

BYLAWS OF THE VIRGINIA STAFF DEVELOPMENT COUNCIL, INC.

ARTICLE I. NAME AND MISSION

- Section 1. This organization shall be known as the Virginia Staff Development Council, Inc.
- Section 2. The mission of the Virginia Staff Development Council, Inc. is to ensure success for all students by serving as the Virginia network for those who improve schools and by advancing individual and organization development.
- Section 3. The goal of the Virginia Staff Development Council, Inc. is to connect members with information, strategies, and best practices that demonstrate high expectations and produce positive results for both students and staff.

ARTICLE II. AFFILIATION

- Section 1. The Virginia Staff Development Council, Inc. shall be affiliated with the National Staff Development Council.

ARTICLE III. MEMBERSHIP AND DUES

- Section 1. Any person interested in staff development shall be eligible for active membership.
- Section 2. The membership year shall be from October 1 to November 30 of the subsequent year.
- Section 3. Dues will be set annually by the Board of Directors.

ARTICLE IV. OFFICERS AND BOARD OF DIRECTORS

- Section 1. The officers of the Virginia Staff Development Council, Inc. shall be President, President-Elect, Secretary, and Treasurer. Each officer and director shall be an active member of Virginia Staff Development Council, Inc. and National Staff Development Council.
- Section 2. Responsibilities of the officers shall be as follows:
- A. The President shall preside over all meetings of the Virginia Staff Development Council, Inc. and the Board of Directors, appoint all chairmen of the standing committees and any other committee not otherwise included in the VSDC bylaws, ensure that all provisions of the bylaws are fulfilled by appropriate officers and committee chair people; serve as a liaison for any business involving an external agency, and serve as ex-officio member of all committees.

- B. The President-Elect shall preside in the absence of the President. The President-Elect shall assume the office of the President if it is vacated and shall succeed to the office of President at the expiration of the presidential term. The President-Elect shall oversee the activities planned and coordinated by the Regional Representatives.
 - C. The Secretary shall maintain records and minutes of all meetings of Virginia Staff Development Council, Inc. and the Board of Directors; oversee all correspondence, issue notices of meetings and perform other duties as assigned by the President.
 - D. The Treasurer shall keep a record of membership payments, receive monies for Virginia Staff Development Council, Inc., pay all bills authorized by the President, keep an accurate and current record of all receipts and expenditures of Virginia Staff Development Council, Inc. funds, report at the annual business meeting and other times as requested by the President.
- Section 3. The Board of Directors of the Council shall consist of the elected officers of the Council, the immediate Past-President, eight elected regional representatives, and the chairs of standing committees. Fifty-one percent of the members of the board shall constitute a quorum. In the event that an office (other than the presidency) or Board member position is vacated, the Board shall select a replacement for the unexpired term.
- Section 4. The Board of Directors shall meet at least once a year in a predetermined location and as necessary to conduct the business of Virginia Staff Development Council, Inc. Board business may be conducted by conference call or email as necessary.
- Section 5. The election of officers and terms of office for each shall be as follows:
- A. The officers and Board of Directors shall be elected during the annual business meeting. All newly elected Board members shall assume their duties at the conclusion of the annual business meeting.
 - B. The officers and Board of Directors shall be elected to serve terms of two years and shall not serve more than two consecutive terms *in the same position*. Regional Representatives for Regions 1, 3, 5, and 7 shall be elected in July of odd numbered years and Regional Representatives for Regions 2, 4, 6, and 8 shall be elected in July of even numbered years.
- Section 6. Any position on the Board of Directors may be declared vacant by a two-thirds vote of the board should it become necessary for cause. Cause shall be defined as either of the following:
- A. Not performing duties as defined by the Bylaws, Article IV

- B. Excessive absences from board meetings.

ARTICLE V. COMMITTEES

Section 1. The Board shall be represented on each committee of the organization.

Section 2. The standing committees shall include the following:

- A. The Nomination Committee shall be chaired by a member of the Board of Directors. This committee shall be responsible for receiving nominations, developing a ballot, and sending the voting membership the proposed slate of officers at least one month prior to the annual business meeting.
- B. The Communications Committee shall be chaired by a member of the Board of Directors. This committee shall be responsible for developing and maintaining a web site for the organization and for publishing the affiliate newsletter.
- C. The Conference Planning Committee shall be chaired by a member of the Board of Directors. This committee shall be responsible for planning and coordinating the organization's annual state conference.
- D. The Membership Committee shall be chaired by a member of the Board of Directors. This committee shall be responsible for increasing membership and developing and maintaining a current membership database.
- E. The Policy Committee shall be chaired by a member of the Board of Directors. This committee shall be responsible for researching policy issues related to professional development and reporting that information to the membership. The committee shall also be responsible for identifying individuals to assist our affiliate in influencing policy. The committee will use as a reference the NSDC/National Conference of State Legislatures Policy for state legislatures interested in strengthening the quality of professional development in their states. www.nsd.org/statepolicies.htm
- F. The Finance Committee shall be chaired by a member of the Board of Directors. This committee shall be responsible for complying with IRS and non-profit organizational policies. The treasurer will serve as an ex-officio member of this committee.
- G. The Bylaws committee shall be chaired by a member of the Board of Directors. This committee shall be responsible for receiving proposals on amendments to the bylaws, which will be presented to the Board of Directors for possible revisions as needed.

Section 3. The President is authorized to appoint additional committees as needed to carry out the work of the Virginia Staff Development Council, Inc.

ARTICLE VI. MEETINGS

Virginia Staff Development Council, Inc. shall hold an annual business meeting and such other meetings to promote the purposes of the organization.

ARTICLE VII. AMENDMENTS

Any member may propose changes to these Bylaws by sending them to the President at least 60 days prior to an annual business meeting. The proposed changes must be sent to members one month prior to the annual business meeting. They must be approved by two-thirds of the active members present at the annual business meeting.

ARTICLE VIII. PARLIAMENTARY AUTHORITY

The President-Elect shall serve as parliamentarian.

ARTICLE IX. DISSOLUTION

If at any time the Virginia Staff Development Council, Inc. shall cease to carry out the purposes As herein stated, all assets and property held by the Virginia Staff Development Council, Inc., Whether in trust or otherwise, shall after payment of all liabilities, be paid over to an organization which has similar purposes and has established itself as a tax-exempt organization under Section 501c (3) of the Internal Revenue Code. The designated organization shall be endorsed by a majority vote of the Board of Directors.

ARTICLE X. INTERNAL REVENUE SERVICE

The purposes for which the Virginia Staff Development Council is organized are exclusively educational as defined in the Internal Revenue Law, and notwithstanding any other provision of those articles, the Virginia Staff Development Council shall not carry out any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under 501c (3) of the Internal Revenue Code (1954) or the corresponding provisions of any future United States Internal Revenue Law.