

**WASHINGTON ASSOCIATION FOR BILINGUAL EDUCATION  
BYLAWS**

**Article I Organizational Name**

The name of the association shall be the Washington Association for Bilingual Education hereinafter referred to as WABE.

**Article II Organizational Form & Purpose**

WABE is a 501(c) 3 non-profit consensual organization whose central purpose shall be to promote the philosophy and practice of bilingual and multicultural education in Washington schools and other appropriate agencies and institutions.

**Article III Organizational Structure**

**Section 1 The Association**

The general body of WABE shall meet as an association on relevant issues, to share information, solve problems, and make recommendations on policies, strategies, priorities and direction of services to federal, state, and local agencies concerned with bilingual education. WABE shall provide a network of information and shall proactively identify issues, concerns, trends, ideas, and solutions to social, educational, civil, and health issues for culturally and linguistically diverse groups in Washington.

**Section 2 Board of Directors**

The Board of Directors, elected from WABE members, shall provide leadership and operational functions for the association. It will conduct general meetings of the membership, plan and oversee annual conferences, and interact with association members regarding programs, policies, strategies, priorities, and direction of the organization. During interim periods between annual conferences, the Board of Directors shall be responsible for the operational decisions and operations of WABE.

**Section 3 Board of Directors Membership**

The Board of Directors of WABE shall consist of a President, a President-Elect, an immediate Past President, a Treasurer, a Secretary, and a Regional Representative from each of the nine Educational Service Districts: Northwest (ESD 189), North Central (ESD 171), Eastern (ESD

101), Olympic (ESD 114), Puget Sound (ESD 121), West (ESD 113), Southwest (ESD 112), South Central (ESD 105), TriCities (ESD 123). An OSPI Ex-Officio Member will have a non-voting position on the board. All officers must be active members of WABE.

#### **Section 4 Committees**

Standing committees of WABE shall be: Nominations and Elections Committee as described in Article VII Sec. 1, , and Executive Committee composed of the President, President-Elect, Secretary, Treasurer, Past President, and Parliamentarian. Ad Hoc committees may be established by vote of the Board of Directors. Members of standing and Ad Hoc committees shall be appointed by the Board of Directors. Such additional committees shall be chaired by a member of the Board of Directors and include no less than three voting members. Appointment to a standing committee shall be for one year.

### **Article IV Membership**

#### **Section 1 Membership**

Membership in WABE shall be extended to all persons who are interested in bilingual and multicultural education, are supportive of its goals and objectives, abide by its bylaws and policies and remit payment for membership dues. Active membership will require the payment of annual dues and will allow the active members to be eligible for holding office and voting on WABE matters. The term of membership shall be from the day of the Annual Conference to the end of the day before the following Annual Conference. Active membership will require the payment of annual dues and will allow the active member to be eligible for holding office and voting on WABE matters. When a membership fee is paid between Annual Conferences, partial-year membership shall begin upon receipt of fee and extend until the end of the day before the first Annual Conference.

#### **Section 2 Rights**

A member of WABE shall be entitled to all rights and privileges of WABE, the right to vote (excluding Special Member category). A member may run for elected office or hold appointive office, with the exception of Executive Committee, after two years of active membership. To run for Executive Committee, a member must have served a minimum of one full term (two years) on the Board of Directors. Active, Professional, Parent, and Student members as outlined

in Article IV, Section 3a will enjoy full voting rights. Institutional membership shall be entitled to one vote.

### **Section 3 Categories of Membership**

Persons who attend the Annual Conference, or alternatively, pay a membership fee, will be considered ACTIVE members.

## **Article V Meetings of WABE**

### **Section 1 Annual Business Meeting**

One statewide Annual Business Meeting shall be convened. This meeting shall be held in conjunction with the WABE Annual Conference. Annual Business Meetings will be open to all WABE members and others who indicate interest. Meetings will be convened by the President of WABE. Additional meetings may be convened by the President with the approval of the Board of Directors.

### **Section 2 Special Meetings**

Special meetings of WABE may be called by the President with the approval of the Executive Committee, by the Board of Directors, or by a two thirds vote of WABE general membership.

### **Section 3 Quorum and Voting**

A quorum for the transaction of business at WABE Board of Directors meetings shall be 8 of the 15 elected members. For the transaction of business at WABE business and committee meetings (excepting Board of Directors meetings) a quorum shall be comprised of all active members attending officially convened meetings. All voting shall be a majority vote once a quorum is established.

### **Section 4 Meeting Supervision**

The Board of Directors of WABE shall have general supervision over the plans and programs for all meetings. The location and dates of the Annual business meeting shall be provided to all members at least 30 days prior to the dates of the meetings.

### **Section 5 Board of Directors Meetings**

The President shall convene the Board of Directors to establish an annual calendar which is to include a minimum of three Board of Directors meetings. The President shall call a special meeting of the Board of Directors upon receiving written request from at least five members of the Board of Directors stating the purpose of the meeting.

## **Article VI Elected Officers**

### **Section 1 Elected Officers**

The elected officers of WABE shall be the President, Immediate Past President, President-Elect, Secretary, Treasurer, and nine Regional Representatives.

### **Section 2 Duties of the Officers**

The duties of the officers shall be as stated in the Bylaws and Policies of WABE. Officers shall perform any other duties prescribed for them by the WABE Board of Directors or formally approved by the general membership.

#### **President**

The President shall preside over the meetings of WABE and of the Board of Directors. The President shall act as Tri-Chair of the Annual Conference, shall represent WABE, and shall be the principal spokesperson for WABE. The President is responsible for the overall success of the Association and ensures that WABE's Mission and Vision are honored and promoted. The President may assign duties as necessary to other Board members, staff and volunteers.

#### **President Elect (Vice President)**

The President-Elect shall act in the absence of the President and shall carry out other duties as assigned by the President and the Board of Directors. The President-Elect shall act as the Tri-Chair of the Annual Conference. The President-Elect will organize entertainment and food service as well as additional activities as assigned by the President for the annual conference, and organize regional professional development activities. The President-Elect will represent WABE at the annual meeting of state affiliates at the NABE Conference. The President-Elect will prepare a draft annual budget for presentation at the Late Summer/Fall meeting of the Board of Directors.

#### **Past President**

The immediate Past President shall assist the President with organizational continuity. The Past President shall assist the President with WABE business as requested by the Board of Directors. The Past President shall act as Tri-Chair of the Annual Conference, Chair of the Nominations and Elections Committee and Chair of the Awards and Recognition Committee. In addition, the Past President shall serve as the parliamentarian, assisting the Board of Directors in maintaining appropriate order in conducting meetings and following Roberts Rules of Order and that cyber meetings shall be guided by Robert's Rules of Order for E-mail Meetings by D. Berleant & B.

Revised and adopted April 18, 2015

Liu in *Computer*, Vol.28, No.11, November 1995(2<sup>nd</sup> edition, updated 5/7/06) when necessary (See Addendum A). The Past President may chair certain activities as required to ensure continuity of programs. The Past President will ensure the accuracy of the financial records in conjunction with the Treasurer.

### **Treasurer**

The Treasurer shall maintain the financial and membership records of WABE and shall pay bills as directed by the Board of Directors. The Treasurer shall maintain essential financial files of WABE with the assistance of the Board of Directors. The Treasurer shall prepare and distribute an accounting of WABE business and financial affairs to the Board of Directors no greater than four months apart. In addition, the Treasurer shall maintain WABE's compliance with all state and federal tax requirements and present the financial status of WABE to membership at the Annual Business Meeting.

### **Secretary**

The Secretary shall be responsible for preparing and distributing the minutes, and other communications as directed by the President and the Board of Directors. The Secretary shall maintain central correspondence and business files of WABE with the assistance of the Board of Directors. The Secretary shall maintain essential membership files for WABE with the assistance of the Treasurer and the membership committee. In coordination with the Parliamentarian, the Secretary will maintain the order of the Policy Manual, updating and distributing it to Board Members as necessary.

### **Regional Representatives**

The nine regional Representatives shall assist the President, President-Elect and Past President with the annual conference. They shall also be responsible for assisting the President, the President-Elect, and the Past President with the on-site logistics of the annual conference held in their region. Upon request by the President, Regional Representatives shall coordinate regional forums and Special Interest Group meetings. They shall also assist with the business meetings and committee meetings of WABE.

## **OSPI Ex-Officio**

The Office of the Superintendent of Public Instruction shall appoint a representative to serve on the Board of Directors who will serve to communicate state perspectives and concerns and to exchange relevant information with WABE about bilingual multicultural education concerns. The OSPI Ex-Officio Member will assist WABE with access to school districts as appropriate for informing them of WABE's Mission, Vision and programs.

## **Section 3 Terms of Office**

Term of office for Board of Directors, with the exception of President, Past President and President-Elect as noted shall be two years.

## **Article VII Elections of Board of Directors**

### **Section 1 Nominations and Voting Procedures**

A. The Nominations and Elections Committee shall consist of one Regional Representative from the western side of the state and one Regional Representative from the eastern side of the state and will be chaired by the Past President. The committee will be approved by the Board of Directors.

B. The Nominations and Elections Committee will solicit nominations for the Executive Committee from the Board of Directors. It will solicit nominations for Regional Representatives from the Membership. The nomination period will begin at least two months before the annual conference, and conclude two weeks prior to the annual conference. Any current member in good standing, ascribing to the purposes of WABE, may be nominated for Board of Directors. Eligibility for the Executive Committee shall be limited to Board of Directors members having served a minimum of one complete term (2 years). Each nominee will provide a statement of qualifications which shall be made available to the voting membership.

C. For Regional Representative positions, WABE members may only vote for those nominees from their own region. Only Regional Representative positions will be shown on the ballot distributed to members.

### **Section 2 Elections**

A. The Nominations and the Elections Committee shall prepare, distribute, and collect ballots.

1. Nominations will be solicited from the membership by mail or any electronic means during the period of two months to two weeks prior to the conference.

2. Official ballots shall be distributed for voting at the luncheon session after the Annual Business Meeting.
3. The Board of Directors shall tabulate the election results on the last day of the Annual Conference and announce the results at the end of the Annual Conference.
4. A simple majority of ballots cast shall be utilized to determine outcomes. In the case of a tie, a voting for the two highest nominees shall be held within the Board of Directors to determine the outcome.

#### B. Concession

In the event of an open Board of Directors position, the Board of Directors may elect to concede certain nomination prerequisites in order to fill that position.

#### C. Election Year

1. Elections for the office of the President-Elect will be held each year.
2. Elections for the offices of Treasurer will be held on odd years.
3. Elections for the offices of Secretary will be held on even years.
4. Elections for regions will be held as follows:
  - ESD regions 189, 101, 121, 112, and 123 will be held on odd years
  - ESD regions 171, 114, 113, and 105 will be held on even years.

#### D. Open Positions

Unless otherwise noted, an officer's term of office shall date two years. The term of office begins on July 1 of the elected year. Nominations shall be announced no later than two weeks before the Annual Conference and again at the Annual Conference. Officers shall serve until the conclusion of their term of office, at which point they shall turn over their responsibilities to the newly elected officers.

#### E. Vacancies

A vacancy shall be declared for death, disability, resignation, recall, or absence from two consecutive regularly scheduled meetings. When a vacancy is declared in the Board of Directors, the President or President Elect, in consultation with the Board of Directors, shall appoint an interim Board of Directors member.

#### F. Recall

A recall election for any Board of Directors member shall be held if a petition specifying charges and requesting such elections is filed signed by 20% of the WABE membership. Such elections shall be held within 30 days of the date the petition is filed with the Board of Directors. Eligible voters shall be WABE voting members. The Nominations and Election Committee shall be convened to count the ballots. If any Board of Directors member is recalled, that position shall be declared vacant and the provisions of Article VII, Section 2 “Vacancies” shall go into effect.

#### G. Removal

Any Board of Director of WABE may be removed by a 3/5 vote of the Board of Directors. When a removal occurs in the Board of Directors, the President or President Elect, in consultation with the Board of Directors, shall appoint an interim Board of Directors member. The appointed officer will serve the remaining term and be eligible for reelection when that period ends.

### **Article VIII The Rules of Order**

The current version of Robert’s Rules of Order shall be the parliamentary authority of WABE, subject to the Bylaws and Policies. Cyber meetings shall be guided by Robert’s Rules of Order for E-mail Meetings by D. Berleant & B. Liu in *Computer*, Vol.28, No.11, November 1995(2<sup>nd</sup> edition, updated 5/7/06) (See addendum A).

### **Article IX Amendments**

A. Proposed amendments to the Bylaws may be brought to the membership for a vote by the Board of Directors, or by a petition to the Board of Directors signed by 1/10 of the voting membership as defined in Article IV, Section 2. The Board of Directors may call a special session of the general membership to discuss the proposed amendments within 60 days of the receipt of the petition. The proposed changes in their written form will be sent to the Secretary of WABE within 30 days of the meeting. Amendments must pass by at least a 3/5 majority vote of the total number of those who may vote.

B. The Bylaws may be amended at the general meeting of WABE by a 3/5 majority vote when the proposed change shall have been presented in writing to members of WABE at least 30 days before the meeting.

C. Amendments may be presented by the Board of Directors or by the general membership of WABE.

D. Bylaws changes will take effect immediately unless otherwise directed by WABE general membership or Board of Directors.

### **Article X Dissolution**

Upon the dissolution of WABE, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)3 of the Internal Revenue Code (or corresponding section of any future tax code), or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not so disposed of shall be disposed by the Court of Common Pleas of the County in which the principal office of the Association is then located exclusively for such purposes or to such organization or organizations as such Court shall determine.

### **Official Approval**

WHEREFORE, on this 18th day of April, 2015, these bylaws have been duly adopted by the WABE General Membership and supersede, replace, and repeal any and all prior policies and operational guidelines of this organization.

Dr. Claudia Olmstead, President

Jennifer Hernandez, President-Elect

## **Addendum A**

### **Rules of Order for E-mail Meetings**

As the following is limited, these guidelines should be supplemented by related material in the current edition of *Robert's Rules*, indicated by the references in the section headings below.

**Quorum [Robert's (S3, S39)].** For an e-mail message to be part of a meeting, it must be sent to *all* members (with the exception of returned ballots). Other messages may be sent for caucusing or other off-line discussion, but these are not officially part of the meeting.

For a vote to be valid in the context of an e-mail meeting, a quorum of ballots must be returned. Unless otherwise provided for, this quorum is one half. This need for a vote quorum results from the fact that it is harder to know who is following an e-mail meeting than who is attending a face-to-face meeting; hence, the concept of a quorum based on attendance is less applicable to e-mail meetings.

An equipment malfunction among the membership that significantly interferes with reading, writing, or delivering e-mail requires the chair to recess or adjourn the meeting without a vote. E-mail meetings shall not be held when equipment malfunction is a significant hindrance.

**Call to order [Robert's (S3)].** An e-mail meeting is called to order with a message from the chair containing a "subject" (or equivalent) line stating "Call to order" and a body beginning with "The e-mail meeting will come to order."

The call-to-order message should explain which meeting has been called to order, because unlike attendees at ordinary meetings, members may be participating in multiple simultaneous e-mail meetings.

**Minutes [Robert's (S3)].** Minutes consist of the full transcript of the meeting, comprising all of the e-mail messages that were part of it. Their accuracy can usually be assumed, so minutes need not be read or approved in e-mail meetings.

**Floor [Robert's (S3)].** In face-to-face meetings, obtaining the floor prevents more than one person from speaking at the same time and gives various members a chance to be heard. Obtaining the floor is typically an arbitration process and is unnecessary in e-mail meetings because messages can be sent simultaneously by different members. In an e-mail meeting, the floor is trivially and implicitly obtained simply by sending an e-mail message to the membership, and rules of order for obtaining the floor are generally unnecessary.

**Voting [Robert's (S4)].** When issues are decided by a vote, all voters may have to be present in the same room at the same time, as when secret ballots must be counted in the presence of the membership. However, a vote by e-mail shall be acceptable unless explicitly disallowed. To conduct an e-mail vote, a ballot is sent to the voting membership stating exactly what is to be voted on and containing at the beginning a clearly designated place for the member to mark a vote. The subject line (or equivalent) should contain the term "ballot."

The simplest kind of vote is the *consensus vote*. The ballot specifies that only nay votes need be returned. No nay votes means the measure is approved, so no vote quorum applies.

If a vote is to be counted, the ballot should clearly designate the choices. Here are two hypothetical examples:

I vote \_\_\_\_\_ (fill in "yes," "no," or leave blank).

I vote for \_\_\_\_\_ (fill in "Jones," "Miller," "Wang," or leave blank).

In a *verbose public vote*, each voter e-mails a completed ballot to all members. In a *terse public vote*, completed ballots are returned to the sender. Voting may be conducted by the chair, the secretary, or the voting commissioner. The votes for each option are tabulated to produce a report that accompanies the announcement of the result. This report is sent after a deadline (by default, one full business day after ballot distribution). Ballots returned after the deadline but received before the report is sent are valid votes and must be included in the report.

Secret balloting may be conducted by the voting commissioner, who must be trusted to maintain the confidentiality of the ballots and to count them reliably. Alternatively, special software can be used for balloting, or a brief, appropriately scheduled face-to-face balloting session may be needed.

**Voting commissioner [Robert's (S46)].** Voting in e-mail meetings can be more complex than in face-to-face meetings, so it may be desirable to establish the office of voting commissioner. This person distributes ballots, receives and counts returned ballots, and announces results. The voting commissioner's integrity must be trusted if the office is to be a help rather than a hindrance to the conduct of the meeting.

## References

1. IEEE Professional Comm. Soc., special issue on electronic communication and interaction, *IEEE Trans. Professional Comm.*, Vol. 37, No. 4, Dec. 1994.
2. P. Denning, "A World Lit by Flame," *Comm. ACM*, Vol. 36, No. 12, Dec. 1993, p. 170.
3. J.D. Palmer and N.A. Fields, guest eds., special issue on computer-supported cooperative work, *Computer*, Vol. 27, No. 5, May 1994.
4. H. Robert et al., *Robert's Rules of Order Newly Revised*, Scott, Foresman, and Co., (a division of Harper Collins Publishers), 1990.

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