquish their position on the Board.

A quorum of the Board of Directors shall consist of a majority of the voting members.

**5.1** The Board of Directors shall consist of the Executive Director, President, First Vice President, Second Vice President, Third Vice President, six Members-At-Large, three immediate Past Presidents, the NASSP Coordinator, NAESP Coordinator, and the Chairs (elected annually by the members of the respective standing committees) of each of the following standing committees. Each Board member may only represent one constituency as defined above.

Assistant Principals	Retired Administrators'
Cheerleading	Student Council
Committee on Teaching and Learning	Urban
Educational Policies	Vocational-Technical Administrators'
High School	Elementary
Legislative	
Middle Level	

Effective August 1, 2018, the Nominating Committee will ensure that two of the six at-large members are elementary school administrators, two are middle school administrators and two are high school administrators. The Nominating Committee will also ensure that at least one minority is represented as one of the six at-large positions. Nominating of all at-large positions will take into consideration gender, geography, urban and vocational high school representations. At-large positions will serve on the Board for a two year term and will not be eligible for a consecutive term.

**5.2** Whenever an MSAA member serves on the NASSP and/ or NAESP Board of Directors (and is not a member of the MSAA Board of Directors) that person shall serve on the MSAA Board of Directors as an ex officio, non-voting member.

#### **5.3 Duties**

The Board of Directors shall carry out the general activities and policies of the Association; address unexpected issues that may arise; respond to significant legislative matters; appoint and evaluate the Executive Director; decide on the time and place of the meetings of the Association and of the Board; establish the annual dues in all membership categories; fill vacancies on committees or among the officers until the next Annual Meeting; determine the number of members of each committee when not otherwise specified herein; and appoint special committees as needed. Should an unexpected issue arise, the Board of Directors may elect to poll the membership regarding official action outside of the Annual Meeting.

## **5.4 Finance/Personnel Committee**

- 5.4.1** The Finance/Personnel Committee shall minimally consist of the three past presidents and current President and three Vice Presidents. The First Vice President shall serve as chairperson. A middle school administrator and an elementary school administrator must be member of the Finance/Personnel Committee.
- 5.4.2** Duties - The Finance Committee shall:
  - 5.4.2.1** Prepare an annual budget to be submitted to the Board of Directors for approval.
  - 5.4.2.2** Advise and confer with the Executive Director on personnel matters.
  - 5.4.2.3** Advise the Board of Directors, standing committees, and members on financial policies and personnel matters.

## **Article VI - Governing Body**

- 6.1** The Governing Body shall consist of all Active and Retired members in good standing. Each Active and Retired member in attendance at a meeting of the Governing Body shall have one vote.
- 6.2** Duties and powers of the Governing Body shall be to:
  - 6.2.1** Meet annually at the call of the Board of Directors, and at such other times as the Board of Directors may decide.
  - 6.2.2** Receive reports of officers and committees.
  - 6.2.3** Elect officers, Board of Directors members, and standing committees.
  - 6.2.4** Perform such other duties, not otherwise expressed or delegated, as may be necessary for the welfare of the Association.
- 6.3** Robert's Rules of Order shall be the governing rule of the meetings of the Association, the Board of Directors, and the standing committees.
- 6.4** At any meeting of the Governing Body where official action of any kind is to be taken by vote, forty (40) members shall be a quorum.
- 6.5** Nominations for officers and/or committee membership may be made from the floor by any voting member at the Annual Meeting. Each such nomination must be announced to the Board of Directors and the Nominating Committee at least thirty (30) days prior to the Annual Meeting. Each nomination must be seconded and be accepted by the nominee.

## **Article VII - Standing Committees**

Standing committees are constituted to fulfill the purpose of this Association. Each standing committee shall consist of a minimum of ten members elected at the Annual Meeting by the Governing Body, or appointed by the Board of Directors as a result of a vacancy between the Annual Meetings. Recommendations from a standing committee to the Board of Directors must be approved by no fewer than eight (8) members of the committee. The term of office for all standing committees shall be from August 1 through July 31.

### **7.1 Assistant Principals' Committee**

**7.1.1** Duties - The Assistant Principals' Committee shall:

- 7.1.1.1** Conduct surveys and disseminate information on the role of the Assistant Principal and various practices in fulfilling that role.
- 7.1.1.2** Coordinate the study of issues of particular relevance to Assistant Principals and make recommendations to the Association regarding these issues.
- 7.1.1.3** Organize and Promote workshops, conferences, and publications on the Assistant Principalship.
- 7.1.1.4** Develop position papers on issues relevant to the Assistant Principalship. Such papers shall be approved by the Board of Directors before publication.
- 7.1.1.5** Promote the membership of Assistant Principals in MSAA, NASSP and NAESP
- 7.1.1.6** Promote and develop skills and opportunities for assistant principals.

### **7.2 Teaching and Learning Committee**

**7.2.1** Duties - The Committee on Teaching and Learning shall:

- 7.2.1.1** Encourage the continual evaluation and development of curriculum, instruction, and assessment in the best interests of the students being served.
- 7.2.1.2** Conduct surveys of current best practices and disseminate information to the membership in regard to innovative ideas and successful programs.
- 7.2.1.3** Organize and promote workshops, conferences, and publications.
- 7.2.1.4** Establish liaison with all other organizations studying curriculum development and instructional practices.

- 7.2.1.5 Promote articulation between elementary schools, middle schools and high schools.
- 7.2.1.6 Coordinate as appropriate with the Legislative Committee.

### **7.3 Educational Policies Committee**

#### **7.3.1 Duties - The Educational Policies Committee shall:**

- 7.3.1.1 Coordinate the study of specific educational issues confronting the members of the Association and make recommendations to the Association or any of its subdivisions in regard to these issues.
- 7.3.1.2 Develop position papers on issues referred by the Board of Directors, and initiate creation of position papers on other topics identified by the Committee. Such papers shall be approved by the Board of Directors before publication.
- 7.3.1.3 Review all policy statements of the Association on an annual basis to ensure that they reflect the current positions of the MSAA, and make any suggested revisions to the Board of Directors.
- 7.3.1.4 Maintain a policy manual that contains all current position papers.
- 7.3.1.5 Coordinate as appropriate with the Legislative Committee.

### **7.4 Legislative Committee**

#### **7.4.1 Duties - The Legislative Committee shall:**

- 7.4.1.1 Provide relevant legislative information to the membership.
- 7.4.1.2 Recommend to the Board of Directors the positions the Association should take on legislation relative to the Association and to the elementary, middle and high schools of the Commonwealth.
- 7.4.1.3 Recommend to the Board of Directors bills which should be submitted in the best interest of students and their administrators.
- 7.4.1.4 Establish a system by which elected officials are kept informed consistently on issues of interest to the MSAA.

### **7.5 Retired Administrators' Committee**

#### **7.5.1 Duties - The Retired Administrators' Committee shall:**

- 7.5.1.1 Sponsor activities for retired members.

- 7.5.1.2 Support active Association members through "mentoring."
- 7.5.1.3 Support Association efforts to recruit future elementary, middle and high school administrators.
- 7.5.1.4 Support efforts and goals of the Board of Directors and other standing committees.
- 7.5.1.5 Promote Active, Associate, and Retired memberships.

**7.8 Student Council Committee**

- 7.8.1 Duties - The Student Council Committee shall:
  - 7.8.1.1 Oversee and regulate all Student Council activities.
  - 7.8.1.2 Develop for MSAA Board of Directors for action a recommended annual budget for Student Council activities.
  - 7.8.1.3 Recommend to the MSAA Board of Directors those to be engaged and the stipends for those engaged to fulfill functions sponsored by the Student Council Committee.

**7.9 Cheerleading Committee**

- 7.9.1 Duties – The Cheerleading Committee shall oversee and regulate all cheerleading activities;
  - 7.9.1.1 Develop for MSAA Board of Directors action a recommended budget for cheerleading activities;
  - 7.9.1.2 Organize and sponsor Cheerleading Tournaments that will lead to State Championship(s);
  - 7.9.1.3 Recommend to the MSAA Board of Directors those to be engaged and the stipends for those engaged to fulfill activities sponsored by the Cheerleading Committee.

**7.10 Elementary Level Committee**

- 7.10.1 Duties – The Elementary Level Committee shall:
  - 7.10.1.1 Advise the MSAA Board of Directors in areas of leadership and service which MSAA will provide and expand where appropriate in support of elementary level administrators.
  - 7.10.1.2 Develop strategies for promoting MSAA membership among elementary level administrators.



**7.10.1.3** Organize and promote workshops and conferences on issues specifically appropriate for elementary administrators and schools.

**7.10.1.4** Recommend courses of action to the MSAA Board of Directors and through the Board to other standing committees.

**7.11 Middle Level Committee**

**7.11.1** Duties – The Middle Level Committee shall:

**7.11.1.1** Advise the MSAA Board of Directors in areas of leadership and service which MSAA will provide and expand where appropriate in support of middle level administrators.

**7.11.1.2** Develop strategies for promoting MSAA membership among middle level administrators.

**7.12 Urban Committee**

**7.12.1** Duties – The Urban Committee shall:

**7.12.1.1** Advise the MSAA Board of Directors in areas of leadership and service which MSAA might expand in support of urban administrators.

**7.12.1.2** Provide forums for urban MSAA members to exchange ideas and provide collegial support.

**7.13 Vocational-Technical Administrators' Committee**

**7.13.1** Duties - The Vocational-Technical Administrators' Committee shall:

**7.13.1.1** Advise the MSAA Board of Directors in areas affecting vocational administrators that might benefit from MSAA action.

**7.13.1.2** Provide a collegial forum for the discussion of vocational concerns, and the development of ideas for curricular and procedural advances.

**7.13.1.3** Maintain liaison with the vocational education section of the Massachusetts Department of Education (DOE), in order to provide DOE personnel with input and suggestions from practitioners.

**7.13.1.4** Disseminate information on best practices and curriculum initiatives in the field of vocational education.

**7.15 High School Committee**

**7.15.1** Duties – The High School Committee shall:

- 7.15.1.1 Advise the MSAA Board of Directors in areas of leadership and service which MSAA will provide and expand where appropriate in support of secondary school administrators.
- 7.15.1.2 Provide forums for high school MSAA members to study and exchange ideas relative to problems and situations pertinent to high schools.
- 7.15.1.3 Organize and promote workshops and conferences on issues specifically appropriate for high schools.
- 7.15.1.4 Recommend courses of action to the MSAA Board of Directors and through the Board to other standing committees.

#### **Article VIII - Annual Dues**

- 8.1 Dues and assessments are payable on July 1 of each year.

#### **Article IX - Amendments**

- 9.1 The Constitution may be amended at any regular business meeting of the Governing Body by a two-thirds vote of those present. Proposed amendments must be presented to the Board of Directors at least thirty (30) days prior to the meeting.
- 9.2 Amendments shall be referred to the membership by sending a notice of the proposed amendments to each voting member at least twelve (12) days prior to meeting with a statement of the action recommended by the Board of Directors with each amendment.
- 9.3 The Constitution shall be reviewed every three years by an “Ad Hoc Committee” appointed by the president and confirmed by the Board of Directors.

#### **Article X - Internal Revenue Code**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to, its members or any private individuals. No substantial part of the activities of the organization shall be the carrying on of propaganda or otherwise attempting to influence legislation, except as permitted by Section 501 (h) of the Internal Revenue Code. The organization shall not carry on any activities not permitted under Section 501 (c) (3) of the Internal Revenue Code.

#### **Article XI - Dissolution**

Upon dissolution of the corporation, all of the assets of the corporation shall be distributed exclusively for the purposes of the corporation to an organization or organizations organized and operated exclusively for charitable purposes as shall qualify for exemption under Section 501 (c) (3) of the Internal Revenue Code.