PREAMBLE

The Elementary School Principals Association of Washington believes that the child is the focal point of the education program and that education in our society must assist each child to realize one's potential as a functioning and contributing member of society. The Association commits its efforts and resources to assure that each child shall have an equal opportunity to attain that end.

The Elementary School Principals Association of Washington believes that the primary emphasis of the Association is to promote and support programs which enhance the child.

The Elementary School Principals Association of Washington believes that the elementary school is the foundation of all efforts to achieve this purpose and that the responsibility for the development of an effective program in each elementary school is vested in the principal.

Therefore, the Elementary School Principals Association of Washington dedicates itself to the recognition of the principal as the leader in the supervision and administration of the elementary school.

ARTICLE I - NAME, PURPOSES AND GOVERNANCE

Section 1: Name
The name of this organization shall be the Elementary School Principals Association of Washington (ESPAW), a component of the Association of Washington School Principals (AWSP). The Elementary School Principals Association of Washington shall be referred to as the Association hereafter in the Bylaws.

Section 2: Purposes

a. To improve the educational opportunities for students in the elementary schools of the state of Washington.

b. To enhance the image of the elementary school principal as an educational leader and to promote greater recognition of the professional skill and performance demanded by the position.

c. To assist principals in fulfilling their leadership responsibilities in elementary schools.

d. To enhance the unique and harmonious professional relationships between elementary school principals and elementary school teachers.

e. To furnish opportunities for principals to exchange professional ideas and materials.

f. To work for professional conditions that will enable principals to function properly as leaders in their schools and communities.
g. To encourage professional growth through special assignments, creative work, and study among principals in their local areas.

Section 3: Governance
The Association shall be governed by the Bylaws, and such actions as the governing bodies of the Association may take consistent therewith. Nothing in the Bylaws shall be construed to prevent the Association from pursuing objectives that are consistent with its stated purposes.

ARTICLE II - MEMBERSHIP

Section 1: Categories and Qualifications
Membership in ESPAW is open to (1) persons who are serving as elementary school principals in the State of Washington, (2) persons who are employed or involved in the administration of elementary schools in the State of Washington, (3) persons who are former members of ESPAW.

The Association shall have the following categories of membership:

a. Active Membership is open to those persons who support the objectives and pay the dues of the Association and who are employed in professional work related to the elementary school principalship.

It shall include membership in the National Association of Elementary School Principals, and the Association of Washington School Principals. Membership in local and regional associations affiliated with the Elementary School Principals Association of Washington is also recommended.

b. Associate Membership is reserved for all members of the Elementary School Principals Association of Washington who are not eligible for active membership. Associate members shall pay the annual membership fee and shall be entitled to all privileges of the Association, except the rights to vote and hold office.

c. Emeritus Membership in ESPAW is reserved for former members of the Association who are no longer full-time employees in education. Emeritus members shall pay annual membership dues as determined by the Board of Directors and shall be entitled to all rights and privileges of membership except the rights to vote and hold elective office.

Exception: Past President.

Section 2: Membership Year
The membership year of the Association shall be from September 1 to August 31.

Section 3: No Discrimination
The Association will comply with State and Federal laws pertaining to discrimination.

Section 4: Property Interest of Members
All rights, title and interest, both legal and equitable, of a member in and to the property of the Association shall end on termination of membership.

Section 5: Membership Dues
The annual dues for the Association shall be determined by the Board of Directors.
ARTICLE III - THE BOARD OF DIRECTORS

Section 1: Primary Function
The Board of Directors shall be the policy-making body of the Association responsible for carrying out the purposes of the organization.

Section 2: Duties
a. To meet on a regular basis or upon special call of the President.

b. To determine and adopt policies relating to the administration and program of the Association as recommended by the President, Executive Director, committee chair, or any of its members and appearing on the prepared agendas of its meetings subject to approval of the membership of the board.

c. To decide upon those policy actions taken at official Board meetings which require ratification of the membership and establish procedures for such ratification.

d. To review the preliminary budget for the next year at the winter meeting before the end of the budgetary year.

e. To review and adopt a budget annually for the next school year at the spring meeting.

f. To institute appropriate actions to accomplish the intent of any resolution adopted at the annual meeting of the Association.

g. To finalize and submit to the membership the official ballot of names of persons seeking the offices of the Association.

h. To direct the Executive Committee on any matters necessitating action for the good of the Association.

i. To form new regions, change regional boundaries, appoint temporary regional directors, and permit attendance in another region for reasons of convenience and economy upon written request and approval of the regions involved.

j. To direct the Executive Director to provide for an annual audit of the Association financial records and prepare a financial report for the Board of Directors.

k. To invite consultants to meet with the Board as necessary.

l. To elect the AWSP Three-Year Representative and President-elect of AWSP at the spring Board meeting of the appropriate year per the bylaws of AWSP.

m. To elect the NAESP Representative for a three-year term

n. To assign itself additional duties as deemed necessary for an effective and efficient operation.

Section 3: Members
The members of the Board of Directors shall be the President, Past President, Vice President, 3 Year Representative to the AWSP Board/Treasurer, the Regional Directors, Diversity and Equity Committee Liaison, Professional Learning Committee Liaison and the NAESP Representative. The Representative of the State Superintendent of Public Instruction shall be invited to attend all Board meetings for liaison purposes.
The AWSP Executive Director and/or Designee and ESPAW Representative to the Legislative Committee and the Communications Advisory Committee shall be ex-officio members.

Section 4: Meetings
The Board of Directors will meet at least three times a year at the call of the President or majority of the Board of Directors. The President, with the approval of a majority of the members of the Board of Directors, shall determine the time and place of meetings. Notice stating the date, time, and place of any regular or special meeting shall be delivered to each member of the Board of Directors at least ten (10) days in advance of such meeting. A quorum shall be two-thirds of its members.

ARTICLE IV - EXECUTIVE OFFICERS

Section 1: Primary Function
To carry out the duties of the Association as prescribed by the Board of Directors.

Section 2: Identification
The Executive Officers of the Association shall be: President, Past President, Vice President, Treasurer/Three-Year Representative to the AWSP Board, NAESP Representative, Diversity and Equity Committee Liaison, Professional Learning Committee Liaison and At Large Regional Director

Section 3: Nomination and Election
a. Candidates for Vice President and Treasurer/Three-Year Representative, shall be procured and presented by the Sitting Vice President for nomination each year at the spring meeting of the Board of Directors.

b. At least two candidates for each office and regional diversity are desirable. If two candidates for the position of Vice President have not committed to run by March 1, the Sitting Vice President will work with appropriate regional directors to procure two or more candidates by March 15.

Section 4: Elections/Appointive Officers
a. Members of the Association shall vote for Vice President and Treasurer/Three-Year Representative to the AWSP Board following the Spring ESPAW Board meetings. IT IS DESIRABLE THAT the Vice President position alternate between the east and west sides of the state. The President from the east side will be elected in odd numbered years and the President from the west side will be elected in even numbered years. In the event that a candidate is not available from the desired side of the state, the election will be open statewide.

b. The membership will be notified in writing by the Executive Director, or designee of the candidates for each office with accompanying vitae information at least fifteen (15) days in advance of the election. Ballots will be distributed to membership immediately after the fifteen-day window closes following the Spring ESPAW Board Meetings and returned to the AWSP Office no later than two weeks (14 days) after the election commences.

c. Candidate guidelines for the annual election will be presented by the Sitting Vice President to the Board for their approval at the spring Board meeting. The guidelines should include but not be limited to information which will standardize the campaigns and provide a framework for candidates to present themselves before and during the conference.

d. The candidate with a plurality will be elected. In the event of a tie, the ESPAW Board of Directors...
would cast a ballot deciding the winner.

1. Candidates will be notified by the President or designee immediately after votes are counted.
2. The results of any election will be published in the first subsequent issue of the AWSP magazine, Washington Principal and the AWSP Web site.

e. There shall be four special appointive officers:

1. The Diversity and Equity Committee Liaison shall be appointed by the Association's Board of Directors. Any active member of the Association (ESPAW) who has served on the AWSP Diversity and Equity Committee is eligible.
2. The NAESP Representative shall be appointed for a three-year term by the Board of Directors. Any active member of the Association who has served on the ESPAW Board is eligible.
3. The Professional Learning Committee Liaison shall be appointed by the Association's Board of Directors. Any active member of the Association (ESPAW) who has served on the AWSP Professional Learning Committee is eligible.
4. At Large Regional Director shall be appointed by the Associations Board of Directors. Any active member who has served at least one year of a term is eligible.

Section 5: Terms of Office

a. Executive Officers shall assume office on July 1 following their election. Their terms shall run as follows:

1. Ex-officio officers: begin attending ESPAW Board meetings following election and assume offices at the spring Board meeting.
2. Vice President: One year; assumes presidency the following year.
3. President: One year; assumes past presidency the following year.
4. Past President: One year.
5. Treasurer/Three Year Representative to AWSP: Three year terms, no more than two consecutive terms.
6. NAESP Representative: Three-year term, no more than two consecutive terms.
7. Diversity and Equity Committee Liaison: Three year term, no more than two consecutive terms.
8. Professional Learning Committee Liaison: Three year term, no more than two consecutive terms.
9. At Large Regional Director: One year.

Section 6: Eligibility

It shall be required for eligibility to the ESPAW Board, state, and to national committees that the office holder be a practicing elementary school principal. Any member who becomes ineligible, while holding the aforementioned positions, shall immediately resign from the position. The vacancy shall be filled according to Article IV, Section 7.

Section 7: Filling of Vacancies

Vacancies occurring by reason of death, resignation, or other disqualification shall be filled as follows:

a. A vacancy in the office of President shall be filled by the Vice President who will complete the vacated term and serve the term to which he/she was elected.

b. A vacancy in the office of Vice President shall be filled by the Past President who shall serve in such capacity until the vacancy has been filled. Within ten (10) days after the vacancy occurs, the President shall instruct the Executive Director to initiate the election process as prescribed in the Bylaws.

c. A vacancy in the office of the Past President shall be appointed by the Board of Directors.
d. For positions not covered in Sections 4a-b, the Executive Committee shall within ten (10) days
nominate a member to complete the term. This nomination shall be confirmed by the ESPAW
Board.

ARTICLE V - THE EXECUTIVE COMMITTEE

Section 1: Members
The President, Vice President, Past President, Treasurer/Three-Year Representative to the AWSP Board,
NAESP Representative, Diversity and Equity Liaison, Professional Learning Committee Liaison and At
Large Regional Director shall constitute the Executive Committee. The Executive Director or designee and
ex-officio officers shall be ex-officio members.

Section 2: Primary Function
The Executive Committee shall meet upon call of the President to consider actions necessary between
regular meetings of the Board of Directors.

Section 3: Duties
a. To carry out the directives of the Board of Directors.
b. To act upon immediate problems of the Association not inconsistent with its general policy.
c. To make decisions on Association matters requiring immediate action at either special meetings
called by the President or by written and/or telephone communications.
d. To present its actions, when appropriate, to the Board of Directors for approval at the next regular
meeting of that body.
e. To represent the Association as its official executive group at functions of, or with, any other
organizations or agencies when it is not possible for the full Board of Directors to do so.
f. To help establish the agenda for each Board of Directors' meeting.

Section 4: Limitations
Any action of the Executive Committee shall be subject to the subsequent ratification of the Board of
Directors.

ARTICLE VI - THE PRESIDENT

Section 1: Primary Function
The President shall serve as the chief executive officer of the Association with responsibility for providing
leadership and coordination for all aspects of its program and operations.

Section 2: Duties
a. Represent the Association publicly and serve as official spokesperson for its programs and
policies.
b. Preside at all official business meetings of the Association.
c. Appoint members and chairs for Association standing committees, ad hoc committees, task forces,
and commissions created and/or approved by the Board of Directors in accordance with the powers
granted to the President by these Bylaws.
d. Serve as an ex-officio member of all committees and commissions or to delegate this responsibility
to other members of the Board of Directors.

e. Give leadership to the implementation of Association resolutions and position papers, policies established by the Board of Directors and the provisions of the Association Bylaws, and cause to be considered by the Board of Directors all resolutions presented.

f. Serve as a member of the AWSP Board, the AWSP Budget Committee and the AWSP Executive Committee.

g. Serve as a member of the Association Executive Committee.

h. Make executive decisions for the Association in emergency situations and present these to the Board of Directors for confirmation when appropriate.

i. Attend the Annual NAESP Convention and the Annual NAESP Leaders Conference.

j. Attend the official meetings of NAESP Zone IX.

k. Perform any other duties as directed by the Board of Directors.

ARTICLE VII - THE VICE PRESIDENT

Section 1: Primary Function
The Vice-President shall assist in all matters relating to the function of the President to prepare for assuming that position the following year.

Section 2: Duties
a. To preside at the official meetings of the Association if the President is absent.

b. To study thoroughly and continuously the program and operations of the Association in preparation for assuming the office of the President.

c. To assist the Treasurer in overseeing the Association's fiscal operations.

d. Be designated Conference Chairperson and perform all duties pertinent to the conference.

e. Be in charge of:
   1. Procuring candidates for the Association offices to be presented to the Board, and reporting a timeline for nominations at the first Board meeting of the calendar year for approval. Every effort shall be made to procure candidates representing the various regions of the state.
   3. Serve as a member of the ESPAW Executive Committee.
   4. Performing any other duties delegated by the President or the Board.

f. To serve as a member of the AWSP Board.

g. To represent the Association at the annual meetings of the component AWSP organizations as directed by the President.

h. To attend the Annual NAESP Convention and Annual NAESP Leaders Conference.
i. To attend the official meetings of NAESP Zone IX.

j. To serve as member of the Association Executive Committee.

k. To act for the President when he/she is unable to perform the duties of the office.

l. To assume any other duties delegated by the President or Board of Directors.

ARTICLE VIII - THE PAST PRESIDENT

Section 1: Primary Function
The President of the Association, immediately following his or her incumbency and for a period of one year, shall continue to be a member of the Board of Directors contributing the expertise gained while serving as the chief executive officer of the Association.

Section 2: Duties
a. To attend official meetings of the Board of Directors.

b. To serve as a member of the AWSP Board.

c. To attend the Annual NAESP Convention and annual NAESP Leaders Conference.

d. To attend the official meetings of NAESP Zone IX.

e. To serve as member of the Association Executive Committee.

f. To facilitate the process of selecting the Association’s National Distinguished Principal.

g. To scrutinize these Bylaws and make recommendations at the annual spring meeting for any changes that appear necessary.

h. To assume any other duties delegated by the President or Board of Directors.

ARTICLE X – TREASURER/AWSP Representative

Section 1: Primary Function
The Treasurer will oversee the fiscal operation of the Association in concert with the Executive Director using a sound fiscal policy. They should maintain liaison between the Association Board of Directors and the AWSP Board. The Treasurer/AWSP Representative may serve no more than two consecutive terms.

Section 2: Duties
a. Work with AWSP staff to prepare a preliminary budget and final budget.

b. Present all budgets to the Board of Directors for approval.
   1. Preliminary at the spring board meeting.
   2. Final at the fall board meeting.
e. Oversee expenditures and notify the President of any possible over-expenditures within budget accounts.

f. Keep the Board of Directors informed on status of the budget at each Board of Directors' meeting.

g. Attend all Association and AWSP Board meetings.

h. Serve as a member of the AWSP Board.

i. Serve as a member of the AWSP Budget Committee.

j. Report to the Association Board of Directors on the business and decisions of the AWSP Board.

k. To serve as a member of the Association Executive Committee.

f. To perform any other duties as directed by the President or Board of Directors.

ARTICLE XII - NAESP REPRESENTATIVE

Section 1: Primary Function
The NAESP Representative will serve as liaison between the National Association of Elementary School Principals (NAESP) and the Association. The NAESP Representative may serve no more than two consecutive terms.

Section 2: Duties
a. To be the official spokesperson of the NAESP within the state.

b. To serve as liaison between the Association and the NAESP.

c. Assist with the NAESP membership campaign within the state.

d. To advise the Board of Directors on NAESP policies and programs.

e. To meet with other NAESP representatives as a group at the Annual NAESP Convention and the NAESP Leadership Conference.

f. To serve as a member of the Association Executive Committee.

g. To help select the Zone IX representative to the NAESP Nominating Committee.

h. To serve as a voting member of the NAESP Delegate Assembly and be responsible for the accreditation and seating of the state delegates to the meeting of the NAESP Delegate Assembly.

i. Assist with all the official communications between the state and the NAESP.

j. Assist with NAESP Zone IX activities within state.

k. Assist with any official meeting of the NAESP Zone IX.
l. Assist with the state attendance and activities at the Annual NAESP Convention.

m. Assist with the establishment and operation of the Zone booth at the Annual NAESP Convention.

n. To notify the Association President of the need for the selection of a NAESP Representative.

o. To perform any other duties as directed by the President or Board of Directors.

ARTICLE XIII – DIVERSITY AND EQUITY COMMITTEE LIAISON

Section 1: Primary Function
The Diversity and Equity Liaison should maintain liaison between the Association Board of Directors and the AWSP Diversity and Equity Committee. The Diversity and Equity Committee Liaison may serve no more than two consecutive terms.

Section 2: Duties
a. Attend all Association and Diversity and Equity Committee meetings.

b. Report to the Association Board of Directors on the business and decisions of the Diversity and Equity Committee.

c. To serve as a member of the Association Executive Committee.

d. To perform any other duties as directed by the President or Board of Directors.

ARTICLE XIII – PROFESSIONAL LEARNING COMMITTEE LIAISON

Section 1: Primary Function
The Professional Learning Committee Liaison should maintain liaison between the Association Board of Directors and the AWSP Professional Learning Committee. The Professional Learning Committee Liaison may serve no more than two consecutive terms.

Section 2: Duties
a. Attend all Association and Professional Learning Committee meetings.

b. Report to the Association Board of Directors on the business and decisions of the Professional Learning Committee.

c. To serve as a member of the Association Executive Committee.

d. To perform any other duties as directed by the President or Board of Directors.

ARTICLE XIV – AT LARGE REGIONAL DIRECTOR

Section 1: Primary Function
The At Large Regional Director should maintain liaison between the Association Board of Directors and the Regional Directors, ensuring the voice underrepresented membership is heard. The At Large Regional Director may serve no more than two consecutive terms.
Section 2: Duties

a. Attend all Association meetings.

b. Maintain contact with ESPAW underrepresented groups.

c. To serve as a member of the Association Executive Committee.

d. To perform any other duties as directed by the President or Board of Directors.

e. Encourage underrepresented members to serve on the Board, liaisons, committees and task forces.

ARTICLE XIII - REGIONAL DIRECTORS

Section 1: Primary Function
The Regional Directors shall be the spokespersons for their regions. Directors shall have the responsibility to examine issues from a statewide perspective for the benefit of the whole organization.

Section 2: Identification
The Association shall be divided, for administrative purposes, into regional units which shall be designated by name by the Board of Directors.

Section 3: Elections

a. Elections for Regional Director positions shall be held on a three-year cycle. One-third of the director positions will be affected each year.

b. Incumbent Regional Directors shall be responsible for accomplishing regional director elections in their regions.

c. Incumbent Regional Directors shall notify the Executive Director or designee by April 1 with the names of the newly elected Regional Directors and present the new director at the Spring Board meeting.

Section 4: Terms

a. A Regional Director shall be elected in each region for a three-year term.

b. Regional Directors shall not serve more than two consecutive terms of office.

d. Newly elected Regional Directors shall assume office July 1.

Section 5: Duties

a. Orientation for new Regional Directors shall be conducted at the Spring Board meeting.

b. Regional Directors are expected to attend Board meetings. If a Regional Director is unable to attend, he/she is to appoint a designee to attend in his/her place. Failure to attend two (2) meetings in a school year may result in removal from the Board by the President after consultation with the Executive Committee and Regional Director.

c. Further duties of the Regional Director shall be determined by the Board of Directors.
Section 6: Vacancy
a. A Regional Director vacancy occurring in midterm will be filled by a regional appointment or election. The selected member will serve for the remainder of the region’s term.

b. In the event that a Regional Director has not been chosen in a region sixty (60) days prior to the Fall meeting of the Board of Directors, the Association President, with the approval of the Executive Committee, shall make a temporary appointment.

ARTICLE XIV - COMMITTEES
Section 1: Primary Function
Association committees shall be considered the core of all activity designed to achieve the purposes of the Association. Association members contribute their organizational skills, leadership skills, and experience through service on committees.

Section 2: Ad Hoc Committees
a. Ad hoc committees shall be established by the President with the approval of the Association Board of Directors.

b. Ad hoc committees shall study the task for which the committee is appointed and recommend action to the President.

c. Committee members shall be appointed by the President with consultation from Regional Directors. Geographical distribution shall be considered in the appointment of members to serve on ad hoc committees.

d. The chair shall be appointed by the President.

e. The committee chair shall submit periodic progress reports to the President and a final report to the Board of Directors when the task of the committee has been completed.

ARTICLE XV - Business Meeting
Section 1: Annual Business Meeting
a. Shall occur in conjunction with the annual summer conference.

b. Purpose
1. Communicate Association goals, objectives, and general policies.
2. Adopt the rules and agenda governing the meeting.
3. Adopt amendments to the Bylaws.
4. To have such other powers and perform such other duties as may be recommended by the Board of Directors as long as they are not inconsistent with the Bylaws.

c. A quorum shall be those in attendance at the annual business meeting.

d. Only ESPAW members, as specified by Bylaws, are eligible to vote.

e. Minutes of this meeting will be recorded and distributed at the next Board meeting.

ARTICLE XVI - FINANCE
Section 1: Financial Records and Accounts
Association financial records and accounts shall be the property of the Association and shall be open to inspection by any member on written request to the Executive Director.
Section 2: Audit of Financial Records
a. The Association's financial records shall be audited yearly by an audit committee or an accounting firm.
b. The Board of Directors shall approve the method of auditing.

Section 3: Grants
The Association may receive grants and deposit and expend these funds according to terms laid down by the grantor and accepted by the Board of Directors.

Section 4: Dissolution and Liquidation
a. No part of any income, revenue, and grant of or to the Association shall inure to the material or pecuniary benefit of any member, officer, or any 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 any private individual shall be entitled to share in the distribution of any of the assets of the Association on its dissolution or liquidation.
b. 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 federal tax exemption for charitable and educational uses and purposes similar to those of this Association, which exempt organization shall be designated by the final Executive Committee of the Association.

ARTICLE XVII- PARLIAMENTARY AUTHORITY

Robert's Rules of Order, Newly Revised, shall be the authority governing all matters of procedure not otherwise provided for in the Bylaws or by the actions of the governing bodies of the Association.

ARTICLE XVIII- AMENDMENT OF BYLAWS

The Bylaws shall be amended according to the following procedure:

a. Proposed amendments to the Bylaws must be presented in writing to the President at least sixty (60) days prior to the opening of the annual Board Meeting.
b. The proposed amendment must be accompanied by at least twenty (20) signatures of members representing at least two different regions. Fifty percent of the signatures must come from a region or regions other than the region originating the proposed amendment. Signatures of all ESPAW Board members shall also satisfy the signature requirement.
c. The Association shall distribute copies of the proposed amendment to the membership not later than thirty (30) days prior to the opening of the annual Board Meeting.
d. The President shall present the proposed amendment to the membership at the annual Board meeting. These proposed amendments shall not be modified or amended.
e. Adoption of a proposed amendment shall require a two-thirds vote of the members present and voting at the business meeting held in conjunction with the annual Summer Conference.

ADOPTED: June 1978

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