



PENNSYLVANIA ASCD CONSTITUTION

APPROVED ON November 20, 2023

Article I: Name

The name of the Association shall be the Pennsylvania Association for Supervision and Curriculum Development (PASCD). The Pennsylvania Association for Curriculum and Supervision Development hereafter is referred to as Association.

Article II: Purpose

The purpose of this Association shall be the improvement of teaching and learning through leadership. To accomplish these purposes, the Association will cooperate with the ASCD and any other organization that has the same goals. Therefore, this Association shall be affiliated with the ASCD. The activities of PASCD will be primarily guided and defined by the mission and the strategic plan adopted by the Executive Board. This organization does not discriminate against any person because of age, ancestry, color, disability or handicap, national origin, race, religious creed, sex, sexual orientation, or veteran status. PASCD endorses the ASCD's code of ethics, Appendix A, and has added to it.

Article III: Membership

Section 1: Any person who has an interest in the education of children may become a member and be eligible for all rights and privileges as stated in this constitution.

Section 2: Anyone who pays annual dues as defined in the constitution shall be eligible to vote and hold office in this Association provided they meet proper qualifications.

Section 3: The annual dues and associated benefits shall be set by the Executive Board and will be acknowledged at the annual business meeting of the Association, to become effective at the beginning of the new fiscal year. The annual dues include regional membership.

Section 4: The period of membership of each person who joins PASCD and pays the annual dues shall be twelve calendar months, counting from the first day of the month in which the membership is processed.

Article IV: Executive Committee and Executive Board

Section 1: The officers of the Association shall be President, Past President or President-Elect, Executive Director, and Treasurer. They shall comprise the Executive Committee of the Association.

Section 2: Succession - The President-Elect will serve 1 year, then become President for 2 years, and then become Past-President for 1 year.

Section 3: The Executive Board shall consist of the Executive Committee of the Association, the elected presidents from each of the Association's designated regions, and chairpersons of the standing committee appointed annually by the Executive Board. With the exception of the Executive Director and the President, the remaining Executive Board members have the authority to vote on all matters placed in front of the executive board for action.

Section 4: The Executive Advisory Board shall be approved annually by the Executive Board and will include any additional ad-hoc committee chairperson appointed by the President. The Executive Advisory Board members serve on the Board in a non-voting capacity.

Section 5: Meetings - The Executive Board shall meet a least three times, (electronic or in person), per year at the discretion of the President or upon the request of at least five members of the Board.

Subsection 5.1: The Executive Advisory Board members can attend all electronic meetings, annual business meeting, and Board Reorganization.

Subsection 5.2: The Board shall meet at the call of the President as provided in Article IV, Section 5, of the Constitution. An emergency meeting can be called at the discretion of the President. The members of the Executive Committee and the Board shall have their expenses paid by the Association from funds allocated in the budget.

Subsection 5.3: Board Attendance Requirement - All voting members of the Executive Board, (regional presidents and designated standing committee chairs) or their respective designated representatives shall be required to attend more than half of the Board's meetings in person or electronically during a given year. If this attendance policy is not met, the regional president or chairperson may be removed by first receiving a warning letter from the President and if the absenteeism or non-representation continues this will be followed by a majority vote of the Executive Board.

Subsection 5.4: Compensation for Contracted Work - A member of the Board may be contracted and receive compensation for additional work/duties beyond their responsibilities as a Board member at the discretion of the Board. The Board member will continue to maintain their rights and privileges as a Board member while performing these duties. The Board member who is receiving compensation for contracted work must abstain from voting when any business is before the Board, which directly or indirectly affects their position or condition of employment.

Subsection 5.5: An Annual Business Meeting of the membership shall be held in person and/or virtually at a date/time set by the Executive Board and advertised 3 business days in advance to the general membership. At this meeting, there will be reports,

opportunity to hear expressions of concerns by individuals or groups, and transaction of any business that the Board or the Executive Committee wishes to refer to the membership in attendance.

Section 6: Quorum - Those voting members present at a properly-called meeting of the Executive Board. A majority requires more than half of the voting members who are present for the vote. One (1) of the co-chairpersons of a standing committee shall have voting rights and be considered part of the quorum. This designation shall be made at each Board meeting.

Article V: Duties of Officers

Section 1: President - The President shall preside at all meetings of the Board and the Annual Business Meeting of the Association. The President or their designee shall represent Pennsylvania at ASCD trainings, meetings, and other events.

Section 2: The President shall appoint members to such committees as approved by the Board of the Association. The President shall choose the Conference Chair when the chair is not chosen by the President-Elect. This occurs in the years when the position of President-Elect is vacant. The President, in the absence of either the Executive Director or the Treasurer, becomes the second party to approve all bills.

Section 3: Board – The Board shall plan the program activities for the Association and shall approve all committees that will facilitate the carrying out of the programs. The Board shall establish policy which will be maintained electronically on the website and in a policy manual with the Executive Director and the Treasurer. The Board will employ and conduct an annual evaluation of the Executive Director's and other organization employees' performance. The Executive Director will not be present when the Board conducts the annual evaluation of the Executive Director.

Section 4: Past President or President-Elect - The Past President or President-Elect shall preside in the absence of the President and shall perform such duties as are assigned by the President and/or the Executive Board.

Subsection 4.1: The Past President or President-Elect may work with regional presidents and act as chairperson of ad hoc committees. The selection of the annual conference chairperson shall be made by President-Elect. The Past President shall chair the Nominating Committee. The President-Elect and Past President shall attend designated ASCD meetings.

Subsection 4.2: Should the President become incapacitated for any reason or should the status of the position be changed to prevent their functioning as President, the Past President or President-Elect shall preside for the remainder of the term during which the Past President or President-Elect shall have all the powers and prerogatives of the President. If the Past President or President-Elect is unable to fulfill the role of President, the Treasurer shall preside for the remainder of the President's term.

Section 5: Executive Director - All minutes, proceedings, and resolutions of the Association shall be recorded and maintained by the Executive Director. The Executive Director shall assume responsibility for meeting agendas, policy manuals, arrangements for Board meetings, and serve as Assistant Treasurer. The Executive Director may attend and participate in all meetings of standing and special committees. The Executive Director acts as the agent of the Board in all matters according to policies and procedures adopted by the Board. The Executive Director is responsible for the annual evaluation of each of the contracted services approved by the Board. These evaluations are to be presented to the Executive Committee of the Association.

Section 6: Treasurer - The treasurer shall receive, expand, and account for such money as needed by this Association. The Treasurer shall coordinate all activities with those responsible for membership and other organization operations. The Treasurer is responsible for filing tax records and providing the Board with the accounting of funds. The Treasurer for the next fiscal year will be selected by a majority vote of the Board in attendance at the final meeting of the Board each fiscal year. The Treasurer shall surrender records at the final meeting of the Board each fiscal year. The Treasurer shall surrender records for examination by an Executive Committee at the end of each fiscal year or at the close of said term of office or upon demand of the Executive Board. The report of the Executive Committee shall be entered in the Association's meeting minutes.

Section 7: The Executive Director, Treasurer, and the President will be covered by a position scheduled (fidelity insurance) bond, processed at the Association's expense in an amount sufficient to provide adequate protection of the Association's assets.

Section 8: Members of the Executive Committee are to share all pertinent correspondence relative to the Association with members of the Board.

Section 9: All regional officers and Board members shall be members of the Association and appropriate regional affiliate, unless alternative membership is approved by the President.

Section 10: All Executive Committee members shall be members of ASCD, unless alternative membership is approved by the President.

Article VI: Nominations and Elections

Section 1: The President-Elect shall be elected at large from the entire Association by written or electronic ballot. The slate shall be prepared in advance by a Nominating Committee and chaired by the Past President. Election results will be announced at the annual meeting.

Subsection 1.1: Diverse representation on the Nominating Committee from the Board and the membership must be a priority.

Section 2: Term of Office – the terms of all officers shall begin on July 1, following the annual meeting of the Association at which the results have been announced.

Subsection 2.1: Any member of the Board may make a motion to request a performance review of the President. A majority vote of the Board will initiate the process. This review will occur at the spring Board meeting and be chaired by the President-Elect and the Past President. Following an unsatisfactory performance review, the President's term may be reduced on a two-thirds vote of all Board members.

Section 3: Officers of PASCD regions shall be installed in the

even-numbered years in the Central, Eastern, Northeastern, and Southern regions and in odd-numbered years in the Delaware Valley, Northwestern, and Southwestern regions. There cannot be co-presidents.

Article VII: Fiscal Year

The fiscal year shall be from July 1 to June 30.

Article VIII: Rules of Order

Rules of parliamentary procedure, as laid down in Robert's Rules of Order, Newly Revised, shall cover all business meetings of the Association.

Article IX: Governance

The ASCD Constitution shall govern all matters not covered by the Constitution and the Association's policy manual.

Article X: Committees

Committees and commissions of the Association shall be appointed by the President, approved by the Board, and specifically charged in writing with their responsibilities. The charge shall be consistent with the purposes of the Association. The Board shall provide guidance and assistance in the development of committee activities.

- a. At the Annual Board Reorganization Meeting the President will

present a list of standing committees for approval by the Board.

b. All committee chairs (standing and ad hoc) must be members of the Association and the Association's regional affiliate.

c. The Executive Board chairs will have one (1) vote on all issues brought before the Board.

d. The committee chair(s) shall be responsible for leading the committee's efforts as directed by the President and/or Executive Board and in accordance with the PASCD Strategic Plan.

Article XI: Amendments

This constitution shall be amended or altered in the following manner:

1. The proposed amendment(s) shall be submitted in writing to the President of the Association.

2. It shall be approved by the Board by three-fourths of those who are present for the vote.

3. The Constitution shall be amended by a vote of two-thirds of the active members in attendance at the general membership meeting. The proposed amendment(s) will be circulated to the membership in one of the published newsletters of the Association.

Article XII: Constitutional Review

Beginning with the 2023-2024 year and every four (4) years, the President shall appoint a committee to review the current Constitution to recommend any necessary changes to the Board.

Article XIII: Indemnification of Officers and Directors

All directors and officers of the Association, whether or not then in office, shall be indemnified by the Association against all costs, liabilities, and expenses actually and reasonably by or imposed upon them in connection with or arising out of any action, suit, or proceeding in which they may be involved, directly or indirectly, or to which they may be made party by reason of being or having been a director or officer of the Association, except in relation to matters as to which they shall be finally adjudged in action, suit, or proceeding to have been guilty of bad faith or fraud in the performance of their duty as such director or officer.

Article XIV: Dissolution of Organization

No part of the net income, revenue, and grants of the Association shall benefit any member, officer, or private individual (except that reasonable compensation may be paid for services rendered in connection with one or more of its purposes) and no member, officer, or private individual shall be entitled to share in the distribution of any part of the assets of the Association on its dissolution or liquidation. In the event of such dissolution or liquidation, the assets of the Association, after payment of debts and obligations, shall be transferred to an organization with tax exemption for charitable and educational uses and purposes similar to those of the Association, which exempt organization will be designated by the final Board of the Association

Approved by the Pennsylvania Executive Board and General Membership Meeting on November 20, 2023