

**BYLAWS
OF
FRESNO COUNTY SCHOOL TRUSTEES ASSOCIATION, INC.**

**ARTICLE I
PURPOSE**

The Association's goals are to preserve, advance, and improve public education, and to promote the enactment of legislation pertaining to public education. We are committed to enhancing and promoting quality boardsmanship for all our member boards.

**ARTICLE II
MEMBERSHIPS AND DUES**

The membership of the corporation shall be comprised of any duly elected member or seated member of any public school district governing board or County Board of Education within Fresno County, and community college districts where all or a portion of the district is in Fresno County, upon payment of the annual dues assessed by the Board of Directors as provided in Article IV, Item #4.

**ARTICLE III
MEETINGS**

The corporation shall hold an ANNUAL MEETING on the third Tuesday of January commencing at 7:00 P.M. at a place designated by the Board of Directors. At the annual meeting, the corporation membership shall confirm the Officers as recommended by the BOD and confirm the appointment by the Board of Directors of any new members to the Board of Directors since the last Annual meeting. In addition to the Annual Meeting, the corporation shall hold general membership meetings on the third Tuesday of April and October. In those years when Spring break is the 3rd week of April then the meeting will be held on the 3rd Tuesday of March. Notice of the time and place of the Annual Meeting and all other general meetings of the corporation shall be mailed or e-mailed no less than twenty-one days prior to the date of the meeting.

- Section 1 - Each member of this corporation shall, at any meeting of the general membership, be entitled to exercise one vote for each item submitted for a vote.
- Section 2 – A quorum to conduct business will consist of a minimum of ten (10) general members present plus a quorum of the Board of Directors as defined in Article IV. It will be the responsibility of the Association's Secretary to inform the President if said quorum is not present at any meeting.
- Section 3 – The President may determine that any meeting of the organization may be held by electronic means.

ARTICLE IV

BOARD OF DIRECTORS

The Board of Directors shall be comprised of one member from each unified school district governing board, one member from each high school area district governing board or its feeder schools governing boards, one member from each community college district board of trustees and one member from the Fresno County Board of Education.

Except as to those actions, duties, or responsibilities required to be performed by the general membership, all authority for handling business and affairs of the corporation shall be controlled and performed by the Board of Directors.

Regular meetings of the Board of Directors shall be held no less than semi-annually at such time and place as the Board of Directors determines.

Notice of the time and place of the meetings of the Board of Directors shall be mailed or e-mailed no less than ten days prior to the date of the meeting.

For the purpose of conducting business or taking action, a minimum of eight directors of which at least three must be Executive Board/Committee members shall constitute a quorum. The authority of the Board of Directors shall include but not be limited to the following:

1. Manage and control the business of the corporation and make such rules and regulation as are required to accomplish the same.
2. Appoint a subcommittee of directors and to delegate to the subcommittee those responsibilities determined to be lawful and appropriate by the Board of Directors.
3. Fill any vacancy on the Board of Directors by securing from the governing board(s) of the school district area from which the vacancy arises a recommendation for a replacement nominee, who must be approved by the BOD, and if approved by the BOD, shall serve until confirmed at the next annual meeting and will serve as long as they are an elected member of their board, unless they resign.
4. At the last board of directors meeting of each fiscal year, review and set the dues to be assessed school districts as a condition of membership to the corporation for the following fiscal year.
5. Cause the Fresno County Trustees Association Secretary to keep and maintain minutes of all meetings and to preserve said minutes at the principle offices of the corporation. The Association's Secretary shall also be responsible for provision of notice of all meetings of the general membership and the Board of Directors as provided in Article III and Article IV.
6. Insure that all assets of the corporation are properly maintained and accounted for and, with the assistance of the staff from Fresno County

Superintendent of Schools, insure that all receipts and disbursements are properly accounted for and maintained.

7. Insure that all monies or other valuables of the corporation are deposited in the name of the corporation in an account maintained at the Educational Employees Credit Union. Any check or other method of fund withdrawal shall require the signature of two members of the Executive Board/ Committee.
8. Should a Director be absent for two consecutive meetings without good cause, he or she shall be subject to removal and replacement by a majority vote of the Board of Directors.
9. The BOD may determine to provide financial support to CSBA Region 10 Delegates whom serve on member boards with a stipend to defray the costs of attendance at the two annual Delegate Assembly meetings. The amount of the stipends will be set by a vote of the BOD at any regularly scheduled meeting.
 - Stipends will be issued based on those Delegates registered for Delegate Assembly 30 days in advance of the scheduled event.
 - Delegates will be expected to be in attendance and present at any Delegate Assembly meeting for which they receive a stipend. Confirmation of attendance will be made by the CSBA Region 10 Director and Delegates, and if it is determined that a Delegate is not in attendance after receiving a stipend, they shall return the stipend within 10 days of the conclusion of Delegate Assembly, or shall be ineligible to receive a stipend for the next two Delegate Assemblies.

ARTICLE V

OFFICERS

The Executive Board/Committee of the corporation shall be a President, a Vice President, a Secretary, and a Treasurer and the Immediate Past President.

1. Only members of the Board of Directors are eligible to serve as Executive Board/Committee members and shall serve one-year terms without term limits.
2. A member of the Executive Board/Committee may be removed for just cause, by a majority vote of the directors, at any regular meeting of the Board of Directors.
3. A member of the Executive Board /Committee may resign at any time by giving written notice to the Board of Directors or to the President. Any such resignation shall take effect on the date of receipt of such notice or at any later time specified therein. Any vacancy shall be filled in the manner prescribed in Article IV.
4. The President is authorized to appoint a nominating committee of at least three directors which shall be charged with presenting a slate of nominees for the offices of President, Vice President, Secretary and Treasurer to the Board of Directors for approval at its December meeting. Upon approval by the BOD, The slate shall be presented to the membership for confirmation at the next annual meeting. That same committee shall also perform the duties as listed in Article VI.

ARTICLE VI
NOMINATING COMMITTEE DUTIES FOR FRESNO COUNTY COMMITTEE
ON SCHOOL DISTRICT ORGANIZATION ELECTION

The nominating committee has the responsibility to present a slate of vetted and qualified candidates for each open position. These candidates may be chosen from those self-nominated, recommended by any school board member, or recruited by the nominating committee

Section 1 FCCSDO Nomination process:

1. The Association's Nominating Committee shall meet at the third Board of Directors meeting of the fiscal year to begin the nomination process for the expiring seats of the Fresno County Committee on School District Organization (FCCSDO). The Association President or the Nominating Committee Chair may call a meeting of the Nominating Committee at any time when necessary to conduct the business of the Committee.
2. The FCCSDO incumbents, whom choose to run for re-election, shall submit on or before May 1 in the year their term expires, the required "Biographical Sketch" form to the County Superintendent of Schools. This form and its submission will serve as a self - nomination. The Secretary of the Association shall provide the form to incumbents whose terms are expiring no later than April 1 to enable them to meet the May 1 deadline.
3. Other nominees may be recommended to the Association's Nominating Committee by any school board member. The school board member shall submit to the nominating Committee a "Recommendation for Nomination" form and a "Biographical Sketch" form on or before August 1 or the first business day thereafter.
4. Candidates may also be nominated by any school board member at the time of the caucus.
5. The required forms may be viewed at <http://www.fcoe.net/fcsta> and obtained by contacting the Trustee Association's secretary at 265-3090.

Section 2 Election of the Fresno County Committee on School District Organization prior to the fall membership meeting, the Board of Directors will review and approve a slate of candidates recommended by the Nominating Committee for the FCCSDO.

1. The election to fill vacancies to the FCCSDO shall be held at the annual Fall Trustees Dinner Meeting of school district trustee representatives that shall be called by the County Superintendent of Schools and shall be held between October 1 and December 1 of each year.
2. Each of Fresno County's public school and community college districts have one voting representative who may cast one (1) vote per seat in the election to fill vacancies. Each school and community college district governing board shall select a voting representative and an alternate at their annual organizational meeting in December for the following year's FCCSDO election as required by Education Code Sections 4005 (a) and (b), 4006, 4007, 4008, 4009, 35023 and 72403.

3. Absentee ballot: When requested by the FCCSDO the Association will facilitate an Absentee ballot election. The Association will follow the guidelines provided by the FCCSDO and Education Code § 4006.

ARTICLE VII

DEL CEDERQUIST BOARD MEMBER OF DISTINCTION AWARD

- A committee composed of the current and past Presidents of the Association plus any previous recipients of the award will sit on the committee to review the nominees and to choose one or more recipients of this annual award.
- Nomination forms are due on the last business day of January each year. Nominees will be sought from the Association's member districts in September of each year. Nomination forms and criteria are available by contacting the Association's Secretary at the offices of the Fresno County Superintendent or on the Fresno County School Trustees Association's link at FCOE.org.

ARTICLE VIII

BOOKS AND RECORDS

Section 1 The fiscal year of the corporation shall be from July 1, through and including June 30.

Section 2 The principle office for the transaction of business for this corporation is here with fixed and located at 1111 Van Ness Avenue, Fresno, California. The location of the principle place of business may be changed by majority vote of the membership of this corporation.

Section 3 The books and records of the corporation shall, at all times during the business day, be subject to inspection by any director, Executive Board member or any general member of this corporation.

ARTICLE IX

ROBERTS RULES OF ORDER

Roberts Rules of Order shall govern the parliamentary procedures of any meeting of the membership or the Board of Directors.

ARTICLE X

AMENDMENT TO BYLAWS

These bylaws may be amended, altered, added to, or repealed by an affirmative vote of a quorum of the membership as defined in *Article IV* of these bylaws at any meeting of the membership called for such a purpose. These bylaws shall be reviewed by the Board of Directors at their first meeting of the calendar year and may be reviewed at other times in the year.