

**WASHINGTON STATE
INDIAN EDUCATION
ASSOCIATION**



Bylaws

APRIL 5, 2016

PAGE	ARTICLE	NAME
3	ARTICLE I	NAME
3	ARTICLE II	PURPOSE
3	ARTICLE III	MEMBERSHIP
4	ARTICLE IV	MEETINGS
4	ARTICLE V	BOARD OF DIRECTORS
7	ARTICLE VI	OFFICERS
8	ARTICLE VII	COMMITTEES
8	ARTICLE VIII	PARLIAMENTARY AUTHORITY
8	ARTICLE IX	DOCUMENT REVIEW AND APPROVAL
9	ARTICLE X	FINANCIAL
9	ARTICLE XI	PROPERTY
9	ARTICLE XII	CONFLICT OF INTEREST
10	ARTICLE XIII	COMMUNICATIONS
10	ARTICLE XIV	DISSOLUTION
10	ARTICLE XV	AMENDMENTS

ARTICLE I – NAME

SEC. A. This association shall be known as the WASHINGTON STATE INDIAN EDUCATION ASSOCIATION hereafter referred to as WSIEA.

ARTICLE II – PURPOSE

SEC. A. To assist educators of American Indian/Alaska Native (hereinafter referred to as Native) students with the identification, promotion, and implementation of appropriate curricula and teaching styles suited to the learning styles of Native students.

Definition of American Indian: For the purposes of the WSIEA Constitution, the term "American Indian" shall mean any U.S. Citizen who: 1) is a member of a tribe, Nation, band or other organized group of Indians, including those tribes, Nations, bands or groups terminated since 1940 and those recognized now or in the future by the state in which they reside, or who is a descendent, in the first or second degree, of any such member, or 2) is considered by the Secretary of the Interior to be Indian for any purpose, or 3) is an Eskimo or Aleut or other Alaska Native, or 4) is recognized as an Indian by his/her community.

Definition of Alaska Native: For the purposes of the WSIEA Constitution, the term "Alaska Native" shall be any U.S. Citizen who is an Eskimo or Aleut or other Alaska Native as defined by the Alaska Native Claims Settlement Act of 1971.

SEC. B. To identify and promote educational excellence for our Native students through support of parental, tribal, and community involvement.

SEC. C. To effectively collaborate with organizations, communities, and academic institutions to recommend educational policy development and implementation with federal, tribal, state, regional, and local communities.

SEC. D. To encourage and assist public and Tribal schools, school districts, school boards, Title VI programs, Office of the Superintendent for Public Instruction (OSPI), colleges, and educational associations to ensure positive involvement of Native communities in the promotion of higher educational achievement of our Native students.

ARTICLE III – MEMBERSHIP

SEC. A. Regular Membership:

1. The membership of this organization shall be open to anyone interested in improving educational opportunities for Native students. Membership is not limited to residents of Washington State.
2. A member in good standing is a member whose dues are current.
3. Only members in good standing shall have voting privileges.

SEC. B. Affiliate Organization membership:

1. Any organization that supports the WSIEA Purposes, as outlined in Article II, can apply to the Board of Directors of WSIEA for membership as an Affiliate Organization. The Board of Directors will review the application and take action at a regularly called Board meeting.

Affiliate Organizations will not have voting privileges, but their participation will be encouraged and they will be eligible to receive membership communications.

SEC. C. Membership Dues:

1. Dues shall be determined and approved by the Board of Directors.
2. Dues will be paid immediately upon joining WSIEA. Thereafter, all dues will be due and payable at the annual conference.

ARTICLE IV – MEETINGS

SEC. A. Regular Meetings:

1. The Board of Directors shall meet at least on a quarterly basis and notify the general membership of the date, time, and location of the meetings. Board meetings will be open to all members, except when executive session is called. A majority of the Board of Directors or a majority of the general membership present and in good standing shall constitute a quorum for conducting business for WSIEA. Minutes of Board meetings will be routed to each respective WSIEA board member within ten (10) days after the meeting and will be sent out the membership after their approval from the Board. Minutes will also be available upon request to WSIEA membership.

SEC. B. Annual Meeting:

1. WSIEA shall meet at least once, in-person, each year during the annual conference. The date, time, location, and any additional conference fees shall be decided by the Board of Directors in 90 days notice.

SEC. C. Special meetings:

1. The Board of Directors may schedule special meetings - locations, dates, time, place, and agendas - when Native education action is critical to the WSIEA membership or as deemed necessary to fulfill the objectives of WSIEA.
2. Special meetings may be called by the Chairperson as needed with the approval of a majority of the Board.
3. Committee meetings shall be determined by the committee in response to the timeline and needs of WSIEA and the Board of Directors.

SEC. D. Meeting agendas:

1. Any WSIEA member may request to make presentations or recommend topics of interest to the Board of Directors for any scheduled WSIEA meeting. The Board of Directors shall be responsive to WSIEA membership during the development of the agenda for all annual, quarterly, and special Board meetings.
2. Any WSIEA member may attend any regular meeting scheduled by the Board of Directors for the purpose of discussing an educational area of concern.

ARTICLE V - BOARD OF DIRECTORS

SEC. A. Composition:

1. The Board of Directors shall be composed of twelve (12) elected Native members, including the five (5) officers: Chairperson; 1st Vice Chairperson; 2nd Vice Chairperson; Secretary; Treasurer; and two (2) Elders - 55 years and older - one from the Westside of the State of Washington, and one from the Eastside; two (2) parent representatives with each representative being the parent or guardian of at least one Native child in grades K-12 - one parent from the Westside of the State of Washington, and

one from the Eastside; two (2) students - (1) high school student and one (1) post-secondary student; and one (1) member-at-large. In addition to the twelve (12) elected members, the Board will also include one member ex-officio appointed by the Office of Native Education within the Office of Superintendent of Public Instruction which is then reviewed by the Board.

SEC. B. Responsibilities:

1. The Board of Directors shall uphold and develop an effective system to implement those purposes listed in Article II, Section A-D listed within these By-Laws.
2. The Board shall have the enumerated power to act, on the behalf of WSIEA and WSIEA's membership, to address Native education issues on the local, state, tribal, or federal level that may be detrimental to the purpose of WSIEA's educational goals for Native students.
3. The Board may exercise such further power as delegated to the Board by the general membership to take action necessary for the vitality of WSIEA.
4. The Board of Directors shall maintain the right to decide dates, location, content and agenda for the annual meeting, conference, quarterly meetings, and special meetings of WSIEA.
5. The Board shall maintain the enumerated power to formulate, organize or appoint committees whose duties shall be designated by the Board of Directors.
6. The Board of Directors shall be the policy making body of WSIEA.
7. The Board shall have full responsibility of the property, business, and organization, with full power to manage and conduct business for WSIEA subject to the instructions and actions of the general membership. The Board shall plan and direct the work necessary to carryout program and/or plans adopted at the general meeting.
8. The Board of Directors shall be empowered to sign, submit, and negotiate all bids, contracts, and/or applications for resources for the operation of WSIEA.
9. The Board shall hear complaints, grievances, and/or appeals of the membership, and shall take such action rendered necessary to protect the rights of members and WSIEA interests. See the 'Grievance Policy' for more information.
10. Any right and power heretofore vested in the Board, but not expressly referred to in these By-Laws, shall not be abridged by this Article.

SEC. C. Terms:

1. Terms of Officers shall be: Chairperson three (3) years; 1st Vice-Chairperson three (3) years; 2nd Vice-Chairperson three (3) year; Secretary three (3) years; Treasurer three (3) years; Two Tribal Elders, two (2) year; Two Parent representatives, two (2) years; Two Native students, each, one (1) year; Member- at- large, two (2) years; and ex officio is ongoing.
2. No director may serve more than two consecutive terms in the same office or position.

SEC. D. Nominations:

1. A Nomination Committee shall be established, by the Board of Directors, ninety (90) days prior to the annual meeting to solicit and receive written nominations to present to the WSIEA board at least two weeks prior to the annual meeting. Nominators and nominees must be members in good standing at the time of nomination. Nominations submitted must include a short bio and nominees must be present at the annual meeting and must address the membership of their intent to run for office and their commitment to the purposes of WSIEA.
2. Nominations for positions of the Board of Directors may also be made from the floor to the general membership during the annual meeting of WSIEA. Nominators and nominees must be members in good standing and nominees must be present during the annual meeting to acknowledge acceptance of nomination for candidacy and may be asked to speak and address the membership of their commitment to the purposes of WSIEA.

SEC. E. Election:

1. All elections shall be conducted by secret ballot. Plurality vote shall rule. WSIEA members in good standing may vote.
2. It shall be the duty of the Nominations Committee Chairperson to announce to the general assembly the newly elected Board of Directors each respective year as terms of office expire for the Board members.
3. Directors shall take office following the adjournment of the meeting at which they are elected.
4. Parent representative terms shall be determined prior to soliciting nominations when initiating the stagger of terms. Determination shall be made by flipping a coin.

SEC. F. Installation:

1. The newly elected Board members who have been duly certified and announced shall be installed as the last order of business prior to adjournment of the annual meeting of WSIEA. They shall be installed by the Chairperson of the Nominations Committee or by a local official by subscribing to the following oath:

I _____, do hereby solemnly swear and affirm that I shall preserve, support, and protect the Washington State Indian Education Association and its Bylaws to the best of my ability now and throughout the duration of my term of office.

SEC. G. Vacancies:

1. If any director dies, resigns, or is unable to perform their duties during their term, the Board of Directors shall declare the position vacant and appoint another WSIEA Native member in good standing to complete the term of office. The member will be appointed from first, the listing of members nominated at the annual meeting receiving the most votes, or if not available to serve, may be appointed by the Board at their sole discretion.

SEC. H. Removal:

1. The Board of Directors may, by two-thirds vote, expel any member of the board for:
 - a. Neglect of duty
 - b. If found guilty of any gross misdemeanor or felony charge in a tribal, state, or federal court of law;
 - c. Failure to attend two (2) regularly scheduled Board meetings without just cause provided to the Chairperson or his/her designate;
 - d. Proven violation of the WSIEA By-Laws.
 - e. Verified not to be a member in good standing with WSIEA.
2. WSIEA membership may petition for the removal of a member of the Board of Directors through a petition of one-third of the association membership provided in writing. It shall be the duty of the Board of Directors to verify signatures against the current membership listing and implement due process procedures to take appropriate action to remove or retain the member against who the petition was filed. Membership shall be provided a full report of action taken by the Board of Directors.
3. The Board of Directors shall provide a written notification of the decision to the member removed, stating the reason for removal, effective date of removal and a copy of the due recourse available.
4. Any member of the Board of Directors, removed for any reason, shall have access to due process and may appeal the decision of the Board of Directors or the general membership. Procedures for due process are outlined in the WSIEA Operations Manual.

5. Neither the Board of Directors, nor any individual of the Board or WSIEA, shall be held liable for any personal or legal cost incurred by the appellant during the process.

SEC. I. Meetings:

1. The Board of Directors shall meet on a quarterly basis and notify the general membership of the date, time, and location of the meetings at least 2 weeks in advanced. Board meetings will be open to all members, except when executive session is called.
2. Special meetings may be called by the Chairperson as needed with the approval of a majority of the board.
3. A quorum for a meeting of the Board of Directors shall consist of a majority of current Board members.
4. Minutes of Board meetings will be routed to each respective WSIEA board member within ten (10) days after the meeting and will be sent out the membership after their approval from the Board. Minutes will also be available upon request to WSIEA membership.

ARTICLE VI – OFFICERS

SEC. A. Officers:

1. The Officers of WSIEA shall be the Chairperson, 1st Vice-Chairperson, 2nd Vice-Chairperson, Treasurer, and Secretary.

SEC. B. Officer Duties:

1. All officers are required to attend all official meetings. Officers are responsible for communicating with the other officers and members in a timely manner.
2. The Chairperson of the Board of Directors shall be the chief executive officer and shall preside over all annual and special WSIEA general membership meetings and quarterly and special Board of Director meetings. The Chairperson shall draft the agenda, which will be sent out to the members by the secretary. The Chairperson shall be the second signatory on all checks issued by the organization, following the Financial Policy.
3. The 1st Vice-Chairperson shall maintain full authority carrying out aforementioned duties in the Chairperson's absence.
4. The 2nd Vice-Chairperson shall carry out aforementioned duties in the absence of the Chairperson and 1st Vice-Chairperson.
5. The Secretary shall be responsible for sending notices to the general membership of all meetings, meeting agendas drafted by the Chairperson, taking minutes at all WSIEA meetings, and the distribution of same; preparation of correspondence, etc. at the Board's request and dissemination as appropriate. It is the Secretary's duty to keep all contact information up to date for the organization's membership and to keep a current membership contact list in conjunction with the Treasurer's current list of paid memberships.
6. The Treasurer shall accept, record, and deposit all payments, pay bills, and maintain roster of paid memberships. The treasurer shall report on all funds and debts at all Board meetings and maintain all financial records and budgets for transparency in accounting and auditing. It is the Treasurer's duty to follow and assist other Board members in following the Financial Policy. At the end of the treasurer's term, he/she shall work jointly with the newly elected or appointed treasurer to finalize conference accounts and transfer all financial records within sixty (60) days.

ARTICLE VII – COMMITTEES

SEC. A. Committees: Committees may be created by the Board of Directors as necessary. Special committees shall be defined within the scope of work to be performed by such committee. The scope of work shall have a time frame from beginning to ending for such committee to perform the work required. Upon termination of such committee, this committee will have no further power unless such power and definition of work to be performed has been legally extended in written form by the Board of Directors.

SEC. B. Appointment: Except as provided elsewhere in these bylaws, the Board of Directors Chairperson shall appoint the chairperson and members of committees with the approval of the Board of Directors. The committee Chairperson must be a member of the Board of Directors. The Chairperson of the Nominations Committee shall be a member whose term is ending and he/she agrees to not accept a nomination for a board position. Other committee appointments may draw from members of the board as well as from WSIEA members in good standing.

ARTICLE VIII - PARLIAMENTARY AUTHORITY

SEC. A. The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern WSIEA in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the organization may adopt.

ARTICLE IX - DOCUMENT REVIEW AND APPROVAL

SEC. A. Any resolution or position statement developed by any member of WSIEA in good standing may be presented to the general membership for review, comments, recommended changes, and approval of such documents during an annual or special meeting of WSIEA.

SEC. B. All documents and/or resolutions shall be submitted to the Board of Directors fifteen (15) calendar days prior or such time that the Board of Directors may determine to be a deadline date for submission of documents for approval during any scheduled meeting of WSIEA membership.

SEC. C. Each member of WSIEA in good standing has the right to vote on documents presented to the general membership during annual or special meetings of WSIEA. Majority shall constitute approval or disapproval of such documents.

SEC. D. All documents and/or resolutions approved, created, or adopted by WSIEA general membership shall be disseminated to the membership as well as any appropriate organization or government agency as directed in the resolution or determined by the Board of Directors. These will be disseminated by the Secretary of WSIEA to the Board of Directors within ten (10) working days after their adoption. A report will be submitted to the general membership identifying where each document and/or resolution was routed.

ARTICLE X – FINANCIAL

SEC. A. WSIEA shall function as a public non-profit organization within the State of Washington and shall follow all applicable state and federal laws as such. In addition, WSIEA shall follow its Financial Policy as approved by the Board of Directors.

SEC. B. The bank accounts of WSIEA shall be reconciled and audited annually by the Board of Directors. An outside audit of the WSIEA bank accounts will be conducted at the conclusion of each treasurer's term of office, whether it is the natural end of a three-year term or an early exit from the position. If a treasurer is elected to serve an additional term, then as audit is to be conducted at the time that the new term ensues.

SEC. C. Only the Board of Directors can, by majority vote, approve loans or take on debt.

SEC. D. Any check or bill to be paid above \$5,000 requires three signatures; the chairperson, the treasurer, and one of the remaining Board of Director officers.

SEC. F. WSIEA's financial information shall only be shared with current Board members, auditors, and funders as well as on applicable state and federal reports and audits. Others may receive WSIEA's financial information with express written approval of the Board. WSIEA's financial information is covered by WSIEA's Confidentiality Policy.

ARTICLE XI – PROPERTY

SEC. A. All WSIEA property shall be subject to the control and management of the Board of Directors.

SEC. B. An inventory shall be maintained by the WSIEA Secretary, in coordination with the Treasurer, of all property owned by WSIEA and shall be maintained on file at all times.

SEC. C. All records shall be kept by the respective Board members until their position and responsibilities are completed and they are replaced by a newly elected or appointed member. At that time, the respective Board member shall pass on the appropriate records and/or materials to his or her respective Board replacement.

SEC. D. An archive of documents, constitution/by-laws, meeting minutes, conference packet, treasurer reports, bank records, official correspondence, etc. for WSIEA will be established at the Office of Indian Education (OSPI). Members in good standing have rights to review archived documents so long as the information contained in the documents is not proprietary, restricted, or would otherwise endanger the vitality of the organization. Members can request to review or make copies of documents through the Secretary.

ARTICLE XII – CONFLICT OF INTEREST

SEC. A. Financial: The Board of Directors, committee members, and staff of the Washington State Indian Education Association shall adhere to WSIEA's Conflict of Interest Policy when it is, or is contemplating, entering into a transaction or arrangement. WSIEA Board of Directors, committee members, and staff will follow any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

SEC. B. Potential Interest Conflicts:

1. WSIEA recognizes that the Board of Directors and committee members of the association may have other jobs, positions, and interests that may, at times, conflict, or appear to conflict, with the WSIEA's interests. The Board of Directors, committee members, and staff must declare these potential conflicts for review and follow the Conflict of Interest Policy.
2. WSIEA is a public charitable organization operating under applicable state and federal non-profit laws. While the organization will advocate for Native education and promote education policy development and implementation, the organization and its representatives, the Board of Directors, committee members, and staff, will not engage in lobbying. Individuals that wish to exercise their individual rights must declare their actions to the organization for review and the Conflict of Interest Policy shall be followed.

ARTICLE XIII – COMMUNICATIONS

SEC. A. The WSIEA Secretary will compile a list serv from conference registration forms and membership applications. This list serv will receive minutes, reports, and other pertinent information regarding the WSIEA meetings and annual conference.

1. WSIEA Board of Directors will strive to maintain ongoing communications with the membership they represent and with other organizations to insure that members are kept informed of events and activities of the Board and information pertinent to Native education.

ARTICLE XIV – DISSOLUTION

SEC. A. Upon dissolution of WSIEA, the property shall be transferred to such another organization or tribe, or multiple organizations or tribes, as may be deemed advisable by the Board of Directors, providing that such organizations or tribes be non-profits having purposes the same as or similar to WSIEA.

ARTICLE XV - AMENDMENTS

SEC. A. Amendments:

1. Proposals to amend the By-laws may be initiated by the Board of Directors or by any WSIEA member in good standing.
2. Proposals are to be submitted to the Board of Directors at least 45 days prior to the annual meeting. The Board of Directors shall then provide written notice of the proposed amendment to the membership at least 30 days prior to the meeting. The notice shall include the complete text of the proposed amendment. Amendments shall be presented to the general membership for review and comment during the annual meeting, prior to being placed on the ballet.
3. Amendments shall require a two-thirds ballet vote for approval.

SEC. B. Effective Date:

1. Amendments shall take effect at the adjournment of the meeting at which they are adopted unless otherwise provided.

RATIFICATION OF REVISED BYLAWS

This Bylaws attached hereto shall be in full force and effective at the adjournment of the meeting at which they are adopted upon a majority vote of WSIEA membership.

Secretary of the
WASHINGTON STATE INDIAN
EDUCATION ASSOCIATION

ATTEST:

Chairperson of the
WASHINGTON STATE INDIAN
EDUCATION ASSOCIATION

DATE: _____