

BYLAWS  
OF  
CALIFORNIA ASSOCIATION OF SCHOOL-UNIVERSITY PARTNERSHIPS  
*a California Nonprofit Public Benefit Corporation*

ARTICLE I

Name

1.1 Name. The name of the corporation shall be the **California Association of School-University Partnerships** (here and after referred to as the association). The association is a 501 (c) 3 non-profit corporation registered in the State of California.

ARTICLE II

Purposes

2.1 Vision. The vision of the California Association of School-University Partnerships is to be a premier professional association that supports the creation and growth of collaborative, mutually beneficial partnerships between P-12 and higher education communities to positively impact teaching and learning.

2.2 Mission Statement. The association provides leadership and resources for collaborative and reciprocal professional development, networking, and advocacy for school-university partnerships that improve cultural proficiency, teaching and learning for aspiring teachers, experienced educators and all students.

2.3 Achieving the Mission. The mission of the association shall be achieved through: (1) A leadership structure committed to serving members; (2) A website and other social media platforms for sharing knowledge with, and by, the membership; (3) A magazine designed as an outlet for the dissemination of best practice/applied research, pertinent news, and announcements; and (4) Annual events committed to sharing the most effective partnership work across P- 12 and IHE collaboration.

## ARTICLE III

### Membership

- 3.1 Eligibility. Any individual or organization that supports the mission of the association is eligible to be a member.
- 3.2 Membership. Membership shall include any eligible persons who are current in payment of their dues. Individual members have rights and privileges of membership, including the right to attend business meetings of the association, to participate in its affairs, to receive the publications of the association, and to vote for election of directors.
- 3.3 Dues. Individual and Organizational membership dues shall be determined by the board of directors and are to be paid annually.
- 3.4 Duties and Liability. In discharging duties related to the association, no member of the association shall be personally liable for any actions taken or commitments made in good faith by them or any other member or by the membership at large.
- 3.5 Leadership Eligibility. All those nominated to be and/or serving as officers, directors, committee chairs and committee members must be members current in their dues.

## ARTICLE IV

### Officers and Board of Directors

- 4.1 Composition. The board of directors shall consist of a minimum of 5 and a maximum of 9 board members who shall be elected by the members. Each year, the standing board shall then elect from their ranks: (1) President; (2) Vice President; (3) Secretary; and (4) Treasurer.
- 4.2 Terms of Office. Each board of director's term shall be 3 years. Terms will be staggered with balanced representation from P-12 and IHE. The Directors shall serve for 3 years. New board members are announced each year upon a vote of all association members. Transition of retiring board members to new board members takes place annually on the third Monday of March.
- 4.3 Voting. Each member of the board shall have one vote, and the board of directors together shall be responsible for setting policy and acting on all matters of concern to the association.

4.4 Responsibilities. The board of directors shall manage the affairs of the association. Actions of the board shall represent the interests of the general membership of the association. The board of directors shall communicate the official position of the association.

4.4.1 President. The President shall preside at board meetings and business meetings and will have general supervision of the affairs of the association. The President, or a designee, shall express policy of the association in the organization's official publications. The President shall be the official representative to the National Association for Professional Development Schools and the California Council on Teacher Education.

4.4.2 Past President. The Immediate Past President shall serve as advisor to the President, as a Parliamentarian for board meetings, review and make recommendations for revisions to the bylaws, and orient new members of the leadership. If the past president's term as a director has ended, the individual may stay on as a non-voting advisor to fulfill the duties described.

4.4.3 Vice President. The Vice President shall assume the responsibilities of the president in their absence or resignation.

4.4.4 Secretary. The Secretary will issue notices of business meetings of the association and keep and publish minutes thereafter. The Secretary shall certify elections for the Board of Directors and any other votes sent to the general membership.

4.4.5 Treasurer. The Treasurer will have custody of all funds of the association and keep regular books of the account. The Treasurer shall act as the association's contact for the U.S. Internal Revenue Service and the Franchise Tax Board of the State of California and be responsible for matters pertaining to the association's tax status and compliance with federal and state regulations.

4.4.5.1 The Treasurer shall countersign all investments as required and will be authorized to collect and disburse all funds of the association.

4.4.5.2 The Treasurer shall be authorized to make payments of \$2,500 or less that are part of an approved budget. Payments that are part of an approved budget but in excess of \$2,500 shall require a counter approval by the President. Any items not budgeted for that are in excess of \$500 will require the authorization by a majority vote of the board of directors.

4.4.5.3 The Treasurer shall be responsible for presenting an annual budget overview for the fiscal year that will be presented to the officers. In addition, the Treasurer will provide budget updates at each meeting of the board of directors.

4.4.5.4 The Treasurer shall be responsible for receiving funds and for keeping all appropriate records.

4.4.5.5 An outgoing Treasurer will have 30 days following their final day in office to transfer funds and accounts to the incoming Treasurer. During that 30-day period, an internal audit shall be required. Additional audits, either internal or external, may be requested at any time by the board of directors or as required by law.

4.4.6 Other Responsibilities. The President, Vice President, Treasurer and Secretary shall develop an annual budget of the association. The board of directors shall approve the budgeting process and budgets, conduct strategic planning, oversee the compliance of all bylaws, and assume responsibility for orienting new officers. Each member of the board of directors shall be a member of at least one standing committee.

4.5 Resignation and Vacancies. Any board member may resign at any time by giving written notice to the President. The resignation shall be effective upon receipt by the President or at a subsequent time as specified in the notice of resignation. Any board member may be removed by a majority vote of the other members. Any vacancy on the board of directors may be filled by a President's appointment and vote of approval by majority of the Board of Directors. The appointee shall serve as an interim board member to complete the term of the resignee

4.6 Contracts and Services. Any contract, transaction, or act on behalf of the association shall not violate the bylaws of the association or laws of the State of California. All contracts with a financial liability of less than \$1,000 may be signed by either the President or Treasurer. Any contracts with a liability of \$1,000 or more will require authorization by a majority of the board of directors.

4.7 Compensation. Board members shall not receive compensation for their services but may be reimbursed for expenses.

## ARTICLE V

### Committees

5.1 Appointment of Committees. The President shall appoint chairpersons from the association membership for each of the following committees: (1) Events/Conference Committee; (2) Membership and Elections Committee; (3) Publications Committee; (4) Communications Committee; and (5) Awards Committee. In making these appointments, the elected members of the board of directors shall address issues of diversity and regional representation.

5.1.2 Forming of Ad Hoc Committees: At the discretion of the President, ad hoc committees may be formed. Chairs of ad hoc committees report to a member of the board of directors as designated by the President.

5.2 Committee Chairs. Each Chair shall recruit other committee members to assist them with the work of that committee and must strive to include members who represent both P-12 and college/university PDS experience. All committee members must be a current member of CASUP. All recommendations from committees shall be subject to approval by the board of directors.

5.2.1 Term. Committee Chairs shall be appointed annually by the President.

5.3 Events/Conference Committee. Shall be responsible for developing regular initiatives and events. In addition, the Committee chair will be the liaison for all conference activities with the assistance of the association President and/or its designee. This committee shall coordinate and supervise conference and program activities and shall coordinate with the board of directors.

5.4 Membership and Elections Committee. Shall be responsible for designing, developing, and implementing strategies for increasing and maintaining membership. This committee shall be responsible for the creation and implementation of recruitment literature, shall solicit and vet all nominations for the elected members of board of directors, and shall provide a slate to be voted on by the membership at large.

5.5 Publication(s) Committee. Shall be responsible for developing and monitoring the association publication(s). This committee shall coordinate all publications of association.

5.6 Communications Committee. Shall be responsible for developing public relations announcements, marketing materials, website maintenance, social media maintenance, email distributions and any other type of communications needed to reach membership or the general public

5.7 Awards Committee. Shall review nominations for the various awards that have been approved for distribution by the board of directors. The awards committee selects award recipients from the nominations, notifies the recipients and plans the ceremony portion of the annual conference where the awards will be given.

## ARTICLE VI

### Meetings

6.1 General Business Meeting of Members. The general business meeting of the association shall be held once each year at the annual conference, but may be held at another time at the discretion of the board of directors.. At this meeting, the association Leadership shall report on business transacted over the prior year as well as plans for future work. The agenda for the meeting shall be announced by advanced written notice. Additional meetings of the membership may be called if necessary and announced at least 30 days in advance. General business meetings may, at the discretion of the president, be conducted by electronic means.

6.2 Voting. At every duly called meeting of the association's members, each member whose dues are current shall be entitled to one vote. All motions shall be decided by a majority vote. The Chair of the Membership and Elections Committee shall make and certify a complete list of names and contact addresses of those members entitled to vote at membership meetings. This list will be available at meetings for convenient reference and as prima facie evidence as to the members entitled to vote and examine the list. Members of the association may be called to vote on issues at any time during the year. Electronically provided information regarding the vote is provided at least 15 days in advance. This includes elections of board members and changes to the association's bylaws.

6.3 Governance of Meetings. In all cases to which they apply and do not conflict with the provisions of the bylaws, Robert's Rules of Order, most current edition, shall govern business meetings of the association. At any duly called meeting, the membership of the association present shall constitute a quorum. A duly called meeting shall be announced by written notice (postmarked or electronically validated) at least 15 days in advance.

6.4 Board of Directors Meetings. The board of directors shall meet at least semi-annually with further meetings as determined by the President. Meetings shall be announced by written notice (postmarked or electronically validated) at least 15 days in advance. At a meeting of the board of directors, a majority (51% of seated members), including either the President or Vice President, must be present to constitute a quorum. Meetings can, at the discretion of the president, be conducted by electronic means.

## ARTICLE VII

### Prohibition Against Sharing in Association Resources

7.1 Association Resources. No association member, or person connected with the association, or any other private individual shall receive any net earnings of the association at any time beyond being reimbursed for expenses that accrue in the work of the association with the exception of gifts of recognition not to exceed \$250. Further, no persons shall be entitled to share in the distribution of any assets upon the dissolution of the association. All members of the association shall be deemed to have expressly consented and agreed that should the association dissolve, after all debts have been satisfied, remaining funds shall be paid over exclusively to a non-profit educational organization such as would then qualify under the provision of the Internal Revenue Service code as it now exists or as it may be hereafter amended.

## ARTICLE VIII

### Exempt Activities

8.1 Except Activities. No member of the association or representative of the association shall take any action or carry on any activity on behalf of the association not permitted to be taken or carried on a tax-exempt organization under the Internal Revenue Service code as it now exists or may hereafter be amended, or by an organization to which contributions are deductible under such code. No association money shall be used to lobby any local, state, or federal government agency.

## ARTICLE IX

### Amendment of Bylaws

9.1 Amendments and Repeals. These bylaws may be amended or repealed with the approval of a simple majority of the association members that vote. Whether by in person

meeting or by asynchronous vote, the President shall send the proposed changes to the membership not less than 15 days prior to the vote. The Secretary shall certify the results of the vote and include the result in the minutes of the next meeting of the board of directors.

9.2 Review. The board of directors shall undergo a review of the bylaws every 3 years.

### CERTIFICATE

This is to certify that the foregoing is a true and correct copy of the amended bylaws of the association named in the title thereto and that such bylaws were duly adopted by the board of directors of said association and amended by a majority vote of the association members on the date set forth below.

Dated: \_\_\_\_\_

\_\_\_\_\_  
Secretary

\_\_\_\_\_  
President