

The Washington Art Education Association
PROPOSED BYLAWS

ARTICLE I. NAME

The name of this organization shall be: the Washington Art Education Association(WAEA), hereinafter referred to as “The Association”

ARTICLE II. PURPOSE

It is the purpose of the Washington Art Education Association:

1. to represent Art Educators and promote the study and teaching of the visual arts,
2. to encourage research in art education,
3. to promote and maintain the highest possible degree of quality instruction in art programs throughout the state,
4. to establish art as “basic” in the school curriculum, K-12, with instruction that is comprehensive, sequential, and taught by certified art teachers,
5. to cooperate with other state and national associations and government agencies to strengthen the place of art in education,
6. to promote the values of art in the schools to the public, school administrators, and government leaders,
7. to provide quality workshops, seminars, and conferences which contribute to personal and professional growth.

ARTICLE III. ORGANIZATION AND GOVERNMENT

SECTION 1. BOARD OF DIRECTORS

The Board of Directors shall serve as the chief governing body of the Association and shall be comprised of the Officers and Committee Chairs, plus nine Regional ESD Vice Presidents, one Elementary Representative, one Junior High/Middle Representative, one Secondary Representative, one Higher Education Representative, one Museum Representative, and the State Art Supervisor plus additional representatives approved by the Board of Directors.

To be eligible for membership on the Board of Directors, the individual must hold active membership status in the National Art Education Association (NAEA). Any member may petition the Executive Committee for a position on the Board. Term of office is two years.

SECTION 2. EXECUTIVE COMMITTEE

The Executive Committee of the Association shall be responsible for conducting the business of the Association between meetings of the Board of Directors. The Executive Committee shall be comprised of the following officers: The President(s), President(s) Elect, Secretary, Treasurer, and the Immediate Past President(s). The Executive Committee will nominate the members of the Board of Directors from the membership at large.

ARTICLE IV. DUTIES OF OFFICERS

SECTION 1. PRESIDENT(S)

The President(s) shall preside at all meetings of the Executive Committee, the Board of Directors, and General Membership. The President(s) shall serve as the liaison with NAEA. In the event of Co-Presidents, one of the two is to be the primary liaison with NAEA and will be so designated prior to the term of office. Term of office is two years.

SECTION 2. PRESIDENT(S) ELECT

The President(s) Elect shall assist the President(s) in sustaining the Association’s programs and serve on the Executive Committee. In the absence of the President(s), the President(s) Elect will conduct all official meetings. Term of office is two years.

SECTION 3. SECRETARY

The Secretary shall perform the duties of Secretary to the Executive Committee, the Board of Directors, and the Membership. He/She shall record the minutes of business at all Executive Committee, Board of Director, and General Membership meetings and make them available to members of WAEA. He/She shall keep records of the Association on file for easy reference. Term of office is two years.

SECTION 4. TREASURER

The Treasurer shall serve as custodian for the funds of the Association, and shall maintain a systematic accounting

of expenditures and income. The Treasurer will have the books reviewed every two years by the Budget Committee. The Treasurer shall be bonded. Term of office is two years.

SECTION 5. IMMEDIATE PAST PRESIDENT(S)

The Immediate Past President(s) shall assist the President(s) by providing advice and continuity for the association programs. Term of office is two years.

ARTICLE V. ELECTIONS AND APPOINTMENTS

SECTION 1. ELECTION OF OFFICERS

The election of officers shall take place at the annual general membership meeting. Any active Member who seeks office may have their name placed on the ballot by submitting a petition with the signatures of ten active members. The officers shall be elected for terms stated in Article III, Section 1.

SECTION 2. REGIONAL VICE PRESIDENTS

Regional Vice Presidents shall be elected from the nine Educational Service Districts (ESD) areas by the Executive Committee with recommendations from Active Members. Any Active Member may have their name submitted for consideration by the Executive Committee. All names of candidates for Regional Vice Presidents must be submitted to the Executive Committee. The Regional Vice Presidents thus appointed shall assume their duties immediately following their appointment. The term of office is two years.

SECTION 3. VACANCIES

In the event of a vacancy in any office or Board position, the Board may appoint a replacement for the remainder of the term.

ARTICLE V. MEETINGS

SECTION 1. MEETINGS

There shall be five regularly scheduled meetings of the Board of Directors per fiscal year.

SECTION 2. ANNUAL BUSINESS MEETING

The general membership shall convene for the annual business meeting to elect officers and conduct such other business of the Association as necessary. The annual business meeting is to be held in conjunction with the state wide conference.

SECTION 3. LOCATION

The location of the Conference and the Annual Business Meeting shall be determined by the Board of Directors and notification shall be given to the members no less than 90 days in advance.

SECTION 4. SPECIAL MEETINGS

Any individual or group who wishes to petition for a meeting of the General Membership for a Bylaws change, revision, or recall of elected officers without the approval of the Board of Directors, shall do so by submitting to the Board a Petition of Request for a Special Meeting. The Petition must be signed by at least one-third of the Active Members. Immediately upon the validation of the signatures by the Secretary and within 10 days after the Petition has been presented to the Board of Directors, a notification of a Special Meeting shall be sent to all voting members stating the purpose, the place, and the date of the meeting which shall be at least 30 days, and not more than, 90 days from the time the Petition was verified.

SECTION 5. RULES OF ORDER

The rules of procedure for the conduct of meetings of the General Membership, the Board of Directors, and Executive Committee shall be those contained in the latest edition of Robert's Rules of Order except as otherwise provided in these Bylaws.

ARTICLE VI. FINANCES

SECTION 1. FISCAL YEAR

The fiscal year shall be January 1 to December 31st.

SECTION 2. BUDGET

The Budget Committee shall present an annual budget to the Board of Directors for approval at the winter meeting.

SECTION 3. MEMBERSHIP FEES

Membership dues for WAEA shall be established by the Board of Directors and shall include the membership dues established by the National Art Education Association.

ARTICLE VII: COMMITTEES

SECTION 1. NOMINATING COMMITTEE

The Nominating Committee shall consist of the President(s), President(s) Elect, Secretary, Treasurer, and Immediate Past President(s) or their designees, and shall make its report and recommendations to the Board no later than the meeting immediately preceding the annual membership meeting. Term of office is one year.

SECTION 2. BUDGET COMMITTEE

The Budget Committee shall be comprised of the Treasurer and no fewer than two members appointed by the President(s). The Committee is responsible for preparation of the annual budget and conduct of the biannual review of records. The term of office is one year.

SECTION 3. COMMUNICATIONS COMMITTEE

The Communications Committee shall be comprised of the Chairperson plus members who the Chairperson shall select, and the publications editor(s) and website manager appointed by the Executive Committee. The Committee shall be responsible for all general membership and external public communications on behalf of the Association. Committee members are appointed for two-year terms.

SECTION 4. CONFERENCE COMMITTEE

The Conference Committee shall be headed by a member or members in good standing, appointed by the Executive Committee. The Committee shall plan and organize conference programs with the support and guidance of the Officers and Board. The Conference Chair(s) will present a conference report including all monies collected and disbursed no later than January 31 following the conference.

SECTION 5. OTHER COMMITTEES

Additional Committees or Task Forces, as deemed necessary for the work of the Association, may be appointed at any time by the President(s) upon the approval of the Board of Directors or Executive Committee.

ARTICLE IX. AMENDMENTS

These Bylaws may be amended, in whole or in part, at any annual business meeting of the Association by a two-thirds majority vote of the accredited voting representatives present at the meeting, providing that the proposed amendment has been submitted in writing and presented to the Board of Directors 30 days prior. The Board of Directors may submit amendments which must be approved by mail ballot by two-thirds majority of the members voting on the amendment(s).

ARTICLE X. INDEMNIFICATION OF OFFICERS AND DIRECTORS

SECTION 1. GENERAL PROVISIONS

No officer, director or former officer or director shall be personally liable to the Association or its members for monetary damages for any conduct as an officer or director; provided, however, that this section shall not eliminate or limit liability for acts or omissions that involve intentional misconduct or a knowing violation of law by an officer or director or for any transaction from which the officer or director will personally receive a benefit in money, property, or services to which he/she is not legally entitled; and provided, this limitation shall not eliminate or limit the liability of an officer or director for any act or omission prior to the date when this provision becomes effective.

SECTION 2. EXPENSES

Each officer or director shall be indemnified by the Association against all expenses reasonably incurred by him/her in connection with an action, suit or proceeding to which he/she may be a party defendant or with which he/

she may be threatened by reason of his/her being or having been a director or officer or by reason of having acted pursuant to a resolution of the Board of Directors, but an officer or director shall not be indemnified for any matter for which he/she is held liable for gross negligence or misconduct in the performance of his/her duties. The term "expenses" includes the amount paid in satisfaction of a judgment or in the settlement of a claim if the settlement is approved by a majority of the members of the Board of Directors other than those involved or by a majority of the members of a committee who are not officers or directors so involved appointed by the President, subject to the approval of the Board. The right of indemnification under this article shall not exclude any other right to which an officer or director may be entitled nor restrict the Association's right to indemnify or reimburse an officer or director in a proper case even though not specifically provided for herein.

SECTION 3. INSURANCE

The Association may maintain insurance, at its expense, to protect itself and any such director, officer, employee or agent or another corporation, partnership, joint venture, trust or other enterprise against any such expense, liability or loss, whether or not the Association would have the power to indemnify such person against such expense, liability or loss under Washington State Law.

ARTICLE XI. DISSOLUTION

The Association shall use its funds only to accomplish the objectives and purposes specified in these Bylaws and no part of said funds shall inure, or be distributed to the members of the Association. On dissolution of the Association, any funds remaining shall be distributed to one or more qualified scientific, educational, charitable or philanthropic organizations related to the field of Art Education to be selected by the Board of Directors.