



**CONSTITUTION AND BY-LAWS
OF THE
COLORADO ASSOCIATION
OF
SCHOOL BUSINESS OFFICIALS**

April 23, 2015

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CONSTITUTION

Article I – Name

The name of this Association shall be: Colorado Association of School Business Officials. AKA: Colorado ASBO & CASBO

Article II – Aims and Objectives

This Association is organized, and shall be exclusively administered and operated, for the following charitable and educational purposes:

Section 1: To provide educational programs that will improve the abilities of individuals in the field of school business administration.

Section 2: To cooperate with the Association of School Business Officials International (ASBO), with various educational associations, including federal, state, and local instrumentality's of either, in developing and improving school business management and administration.

Section 3: To disseminate information relative to the activities of the Association, and to express and circulate the convictions of its membership on all subjects related to the purpose of organization.

Section 4: To promote the highest standards of ethics in all school business transactions and proceedings.

Article III – Membership

Membership in the Association shall consist of:

Section 1: Active Member: Available to an individual who is employed by a public school, private school or parochial school, college or university performing school business functions. Also open to individuals employed by the state department of education.

Section 2: Emeritus Member: Someone who was an Active Member at the time of retirement and is not employed in any area of school management or related endeavors.

Section 3: Associate (Business) Member: An individual, commercially interested in the field of school business, including exhibitors, business firms, advertisers, professional engineers, architects, certified public accountants, or other business related professionals.

Section 4: Honorary Member. Honorary members shall be those who have distinguished themselves in public or professional service, and who are elected as honorary members by the Board of Directors.

Section 5: Membership shall not be denied to anyone otherwise qualified on the basis of age, race, color, creed, national origin, sex, or disability.

Section 6: The Board of Directors shall have the power to censure, suspend, or expel any member for cause after due notice and an opportunity for a hearing before the Board of Directors. At the next general meeting, the Association shall have the authority to lift a censure or to reinstate a suspended or expelled member.

Section 7: The membership year shall be a twelve month period following receipt of dues.

Article IV – Officers

The officers of the Association shall consist of President, Vice President, Treasurer/Secretary and Immediate Past President.

Article V – Board of Directors

Section 1: The Board of Directors shall consist of President, Vice President, Treasurer/Secretary, the Immediate Past President, and (6) at Large and (3) Regional Directors. The President shall serve as chair of the Board of Directors.

Section 2: Any CASBO Member, while serving as an elected director or officer in the Association of School Business Officials International (ASBO) would automatically serve as a full member of the Board of Directors of CASBO.

Article VI – Meetings

Section 1: Meetings of the Association are to be held at such time and place as the Board of Directors may designate.

Section 2: Notice of all meetings shall be provided to each member not less than four weeks prior to the meeting.

Article VII – Quorum

A quorum is constituted when 20% of the voting membership is present. No business of the Association may be conducted unless a quorum is present. The official business of the Association shall be conducted at the Annual Conference.

Article VIII – Changes in Constitution and By -Laws

Changes or additions to the constitution and by-laws may be proposed at any meeting of the Board of Directors or of the Association. Such changes or additions shall then be referred to a committee for recommendation and may be adopted at the next meeting of the Association, by a majority vote of those voting members present. The proposed changes in the constitution or by – laws shall be included in the notice of the meeting, provided at least four weeks prior to the time of the meeting.

Article IX – Charitable Activity Restrictions

No part of the net income of this Association shall inure to the benefit of or be distributable to its directors, officers, members, or other private persons, except that this Association shall be authorized and empowered to pay reasonable compensation for services actually rendered, and to make payments and distributions in furtherance of the Association's aims and objectives. No substantial part of the activities of this Association shall be carrying on propaganda or otherwise attempting to influence legislation, and this Association shall not participate in or intervene in any political campaign on behalf of (or against) any candidates for public office.

Notwithstanding any other provisions set forth in this Constitution or in its bylaws, at any time during which it is deemed a private foundation, this Association shall not engage in any act of self-dealing as defined in §4941(d) of the Internal Revenue Code of 1986; this Association shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by §4944 of the Internal Revenue Code of 1986; and this Association shall not make any taxable expenditures as defined in §4945(d) of the Internal Revenue Code of 1986. Any reference in this Constitution to any section of the Internal Revenue Code of 1986 shall be deemed to refer also to the corresponding provisions of any subsequent Federal tax laws.

Article X – Dissolution

Upon the dissolution of this Association or the winding up of its affairs, the assets of this association shall be distributed exclusively for charitable or educational purposes, or to organizations that which are then exempt from Federal tax under §501(c)(3) of the Internal Code of 1986, and to which contributions are then deductible under §170(c)(2) of such law. If the Association of School Business Officials International (ASBO) is still in existence and exempt under 501(c)(3) of the Internal Revenue Code of 1986, the assets shall be distributed to it. Otherwise, other organizations having purposes similar to those of this Association shall be preferred.

BY – LAWS

Article I – Duties of Officers

Section 1: President: The President shall preside at all meetings of the Association and the Board of Directors.

The President:

- Shall have general supervision of the affairs of the Association and shall perform the duties usually assigned to the chief executive of such an association.
- Shall appoint all committees not otherwise provided for, and shall be an ex officio member of the committee.
- Shall set the agenda for Board of Directors meetings.
- Shall train the Vice President in the responsibilities of that office.
- Shall coordinate contract services evaluation and renewal.

Section 2 - Vice President: The Vice President shall exercise all the functions of the President in the President's absence.

The Vice President:

- Shall work in collaboration with the President in preparation for the responsibilities of that office.

- Shall work in collaboration with the Executive Director to prepare the program for the annual meeting for the Association subject to the approval of the Board of Directors.
- Shall work in collaboration with the Executive Director to prepare the program for the annual fall conference of the Association subject to the approval of the Board of Directors.

Section 3 - Treasurer/Secretary: The Treasurer/Secretary shall be one officer performing functions below.

The Treasurer/Secretary shall collect and give receipts for all money due the Association, retaining duplicate receipts, and shall hold in safekeeping all Association funds and shall keep a written record of the proceedings and transactions of all meetings of the Association and the Board of Directors.

The Treasurer/Secretary:

- Shall pay all claims against the Association and shall retain all supporting documents and authorizations.
- Shall prepare monthly financial reports of all receipts and disbursements and shall close and balance the Association's books at the end of each year.
- Shall prepare an annual budget as directed by the President.
- Shall invest all funds not required to meet the immediate needs of the Association.
- Shall maintain the membership data for all current members of the Association.
- Shall, at the expiration of the Treasurer/Secretary's term of office, transfer to the elected successor, all books, papers, records, and other property in his/her possession belonging to the Association.
- Shall keep a file of all official correspondence of the Association.
- Shall serve all necessary notices after approval by the President.
- Shall report in writing the transactions of the Association at least once a year.

Section 4 - The Past President: The Past President shall provide historical information to the Board of Directors pertaining to Association business.

The Past President:

- Shall support the activities of the President and Vice President in the responsibilities of those offices.
- Shall serve as chair of the Nomination Committee.
- Shall supervise the voting and election of officers and Board of Directors of the Association.
- Shall serve as parliamentarian

Article II – Board of Directors

The Board of Directors shall have the power to act in the name of the Association between regular meetings, provided said actions are not in conflict with the constitution or by-laws.

The Board of Directors shall meet at the call of the President or at the call of a majority of the Board of Directors.

The Board of Directors shall have the power to fill vacancies occurring in any office on the Board of Directors.

The Board of Directors shall have the power to call meetings of the Association.

Article III – Contracted Services

The Board of Directors may select an Executive Director and other contractors that will perform the duties mutually agreed upon for the Organization. The Board of Directors may select other contractors as deemed necessary. These individuals shall be considered independent contractors. Independent contractors are not voting members of the Association.

Article IV – Auditor

The President may appoint an Auditor each year who shall examine the records of the Treasurer and report annually to the Association.

Article V – Committees

The President shall appoint Officers, Directors, and /or members to such committees as may be necessary to assist in the activities of the Association. Each committee shall have an Officer and/or Director who shall chair such committee.

The standing sub-committees of the Association are:

- Membership
- Program Speaker
- Newsletter
- Nomination
- Vendor Participation /Corporate Sponsorship

Article VI – Nominations and Elections

The election of Treasurer/Secretary and Board of Directors, of the Association shall be by ballot at the Annual Meeting in each calendar year. A majority of the votes of active members present shall be necessary to elect the Treasurer/Secretary and Directors.

The Treasurer/Secretary, upon completing the term of office, shall automatically ascend to the office of Vice President, President and Past President respectively.

The President shall, subject to the approval of the Board of Directors, appoint a Nomination Committee chaired by the Past President and consisting of not less than three members, who shall submit a recommended slate to the electorate not less than two weeks prior to the meeting during which elections are to be held. Persons interested in holding office are encouraged to make their interests known to the Nomination Committee. Nominations may also be made from the floor. There are no provisions for proxy voting. Nominees for the **Treasurer/Secretary** shall have served in an elective office at least one year in the past three years to be eligible for nomination.

The right to vote and hold office shall be limited to active members.

Article VII – Terms of Office

The Officers of the Association shall serve a one year term. The Board of Directors shall serve a three year term. No person shall hold more than one office at the same time. CASBO Board members will be elected and hold office in accordance with the CASBO Constitution and By-laws.

Article VIII – Dues

The dues of members shall be determined by the Board of Directors. When requested, emeritus members of the Association will be retained on the Association mailing list and all dues and conference registration fees will be waived.

Article IX – Parliamentary Authority

The rules contained in *Robert's Rules of Order Newly Revised* shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with the constitution and the by-laws of the Association.

Adopted: February 6, 1970
Revised: February 6, 1975
Revised: June 11, 1980
Revised: February 1, 1990
Revised: February 6, 1992
Revised: February 10, 1994
Revised: September 21, 1995
Revised: April 4, 1997
Revised: April 11, 2001
Revised: April 10, 2003
Revised: April 14, 2005
Revised: April 21, 2011
Revised: April 23, 2015