

Julie Olko

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**From:** OCSBA Board <ocsbaborad@ocsba-mi.org>  
**Sent:** Wednesday, April 23, 2025 10:43 AM  
**To:** OCSBABoard@ocsba-mi.org  
**Subject:** Time Sensitive - OCSBA Amendment to Bylaws and Resolutions  
**Attachments:** Ballot - Resolutions Vote.pdf; OCSBA Resolutions Showing Changes.pdf; OCSBA Bylaws - Amendments at a Glance.pdf; Ballot - Bylaws Vote.pdf; OCSBA Bylaws showing changes.pdf

**Follow Up Flag:** Follow up  
**Flag Status:** Flagged

External Message

Good morning OCSBA Members, Superintendents and Executive Assistants.

Proposed resolutions and changes to our Association Bylaws and Resolutions require a vote of our Member Districts. The Oakland County School Boards Association (OCSBA) is submitting proposed amendments to the Association Bylaws and Resolutions for your consideration. OCSBA Bylaws\* require at least forty (40) calendar days for Member Districts to vote. Therefore, **the window for your Board of Education to vote will close on Friday, June 6, 2025.**

Please note that changes are indicated as follows: deletions are in ~~red, strikethrough font~~; additions are in **bold, blue, underlined font**; and rationale is highlighted in yellow.

Included in this email are the following documents:

- The proposed amendments to the OCSBA Bylaws (in its entirety) with rationale for the change;
- The proposed amendments to the OCSBA Bylaws on one page for easier viewing;
- One (1) ballot for the proposed amendments to the Association Bylaws;
- The proposed amendments to the OCSBA Resolutions with rationale for the change; and
- One (1) ballot for the proposed amendments to the Association Resolutions.

If you have questions regarding the proposed changes, please contact Stefanie Crane at 248-835-5062 or [scrane@clarkston.k12.mi.us](mailto:scrane@clarkston.k12.mi.us) or Amy Hochkammer at 248-229-8405 or [ahochkammer@birmingham.k12.mi.us](mailto:ahochkammer@birmingham.k12.mi.us). Thank you to the additional committee members for their work on this: Marc Siegler (Walled Lake), Marc Katz (Oakland Schools) and Birgit McQuiston (Lake Orion).

We look forward to receiving your returned ballots.

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The Board of Directors  
Oakland County School Boards Association



Adopted by Board of Directors: 11/15/2017

Adopted by General Membership: 1/24/2018; 10/18/2018

Amendments Approved by Member School Districts: 9/16/2020; 9/10/2021; 3/3/2023

## **BYLAWS OF THE OAKLAND COUNTY SCHOOL BOARDS ASSOCIATION**

### **ARTICLE I OFFICES**

**Section 1: Principal Office.** The principal office of the Oakland County School Boards Association (the "Association") in the State of Michigan will be located at 2111 Pontiac Lake Road, Waterford Township, County of Oakland. The Association may have such other offices, either within or without the State of Michigan, as the Board of Directors of the Association may determine or as the affairs of the Association may require from time to time.

**Section 2: Registered Office.** The Association will have and continuously maintain a registered office and a registered agent whose office is identical with the registered office. The registered office may be, but need not be, identical with the principal office, and the address of the registered office may be changed from time to time by the Board of Directors of the Association.

### **ARTICLE II PURPOSE**

**Section 1: Purpose.** The purpose of the Association shall be:

- (a) To advance the quality of public education in Oakland County through the cooperative efforts of locally elected boards of education.
- (b) To promote high standards in providing educational programs and services to meet the needs of all students.
- (c) To make available to school board members information concerning educational issues.
- (d) To conduct and sponsor meetings and programs about various aspects of education in partnership with Oakland Schools.
- (e) To promote public understanding about the role of school boards in our education system and the need for citizen involvement in maintaining and improving our schools.
- (f) To enhance cooperation and communication among boards of education in Oakland County.
- (g) To present a strong force representing the views of school boards in Oakland County to the political representatives serving the area.

- (h) To advocate for county, state and national legislation and governance that promotes and supports public education services by locally elected boards of education.

### **ARTICLE III MEMBERSHIP**

**Section 1: Members.** The Association shall be organized upon a membership basis. Any publicly elected Board of Education member of a school district located in Oakland County or any elected Oakland ISD Board of Education member (referred to herein as “Member School Districts”), that is also a member in good standing in the Michigan Association of School Boards (“MASB”), is an eligible general member of this Association (referred to herein as a “Member” or collectively the “Members”).

**Section 2: Voting Rights.** Each Member is entitled to one vote on each matter submitted to a vote of the Members, with specific exceptions as outlined in this section. All rights to vote on business or election before the Members will be done in person.

**Exceptions:** Each Member School District shall have one (1) vote on resolutions (as outlined in Article IX) or to amend these Bylaws (as outlined in Article XVI). Member School District votes shall be recorded upon receipt of the completed resolution or ballot indicating the vote of the Member School District’s Trustees. Member School District votes must be received prior to the deadline indicated on the ballot or resolution. Results of such Member School District voting shall be provided to all Member Districts not later than the next general membership meeting.

**Section 3: Electronic Voting.** Electronic voting rights are granted to the Board of Directors only to conduct emergency business. All electronic vote(s) will be reaffirmed at the next meeting of the Board of Directors.

**Section 4: Transfer of Membership.** Membership in this Association is not transferable or assignable.

### **ARTICLE IV DUES**

The Association shall be financed by an annual MASB grant to its County Area School Boards Association (CASBA) members, Intermediate School District membership dues in an amount not to exceed the MASB CASBA grant, and by contributions and gifts accepted by the Association.

## ARTICLE V MEETING OF MEMBERS

**Section 1: Annual and Regular Meetings.** There shall be an annual meeting of the Members and not less than three additional, regular membership meetings each year for the purpose of appointing the Board of Directors and for the transaction of such other business as may come before the meeting. The annual meeting shall be the first regular meeting after July 1. The date, time, and place of all meetings shall be determined by the Board of Directors.

**Section 2: Special Meetings.** Special meetings of the Members may be called by voice or email by the President or by two or more members of the Board of Directors with 30 days' notice.

**Section 3: Place of Meeting.** The Board of Directors may designate the place of meeting for any annual or regular meeting or for any special meeting. If no designation is made, or if a special meeting is otherwise called, the place of the meeting will be the registered ~~off~~ office of the Association; but if all of the Members meet at any time and place and consent to holding of a meeting, such meeting will be valid without call or notice, and at such meeting any corporate action may be taken.

Rationale: Grammar and clarification. 'off' is supposed to be 'office'

**Section 4: Notice of meetings.** Written notice stating the place, day, and hour of any meeting of Members will be delivered, either personally or by email, to each Member entitled to vote as such meeting, not less than ten nor more than fifty days before the date of the meeting by the Secretary. In case of a special meeting, or when required by statute or these Bylaws, the purpose or purposes for which the meeting is called will be stated in the notice. If mailed, the notice of a meeting will be deemed to be delivered when deposited in the United States mail addressed to the Member at his or her address as it appears on the records of the Association, with postage thereon prepaid.

**Section 5: Informal Action by Members.** Any action required by law to be taken at a meeting of the Members, or any action which may be taken at a meeting of the Members, may be taken without a meeting if a consent in writing, setting forth the action so taken, will be signed by all of the Members entitled to vote with respect to the subject matter thereof.

**Section 6: Quorum.** The presence of at least one Member from twenty-five (25%) percent of the Member School Districts will constitute a quorum at such meeting. If a quorum is not present at any meeting of Members, a majority of the Members present may adjourn the meeting without further notice.

**Section 7: Involvement of Member School District Administrators.** Superintendents and Administrators of Member School Districts are encouraged to participate in the Member meetings and other Association activities.

## **ARTICLE VI ELECTION OF BOARD OF DIRECTORS**

**Section 1: Number of Directors.** The Board of Directors shall consist of an odd number of Directors, with no fewer than 7 nor more than 9 members. The Board of Directors shall have the discretion to determine the number of Directors to best meet the needs of the Association. The Board shall consider such a change whenever an election produces less candidates than open seats, and prior to seeking candidates to fill a vacancy under Section 6. The Secretary shall promptly communicate any change to the number of Directors to all Members. Any decrease in the number of Directors shall be accomplished by attrition, which may result in an eight member Board for up to one year, until the next election. An increase in the number of Directors shall be accomplished by election, as outlined in Section 4. In addition, the Board may call for a mid-year special election to increase the number of Directors.

**Section 2: Eligibility.** Any Member is eligible to be elected to the Association's Board of Directors. Only one Member from each Member School District is allowed to serve on the Board at any given time.

**Section 3: Term.** The term of office for each Director shall be for three (3) years and shall continue until his or her successor has been elected and qualified.

**Section 4: Board Election:** By May 1<sup>st</sup> yearly, the Board shall convene an Election Committee comprised of the three most recently elected Members of the Board of Directors. The Election Committee shall seek candidates who will create a Board with a geographical balance from throughout Oakland County. Board Candidate Application Forms will also be sent to all Member School Districts to be delivered to their board members. Candidates must submit a completed application to the Election Committee prior to the deadline specified on the form. Nominations cannot be made from the floor during the meeting at which the election occurs. Election of Candidates from Member School Districts shall take place at the June meeting. If there are more candidates than vacancies to be filled, the Member vote shall be by written ballot. If there are less candidates than vacancies to be filled, the Board of Directors shall follow the procedure to fill a vacancy as outlined in Section 6.

**Section 5: Resignation/Removal.** Any Director may resign by written notice to the Association. Any Director may be removed by the Members or the Board at any meeting of the Members or the Board, with cause as defined in Appendix I, by the affirmative vote of a majority of the Members or the Directors then in office (excluding the Director who is the subject of such action).

**Section 6: Vacancy.** If a vacancy shall occur among the Board of Directors as a result of death, resignation, removal or otherwise, the Board will first consider whether it is appropriate to decrease the number of Directors as outlined in Section 1. If the Board determines that the needs of the Association are best met by retaining the current number of Directors, the President will notify the Members of the vacancy, each Member School District shall be sent a Board Candidate Application Form and the Board shall appoint a member to fill the vacancy at its next meeting. The appointee shall serve until the next scheduled election.

**Section 7: Attendance.** Failure to attend three (3) consecutive Board meetings shall constitute a resignation; however, a Director may be granted an excused absence by action of the Board. Such a request shall be made in writing to the Board President within thirty (30) days of the missed meeting.

## **ARTICLE VII BOARD OF DIRECTORS**

**Section 1: General Powers.** It shall be the responsibility of the Board of Directors to carry out the purposes of the Association as specified in Article II of the Articles of Incorporation.

**Section 2: Regular Meetings.** A regular annual meeting of the Board of Directors will be held without other notice than these Bylaws. The date and time of the annual meeting shall be determined by the Board of Directors. The Board of Directors may provide by resolution the time and place for holding of additional regular meetings of the Board without other notice than such resolution.

**Section 3: Special Meetings.** Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call special meetings of the Board may fix any place as the place for holding any special meeting of the Board called by them.

**Section 4: Notice.** Notice of any special meeting of the Board of Directors will be given at least two days by written notice delivered personally, by phone, ~~fax,~~ or email to each Director's contact information as shown by the records of the Association ~~or five days' notice by mail. If mailed, such notice will be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid.~~ Any Director may waive notice of any meeting. The attendance of a Director at any meeting will constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these Bylaws.

Rationale: Deleting language that refers to sending meeting notices via US mail and fax which are outdated modes of communication.

**Section 5: Quorum.** A majority of the Board of Directors will constitute a quorum for the transaction of business at any meeting of the Board; if less than a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting without further notice.

**Section 6: Manner of Acting.** The act of a majority of the Directors serving (whether elected or appointed), at a meeting at which a quorum is present will be the act of the Board of Directors, unless the act of a greater number is required by law or by these Bylaws.

**Section 7: Compensation.** Directors as such will not receive any stated salaries for their services, but by resolution of the Board of Directors a fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board; but nothing herein contained will be construed to preclude any Director from serving the Association in any other capacity and receiving compensation therefor.

**Section 8: Informal Action by Directors.** Any action required by law to be taken at a meeting of Directors, or any action which may be taken at a meeting of Directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by all the Directors.

**Section 9: Confidentiality.** The records and business of all Board of Directors proceedings shall be confidential and shall not be subject to disclosure without the Board of Directors' authorization in advance of disclosure.

**Section 10: Board Operating Procedures. The Board of Directors shall create and maintain Board Operating Procedures which shall be used in conjunction with these Bylaws.**

Rationale: Adding this section as the Board of Directors recently adopted Board Operating Procedures that further define roles, responsibilities and timelines.

## ARTICLE VIII OFFICERS

**Section 1: Election or Appointment.** The Board of Directors, as soon as may be practical after the annual appointment of Directors in each year, shall elect from the current Board of Directors, a President, a Vice-President, a Secretary, and a Treasurer of the Association.

**Section 2: Term of Office.** ~~The~~ **The** term of office for all officers shall commence upon their election or appointment and shall continue until the next annual meeting of the Association and thereafter until their respective successors are chosen or until their resignation or removal. Any officer may be removed from office at any meeting of the Directors, with cause, by the affirmative

vote of a majority of the Directors, whenever in their judgment the best interests of the Association will be served thereby. An officer may resign by written notice to the Association. The resignation shall be effective upon its receipt by the Association or at a subsequent time specified in the notice of resignation. The Directors shall have the power to fill any vacancies in any offices occurring for whatever reason.

**Rationale:** Grammar/clarity – deleting ‘r’ in the first word to change ‘Ther’ to ‘The’

**Section 3: Compensation.** Officers as such will not receive any stated salaries for their services, but by resolution of the Board of Directors a fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board; but nothing herein contained will be construed to preclude any Officer from serving the Association in any other capacity and receiving compensation therefore.

**Section 4: The President.** The President shall be the Chief Executive Officer of the Association and shall have general and active management of the activities of the Association and shall see that all orders and resolutions of the Board of Directors are carried into effect. He or she shall execute all authorized conveyances, contracts, or other obligations in the name of the Association, except where required by law to be otherwise signed and executed, and except where the signing and execution thereof shall be expressly delegated by the Directors to some other officer or agent of the Association. He or she shall preside at all meetings of the Directors.

**Section 5: Vice-President.** The Vice-President in the order designated by the Board of Directors, or, lacking such designation, by the President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President and shall perform such other duties as the Board of Directors shall prescribe.

In the absence of both the President and Vice-President, the Directors present thereat shall designate another presiding officer.

**Section 6: The Secretary.** The Secretary shall attend all meetings of the Board of Directors and record all votes and the minutes of all proceedings in a book to be kept for that purpose. He or she shall give, or cause to be given, notice of all meetings of the Directors for which notice may be required, and shall perform other duties as may be prescribed by the Directors. He or she shall have the authority to execute with the President all authorized conveyances, contracts or other obligations in the name of the Association, except as otherwise directed by the Directors.

**At the discretion of the Board of Directors on an annual basis, the Office of Secretary may be divided into two roles: Corresponding Secretary and Recording Secretary.**

**Rationale:** With a Board of 7-9 directors, it is helpful to split the role of Secretary into two and provides additional leadership opportunities.



**Section 7: The Treasurer.** The Treasurer shall have custody of the funds and securities of the Association and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Association and shall deposit all monies and other valuable effects in the name and to the credit of the Association in such depositories as may be designated by the Directors. He or she shall disburse the funds of the Association as may be ordered by the Directors, taking proper vouchers for such disbursements, and shall render to the President and Directors, at the regular meetings of the Directors, or whenever they may require it, an account of all his or her transactions as Treasurer and of the financial condition of the Association. If required by the Directors, he or she shall give the Association a bond in such sum and with such surety or sureties as shall be satisfactory to the Directors for the faithful performance of the duties of his or her office and for the restoration to the Association (in case of his or her death, resignation or removal from office) of all books papers, vouchers, money and other property of whatever kind in his or her possession or under his or her control belonging to the Association.

**Section 8: Bonding of Officers.** All officers of the Association, if required to do so by the Board of Directors, shall furnish bonds to the Association for the faithful performance of their duties, in such amounts and with such conditions and security as the Board shall require. The Association shall assume the cost of providing any bond required hereunder.

## **ARTICLE IX COMMITTEES**

**Section 1: General.** The Board of Directors may designate standing and ad hoc committees with such duties and powers as it may provide in order to carry out the program and purposes of the Association.

**Section 2: Quorum and Voting Rights.** Unless otherwise stated within this Article, the presence of twenty-five (25%) percent of the appointed representatives to a Committee will constitute a quorum and each appointed representative present in the meeting shall have one vote. Member School Districts may designate an alternate representative to any committee comprised of representatives of Member School Districts; however, any appointed alternate shall only be counted for quorum and/or vote when the primary appointed representative for their District is absent.

**Section 3: Committee Chairs.** Each standing and ad hoc committee shall elect a Chairperson annually from the appointed representatives. The election shall be the first order of business at the Committee's first meeting after ~~January 31<sup>st</sup>~~ July 1<sup>st</sup>, unless otherwise specified in these Bylaws. Written notice of the election date, time and place shall be provided to all appointed

representatives not less than seven (7) calendar days prior to the meeting at which the vote will occur.

**Rationale: Operating Year is July 1 – June 30. This change will bring us in alignment**

Each Committee Chair is responsible for establishing and distributing the meeting schedule and agendas and providing such to the appointed representatives. The Chair shall maintain committee attendance records, distribute meeting minutes to the appointed representatives after each meeting and regularly report to the Board of Directors through the President.

Any Committee Chair may resign by written notice to the Association President. Any Committee Chair may be removed by the Committee Members or the Board at any meeting of the Committee Members or the Board, without cause, by the affirmative vote of a majority of the appointed representative(s) present or the Board of Directors then in office (excluding the Committee Chair who is the subject of such action).

**Section 4: The Government Relations Committee.** The Government Relations Committee shall be a standing committee. The committee's purpose is to receive information [on](#) legislative matters for the purpose of sharing said information with the Member School Districts to advocate for, and increase awareness of, issues facing public education. The committee will meet at least 6 times per year.

**Rationale: Grammar/clarification adding on after 'information'**

**Committee Membership/Leadership.** At each Member School District's annual organizational meeting, a Member should be appointed to represent their Member School District at the Government Relations Committee.

A Committee Chairperson will be elected annually from the appointed Members at the first committee meeting after January 31<sup>st</sup>. Each Member School District in attendance shall have one (1) vote, which shall be cast by the Member School District's appointed representative.

[In the absence of an elected Vice Chair, the Vice President of OCSBA will assume the position of Vice Chair.](#)

**Rationale: This is to ensure we are building leadership on GRC**

**Legislative Priorities.** The Government Relations Committee will review/revise their Legislative Priorities annually. Revised Legislative priorities will be submitted to the Board of Directors for approval. Once approved by the Board, Legislative Priorities will be provided to the Resolutions and Bylaws Committee and Member School Districts.

**Section 5: Resolutions and Bylaws Committee.** The Resolutions and Bylaws Committee shall be a standing committee and shall exercise the powers prescribed in this section. The committee's purpose is to develop and manage the resolutions and bylaws process. The committee shall meet at least once per year.

**Committee Membership/Leadership.** Committee members will be appointed by the ~~Board of Directors~~ OCSBA President annually. Committee members may be reappointed for additional terms. The appointed Committee members will elect a Committee Chairperson at the first committee meeting after appointment. The Government Relations Committee Chairperson shall be a member of the Resolutions and Bylaws Committee.

**Rationale:** Common Practice is that OCSBA President makes committee appointments

**Initiation of Resolutions and Bylaws Revisions.** Resolutions or bylaws revisions may be initiated by a Member School District Board, the Board of Directors, the Government Relations Committee or the Resolutions and Bylaws Committee. Once approved by the OCSBA Board of Directors, the Legislative Priorities shall be included in the resolutions drafted by the Resolutions and Bylaws Committee. All proposed resolutions and/or bylaws revisions shall be submitted in writing to the Board of Directors or Resolutions and Bylaws Committee and shall be addressed by the Resolutions and Bylaws Committee at their next meeting.

**Submission to Vote.** The Board of Directors shall review all proposed resolutions and bylaws amendments prior to submission to the Member School Districts.

Once reviewed by the Board of Directors, proposed resolutions and bylaws amendments shall be sent to the Member School Districts for voting. Member School Districts will be asked to vote at their next meeting. The window for Member School District voting shall be at least forty (40) calendar days and the voting deadline shall be specified on the ballot or resolution.

**Resolution Adoption.** Resolutions that are approved by at least nineteen (19) Member School Districts shall be the official position of the Association as interpreted and pursued by its Board of Directors.

## **ARTICLE X DISSOLUTION**

**Section 1: General.** In the event of dissolution of the Association, all of the Association's assets, real and personal, shall be distributed as provided in Article VIII of the Association's Articles of Incorporation.

**Section 2: No Inurement.** No part of the net earnings of the Association shall be distributed to or inure to the benefit of any Member, Director or Officer of the Association, as prohibited by Section 501(c)(4) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of subsequent federal tax laws), or the Michigan General Sales Tax Act or the Michigan Use Tax Act.

## **ARTICLE XI**

### **FIDUCIARY AND FINANCIAL RESPONSIBILITIES**

**Section 1: Financial Expenditures.** All financial expenditures of the Association shall not exceed those within the parameters of the approved annual budget. No committee has the power to create any financial liability for the Association, unless specifically authorized by the majority of the Members. The Board of Directors approval and signatory by both the President and Treasurer are required for any expenditure exceeding \$2,500. Expenditures up to \$2,500 must be approved by either the Board President or the Treasurer. In the event that the President and/or Treasurer are absent or disabled, the Vice-President may approve expenditures.

**Section 2: Financial Reports.** The Treasurer shall maintain all financial statements, reports, and budgets as follows:

- (a) Reports shall be completed on a timely basis and distributed to all Board members on a quarterly basis or upon request.
- (b) The Treasurer shall present for approval by the Board of Directors:
  - a. Not later than the June Board of Directors meeting, a budget for the upcoming fiscal year (July 1 to June 30).
  - b. No later than August 30<sup>th</sup>, the end of year revenue & expense reports for the immediately preceding fiscal year.
- (c) The approved budget and annual report of income and expenditures will be presented at the first fall Member Meeting.
- (d) Annually the accounting records of the Association will be closed in preparation for any necessary IRS filings.

**Section 3: Review of Financial Records.**

- (a) Internal – Board of Directors. Annually, the Association shall perform certain agreed upon procedures related to the financial records of the Association. The year-end report and supporting documentation shall be available for review by the Board of Directors prior to the annual Board of Directors and Member meetings.
- (b) External. An audit will only be conducted in place of the agreed upon procedures if required by law or a third party.

**Section 4: Fiduciary Agreement.** The Board of Directors may enter into an Administrative and Financial Services Agreement with Oakland Schools to support management of the Association. The Treasurer shall monitor the work performed by Oakland Schools under this agreement.

## **ARTICLE XII**

### **INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS**

**Section 1: Indemnification of Directors and Officers: Claims Brought by Third Parties.** The Association shall, to the fullest extent authorized or permitted by the Michigan Nonprofit Association Act or other applicable law, as the same presently exists or may hereafter be amended (the “Act”), indemnify a director or officer (the “Indemnatee”) who was or is a party or is threatened to be made a party to a threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative and whether formal or informal, other than an action by or in the right of the Association, by reason of the fact that he or she is or was a director, officer, employee or agent of the Association, or is or was serving at the request of the Association as a director, officer, partner, trustee, employee or agent of another foreign or domestic Association, business Association, partnership, joint venture, trust or other enterprise, whether for profit or not for profit, against expenses, including attorneys’ fees, judgments, penalties, fines and amounts paid in settlement actually and reasonably incurred by the Indemnatee in connection with the action, suit or proceeding, if the Indemnatee acted in good faith and in a manner the Indemnatee reasonably believed to be in or not opposed to the best interests of the Association, and with respect to any criminal action or proceeding, if the Indemnatee has no reasonable cause to believe the conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, does not, of itself, create a presumption that the Indemnatee did not act in good faith and in a manner which in the Indemnatee reasonably believed to be in or not opposed to the best interests of the Association, and, with respect to any criminal action or proceeding, had reasonable cause to believe that the conduct was unlawful.

**Section 2: Indemnification of Directors and Officers: Claims Brought by or in the Right of the Association.** The Association shall, to the fullest extent authorized or permitted by the Act or other applicable law, as the same presently exists or may hereafter be amended, indemnify a director or officer who was or is a party to or is threatened to be made a party to a threatened, pending or completed action or suit by or in the right of the Association to procure a judgement in its favor by reason of the fact that the Indemnatee is or was a director, officer, employee or agent of the Association, or is or was serving at the request of the Association as a director, officer, partner, trustee, employee or agent of another foreign or domestic Association, business Association, partnership, joint venture, trust or other enterprise, whether for profit or not, against expenses, including actual and reasonable attorneys’ fees and amounts paid in

settlement incurred by the person in connection with the action of suit, if the Indemnitee acted in good faith and in a manner the Indemnitee reasonably believed to be in or not opposed to the best interests of the Association. However, indemnification under this Section shall not be made for a claim, issue or matter in which the Indemnitee has been found liable to the Association unless and only to the extent that the court in which the action or suit was brought has determined upon application that, despite the adjudication of liability but in view of all circumstances of the case, the Indemnitee is fairly and reasonably entitled to indemnification for the expenses for which the court considers proper.

**Section 3: Actions Brought by the Indemnitee.** Notwithstanding the provisions of Sections 1 and 2 of this Article, the Association shall not indemnify an Indemnitee in connection with any action, suit, proceeding or claim (or part thereof) brought or made by such Indemnitee; unless such action, suit, proceeding or claim (or part thereof) (i) was authorized by the Board of Directors of the Association, or (ii) was brought or made to enforce this Article and such Indemnitee has been successful in such action, suit, proceeding or claim (or part thereof).

**Section 4: Approval of Indemnification.** An indemnification under Sections 1 or 3 of this Article, unless ordered by a court, shall be made by the Association only as authorized in the specific case upon a determination that indemnification of the Indemnitee is proper in the circumstances because the Indemnitee has met the applicable standard of conduct set forth in Sections 1 and 3 of this Article. This determination shall be made promptly in any of the following ways:

- (a) By a majority vote of a quorum of the Board consisting of Directors who were not parties to the action, suit or proceeding.
- (b) If the quorum described in subdivision(a) is not obtainable, then by a majority vote of a committee of Directors who are not parties to the action. The committee shall consist of not less than two (2) disinterested Directors.
- (c) By independent legal counsel in a written opinion.

**Section 5: Advancement of Expenses.** Expenses incurred in defending a civil or criminal action, suit or proceeding described in Sections 1 or 3 of this Article shall be paid promptly by the Association in advance of the final disposition of the action, suit or proceeding upon receipt of any undertaking by or on behalf of the Indemnitee to repay the expenses if it is ultimately determined that the Indemnitee is not entitled to be indemnified by the Association. The undertaking shall be by unlimited general obligation of the person on whose behalf advances are made but need not be secured.

**Section 6: Partial Indemnification.** If an Indemnitee is entitled to indemnification under Sections 1 or 3 of this Article for a portion of expenses including attorneys' fees, judgments, penalties, fines and amounts paid in settlement, but not for the total amount thereof, the Association shall

indemnify the Indemnitee for the portion of the expenses, judgments, penalties, fines, or amounts paid in settlement for which the Indemnitee is entitled to be indemnified.

**Section 7: Indemnification of Employees and Agents.** Any person who is not covered by the foregoing provisions of this Article and who is or was an employee or agent of the Association, or is or was serving at the request of the Association as a director, officer, employee or agent of another foreign or domestic Association, business Association, partnership, joint venture, trust or other enterprise, whether for profit or not for profit, may be indemnified to the fullest extent authorized or permitted by the Act or other applicable law, as the same exist or may hereafter be amended, but in the case of any such amendment, only to the extent such amendment permits the Association to provide broader indemnification rights than before such amendment, but in any event only to the extent authorized at any time or from to time by the Board of Directors.

**Section 8: Other Rights of Indemnification.** The indemnification or advancement of expenses provided under Sections 1 to 7 of this Article is not exclusive of other rights to which a person seeking indemnification or advancement of expenses may be entitled under the articles of incorporation, bylaws or a contractual agreement. However, the total amount of expenses advanced or indemnified from all sources combined shall not exceed the amount of actual expenses incurred by the person seeking indemnification or advancement or expenses. The indemnification provided for in Sections 1 to 5 of this Article continues as to a person who ceases to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of the person.

**Section 9: Liability Insurance.** The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Association, or is or was serving at the request of the Association as a director, officer, employee or agent of another Association, business Association, partnership, joint venture, trust or other enterprise against any liability asserted against the person and incurred by the person in any such capacity or arising out of the person's status as such, whether or not the Association would have the power to indemnify the person against such liability under the provisions of the Act.

**Section 10: Severability.** Each and every paragraph, sentence, term and provision of this Article shall be considered severable in that, in the event a court finds any paragraph, sentence, term or provision to be invalid or unenforceable, the validity and enforceability, operation, or effect of the remaining paragraphs, sentences, terms, or provisions shall not be affected, and this Article shall be construed in all respects as if the invalid or unenforceable matter had been omitted.

**Section 11: Definitions.** "Other enterprises" shall include employee benefit plans; "fines" shall include any excise taxes assessed on a person with respect to an employee benefit plan; and "serving at the request of the Association" shall include any service as a director, officer,

employee, or agent of the Association which imposes duties on, or involves services by, the director, officer, employee, or agent with respect to an employee benefit plan, its participants or beneficiaries; and a person who acted in good faith and in a manner he or she reasonably believed to be in the interest of the participants and beneficiaries of an employee benefit plan shall be considered to have acted in a manner “not opposed to the best interests of the Association as referred to in Sections 1 and 2”.

### **ARTICLE XIII FISCAL YEAR**

**Section 1: Fiscal Year.** The fiscal year of the Association shall be determined by the Board of Directors.

### **ARTICLE XIV CONFLICTS**

**Section 1: Statement of Policy.** It is the policy of the Association that all officers, directors, committee members and employees of the Association shall avoid any conflict between their own respective individual interests and the interests of the Association, in any and all actions taken by them on behalf of the Association in their respective capacities.

**Section 2: Dealing with the Association.** A contract or other transaction between the Association and one or more of its directors or officers, ~~or between the Association and one or more of its directors or officers,~~ or between the Association and a domestic or foreign corporation, firm or association of any type or kind in which one or more of the Association’s directors or officers are trustees or officers, or are otherwise interested, is not void or voidable solely because of such common trusteeship, officership or interest, or solely because such directors are present at the meeting of the Board of Directors or committee thereof at which such contract or transaction is acted upon, or solely because their votes are counted for such purpose, if any of the following conditions is satisfied:

**Rationale: to remove duplicate phrase**

- (a) The contract or other transaction is fair and reasonable to the Association when it is authorized, approved or ratified;  
or
- (b) The material facts as to such trustee’s relationship or interest as to the contract or transaction are disclosed or known to the Board of Directors or committee thereof authorizes, approves or ratifies the contract or transaction by a vote sufficient for the purpose without counting the vote of any common or interested director.



**Section 3: Procedure in Event of Potential Conflict of Interest.** In the event that any officer, trustee, committee member or employee of the Association shall have any direct or indirect interest in, or relationship with, any individual or organization which proposes to enter into any transaction with the Association, such officer, director, committee member or employee shall give the Board of Directors notice of such interest or relationship and shall thereafter refrain from voting or otherwise attempting to exert any influence on the Association, its Board of Directors, or its committees, to affect its decision to participate or not to participate in such transaction.

**Section 4: Special Voting Rules.** Any member of the Board of Directors who has a conflict of interest on any matter involving the Association shall not be counted in determining the quorum for the meeting at which the matter is to be acted upon, even when permitted by law. The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting, and the quorum situation.

## **ARTICLE XV MISCELLANEOUS PROVISIONS**

**Section 1: Contracts, Conveyances, Etc.** All conveyances, contracts and instruments of transfer and assignment shall be approved as provided by a resolution of the Board of Directors.

**Section 2: Execution of Instruments.** Except as otherwise provided for herein, all Association instruments and documents, including, but not limited to, checks, drafts, bills or exchange, acceptances, notes or other obligations or orders for the payment of money, shall be signed as provided by a resolution of the Board of Directors.

**Section 3: Borrowing.** Loans and renewals of loans shall be contracted on behalf of the Association as provided by a resolution of the Board of Directors.

**Section 4: Adjourned Meetings.** A majority of the Directors present, whether or not a quorum, may adjourn any meeting to another time and place. Notice of such adjourned meeting shall be given even though the time and place thereof are announced at the meeting at which the adjournment is taken.

**Section 5: Method of Giving Notices.** Any notice required by statute or by these Bylaws to be given to the directors, or to any officers of the Association unless otherwise provided herein or in any statute, shall be given by ~~mailing~~ [electronic communication](#) to such director or officer at his or her last [known district-provided email](#) address as the same appears on the records of the Association, and such notice shall be deemed to have been given at the time of such ~~mailing~~ [communication](#).

**Rationale:** OCSBA does not physically mail communications.

**Section 6: Action by Written Consent.** Action required or permitted to be taken pursuant to authorized vote at any meeting of the Board of Directors or a committee thereof, may be taken without a meeting if, before or after the action, all Members of the Board of Directors or the committee consent thereto in writing. Written consent shall be filed with the minutes of the proceedings of the Board or committee. Such consent shall have the same effect as the vote of the Board or committee for all purposes.

**Section 7: Remote Participation in Meeting.** By oral or written permission of a majority of the Board of Directors, a Member of the Board of Directors or of a committee designated by the Board may participate in a meeting by means of conference telephone, or similar communications equipment by means of which all persons participating in the meeting can hear each other ("two-way communication"). Participation in a meeting pursuant to this Section constitutes presence in person at the meeting.

**Section 8: Corporate Seal.** If the Association has a corporate seal, it shall have inscribed thereon the name of the Association and the words "Corporate Seal" and "Michigan". The seal may be used by causing it or a facsimile to be affixed, impressed or reproduced in any other manner.

## **ARTICLE XVI AMENDMENTS, RULES AND REGULATIONS**

**Section 1: Amendments.** These Bylaws may be altered or amended by the vote of the Member School Districts. The Board of Directors will provide written ballot with the proposed amendment(s) to each Member School District giving at least a forty (40) day period in which to vote. Each Member School District will have one vote.

**Grammatical errors that do not change the meaning or intent of the language may be corrected by the Board of Directors without a vote of the membership.**

**Rationale: Small grammatical errors (i.e., grammar and spelling), that do not change the meaning or intent of the language, can be corrected by the Board of Directors during the annual review rather than having to go out to membership for a vote**

**Section 2: Rules and Regulations.** The Board of Directors may adopt additional rules and regulations, general or specific, for the conduct of their meetings, and additional rules and regulations, general or specific, for the conduct of the affairs of the Association; provided, however, unless a local, state or national emergency has been declared, no such additional rule or regulation shall be inconsistent with or in contravention of any provision of the Articles of Incorporation or these Bylaws.

**Section 3: Rules and Regulations During a Declared Emergency.** In the event of a declared local, state or national emergency, the Board of Directors may set aside rules and regulations within

these bylaws, general or specific, regarding the conduct of their meetings and election and to conduct the affairs of the Association.

## **Appendix 1**

### **Definition of Cause for Removing a Board Member or Officer**

***Adopted by the OCSBA Board of Directors: September 16, 2020***

#### **Preface:**

The Board of Directors of a nonprofit has three primary legal duties known as the “duty of care,” “duty of loyalty,” and “duty of obedience.”\*

1. Duty of Care: Take care of the nonprofit by ensuring prudent use of all assets, including facility, people, and good will.
2. Duty of Loyalty: Ensure that the nonprofit's activities and transactions are, first and foremost, advancing its mission; Recognize and disclose conflicts of interest; Make decisions that are in the best interest of the nonprofit, not in the best interest of the individual board member (or any other individual or for-profit entity).
3. Duty of Obedience: Ensure that the nonprofit obeys applicable laws and regulations; follows its own bylaws; and that the nonprofit adheres to its stated corporate purposes/mission.

The Board of Directors does not exist solely to fulfill legal duties and serve as a fiduciary of the organization’s assets. Board members also play very significant roles providing guidance to nonprofits by contributing to the organization’s culture, strategic focus, effectiveness, and financial sustainability, as well as serving as ambassadors and advocates.

**An OCSBA Officer or Member of the Board of Directors may be removed for cause, defined as any of the following:**

- ❖ Acts of malfeasance, misfeasance, or nonfeasance.
- ❖ Willful failure to follow OCSBA bylaws.
- ❖ Willful neglect of duties.
- ❖ Failure to disclose a conflict of interest and/or using the Association for his or her own personal gain.

- ❖ Using their position on the OCSBA Board of Directors or OCSBA's logo in a political endorsement, as such could reasonably be misconstrued as an endorsement by the Association.
- ❖ Frequently missed Board meetings or committee meetings.
- ❖ Creating an unhealthy or dysfunctional boardroom through inappropriate behavior or disrespecting the other members of the Association.
- ❖ Ethical concerns such as discrimination, harassment, or criminal behaviors.

Basically, the removal of a Director or Officer should only be done when absolutely necessary. However, the reasons for doing so are up to the Associations other Directors and Members. If a Director has failed his or her fiduciary duty in some way, then he or she should be removed from the board.

OCSBA Bylaws – Amendments at a Glance:

**The following four revisions are clerical/grammatical in nature and do not change the meaning of the bylaws.**

1. (Page 3)

#### **Article V**

**Section 3: Place of Meeting.** The Board of Directors may designate the place of meeting for any annual or regular meeting or for any special meeting. If no designation is made, or if a special meeting is otherwise called, the place of the meeting will be the registered ~~off~~ **office** of the Association; but if all of the Members meet at any time and place and consent to holding of a meeting, such meeting will be valid without call or notice, and at such meeting any corporate action may be taken.

**Rationale: Grammar and clarification. ‘off’ is supposed to be ‘office’**

2. (Page 6)

#### **Article VIII**

**Section 2: Term of Office.** ~~Ther~~ **The** term of office for all officers shall commence upon their election or appointment and shall continue until the next annual meeting of the Association and thereafter until their respective successors are chosen or until their resignation or removal. Any officer may be removed from office at any meeting of the Directors, with cause, by the affirmative vote of a majority of the Directors, whenever in their judgment the best interests of the Association will be served thereby. An officer may resign by written notice to the Association. The resignation shall be effective upon its receipt by the Association or at a subsequent time specified in the notice of resignation. The Directors shall have the power to fill any vacancies in any offices occurring for whatever reason.

**Rationale: Grammar/clarity – deleting ‘r’ in the first word to change ‘Ther’ to ‘The’**

3. (Page 9)

#### **Article IX**

**Section 4: The Government Relations Committee.** The Government Relations Committee shall be a standing committee. The committee’s purpose is to receive

information **on** legislative matters for the purpose of sharing said information with the Member School Districts to advocate for, and increase awareness of, issues facing public education. The committee will meet at least 6 times per year.

**Rationale:** Grammar/clarification adding 'on' after 'information'

4. (Page 15)

#### **Article XIV**

**Section 2: Dealing with the Association.** A contract or other transaction between the Association and one or more of its directors or officers, ~~or between the Association and one or more of its directors or officers,~~ or between the Association and a domestic or foreign corporation, firm or association of any type or kind in which one or more of the Association's directors or officers are trustees or officers, or are otherwise interested, is not voidable solely because of such common trusteeship, officership or interest, or solely because such directors are present at the meeting of the Board of Directors or committee thereof at which such contract or transaction is acted upon, or solely because their votes are counted for such purpose, if any of the following conditions is satisfied:

**Rationale:** to remove duplicate phrase

**The following sections have been revised and edited for content.**

1. (Page 5)

#### **Article VII**

**Section 4: Notice.** Notice of any special meeting of the Board of Directors will be given at least two days by written notice delivered personally, **by** phone, ~~fax,~~ or email to each Director's contact information as shown by the records of the Association ~~or five days' notice by mail. If mailed, such notice will be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid.~~ Any Director may waive notice of any meeting. The attendance of a Director at any meeting will constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor

the purpose of, any regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these Bylaws.

**Rationale:** Deleting language that refers to sending meeting notices via US mail and fax which are outdated modes of communication.

2. (Page 6)

## **Article VII**

**Section 10: Board Operating Procedures. The Board of Directors shall create and maintain Board Operating Procedures which shall be used in conjunction with these Bylaws.**

**Rationale:** Adding this section as the Board of Directors recently adopted Board Operating Procedures that further define roles, responsibilities and timelines.

3. (Page 7)

## **Article VIII**

**Section 6: The Secretary.** The Secretary shall attend all meetings of the Board of Directors and record all votes and the minutes of all proceedings in a book to be kept for that purpose. He or she shall give, or cause to be given, notice of all meetings of the Directors for which notice may be required, and shall perform other duties as may be prescribed by the Directors. He or she shall have the authority to execute with the President all authorized conveyances, contracts or other obligations in the name of the Association, except as otherwise directed by the Directors.

**At the discretion of the Board of Directors on an annual basis, the Office of Secretary may be divided into two roles: Corresponding Secretary and Recording Secretary.**

**Rationale:** With a Board of 7-9 directors, it is helpful to split the role of Secretary into two and provides additional leadership opportunities.

4. (Page 8)

## **Article IX**

**Section 3: Committee Chairs.** Each standing and ad hoc committee shall elect a Chairperson annually from the appointed representatives. The election shall be the first order of business at the Committee's first meeting after ~~January 31<sup>st</sup>~~ July 1<sup>st</sup>, unless otherwise specified in these Bylaws. Written notice of the election date, time and place shall be provided to all appointed representatives not less than seven (7) calendar days prior to the meeting at which the vote will occur.

**Rationale:** Operating Year is July 1 – June 30. This change will bring us in alignment

5. (Page 9)

## **Article IX**

**Section 4: The Government Relations Committee.** The Government Relations Committee shall be a standing committee. The committee's purpose is to receive information **on** legislative matters for the purpose of sharing said information with the Member School Districts to advocate for, and increase awareness of, issues facing public education. The committee will meet at least 6 times per year.

**Committee Membership/Leadership.** At each Member School District's annual organizational meeting, a Member should be appointed to represent their Member School District at the Government Relations Committee.

A Committee Chairperson will be elected annually from the appointed Members at the first committee meeting after January 31<sup>st</sup>. Each Member School District in attendance shall have one (1) vote, which shall be cast by the Member School District's appointed representative.

In the absence of an elected Vice Chair, the Vice President of OCSBA will assume the position of Vice Chair.

**Rationale:** This is to ensure we are building leadership on GRC

6. (Page 9)

**Section 5: Resolutions and Bylaws Committee.** The Resolutions and Bylaws Committee shall be a standing committee and shall exercise the powers prescribed in this section. The committee's purpose is to develop and manage the resolutions and bylaws process. The committee shall meet at least once per year.



**Committee Membership/Leadership.** Committee members will be appointed by the ~~Board of Directors~~ **OCSBA President** annually. Committee members may be reappointed for additional terms. The appointed Committee members will elect a Committee Chairperson at the first committee meeting after appointment. The Government Relations Committee Chairperson shall be a member of the Resolutions and Bylaws Committee.

**Rationale: Common Practice is that OCSBA President makes committee appointments**

7. (Page 16)

#### **Article XV**

**Section 5: Method of Giving Notices.** Any notice required by statute or by these Bylaws to be given to the directors, or to any officers of the Association unless otherwise provided herein or in any statute, shall be given by ~~mailing~~ **electronic communication** to such director or officer at his or her last **known district-provided email** address as the same appears on the records of the Association, and such notice shall be deemed to have been given at the time of such ~~mailing~~ **communication**.

**Rationale: OCSBA does not physically mail communications.**

8. (Page 17)

#### **Article XVI**

**Section 1: Amendments.** These Bylaws may be altered or amended by the vote of the Member School Districts. The Board of Directors will provide written ballot with the proposed amendment(s) to each Member School District giving at least a forty (40) day period in which to vote. Each Member School District will have one vote.

**Grammatical errors that do not change the meaning or intent of the language may be corrected by the Board of Directors without a vote of the membership.**

**Rationale: Small grammatical errors (i.e., grammar and spelling), that do not change the meaning or intent of the language, can be corrected by the Board of Directors during the annual review rather than having to go out to membership for a vote**

# 2025 Member District Ballot

## Proposed Bylaws Amendments



**Introduction.** The Oakland County School Boards Association (OCSBA) Resolution & Bylaws committee reviews the Association bylaws annually and recommends amendments as needed. Once proposed amendment(s) are reviewed by the Board of Directors, the proposed amendment(s) are transmitted to our member districts for consideration.

OCSBA Bylaws Article XVI Section 1: Amendments. These Bylaws may be altered or amended by the vote of the Member School Districts. The Board of Directors will provide a written ballot with the proposed amendment(s) to each Member School District giving at least a forty (40) day period in which to vote. Each Member School District will have one (1) vote.

**Voting Period.** The proposed amendment(s), a rationale for the change and a written ballot were transmitted to every Member and all Member School District Executive Assistants on April 23, 2025 **Completed ballots must be received no later than 5:00 PM on Friday, June 6, 2025.**

**Important! This ballot must be completed, signed and returned to [OCSBAboard@ocsba-mi.org](mailto:OCSBAboard@ocsba-mi.org) prior to the deadline or your District's vote cannot be counted!** OCSBA bylaws Article III, Section 2: Member School District votes shall be recorded upon receipt of the completed resolution or ballot indicating the vote of the Member School District's Trustees. Member School District votes must be received prior to the deadline indicated on the ballot or resolution.

### DOES THE BOARD OF EDUCATION APPROVE THE PROPOSED AMENDMENT(S) TO THE ASSOCIATION BYLAWS?

The vote of the \_\_\_\_\_ School District  
*Insert District Name*

Board of Education on \_\_\_\_\_, 20\_\_\_\_  
*Insert Meeting Date*

check one

- ☐ **YES.** The Board approves the proposed amendment(s) to the bylaws as presented.
- ☐ **NO.** The Board does not approve the proposed amendment(s) to the bylaws as presented.

**I HEREBY CERTIFY** that the foregoing is a true and correct record of the vote by the Board of Education.

**Signed by** (check one) ☐ Board Secretary -or- ☐ Executive Assistant to the Board & Superintendent

\_\_\_\_\_  
*Printed Name*

\_\_\_\_\_  
*Signature*

Email your completed & signed ballot to [OCSBAboard@ocsba-mi.org](mailto:OCSBAboard@ocsba-mi.org)  
no later than **5:00 PM on Friday, June 6, 2025**

Questions? Contact Stefanie Crane – [scrane@clarkston.k12.mi.us](mailto:scrane@clarkston.k12.mi.us) – 248.835.5062



The following resolutions have been adopted by our member school districts.  
The adoption and/or amendment date(s) are noted for each resolution.

OCSBA Bylaws Article IX, Section 5, Resolution Adoption:  
Resolutions that are approved by at least nineteen (19) member school districts shall be the official position of the association as interpreted and pursued by its board of directors.

## 2025 RECOMMENDED AMENDMENTS TO PREVIOUSLY ADOPTED RESOLUTIONS

### ACCOUNTABILITY AND TRANSPARENCY [OCSBA Adopted 9/24/2019]

OCSBA supports ~~transparency and accountability for ALL school aid funds (i.e., community governed public school districts, charter schools, cyber schools, community colleges, public universities)~~ holding every school that receives public funding to the same accountability and transparency standards, including FOIA requests and the Open Meetings Act. This includes local districts, ISDs, Public School Academies (aka Charter Schools), their authorizers and management companies, as well as all colleges and universities. [MASB Resolution A 6.65 (c), (d), (f)]

Rationale: Expanded to include FOIA requests, OMA and additional school entities

### BROADBAND ACCESS AND DEVICES [OCSBA Adopted 9/11/2021]

- Broadband should be included in any federal or state infrastructure plan.
- ~~We support~~ OCSBA supports additional federal and state funding opportunities to expand affordable and reliable broadband access.
- ~~We support~~ OCSBA supports federal and state programs for the purchase of internet capable devices and software.
- OCSBA supports dedicated resources for cybersecurity. [MASB Resolution A-10.30 – 2021 amendment]

Rationale: a) Update “we support” to “OCSBA supports” in all resolutions. (b) Cybersecurity is a growing issue and needs dedicated funding and support.

### MENTAL HEALTH [OCSBA Adopted 9/24/2019]

OCSBA supports increased mental health services and professionals in schools and ~~provide adequate state resources~~ providing, at a minimum, annual inflation adjusted state resources to allow schools to both educate and keep students and staff safe.

- Help staff identify potential mental health issues for students.
- Encourage MDE to develop a model policy for staff regarding identifying mental health issues and appropriate staff response.

[MASB Resolutions G 9.01; G 9.05; G 9.50]

Rationale: Districts need consistent, annual funding for mental health

#### **SCHOOL AID** [OCSBA Adopted 9/24/2019]

- ~~A. Oppose using School Aid Fund dollars for any other purpose than K-12 education. [MASB Resolution A 10.25]~~
- A. Specify that the School Aid Fund is only for Pre-K to 12<sup>th</sup> grade public education in Michigan's Constitution and oppose any attempts to create private school vouchers or tax credit programs. [MASB Resolutions A 10.25 (a) and A 10.05]
- B. Support additional funding for Special Education, At-Risk and ELL students. [MASB Resolutions A 10.25 (g) and (j); A 10.55]
- C. Protect the School Aid Fund and local revenues from state tax policy changes. [MASB Resolutions A 10.25 (c); A 10.55]
- ~~D. Specify that the School Aid Fund is only for Pre-K to 12th grade public education in Michigan's Constitution and oppose any attempts to create private school voucher or tax credit programs. [MASB Resolutions A 10.25 (a) and A 10.05]~~
- D. OCSBA supports enacting the annual School Aid Budget no later than June 1, so that school districts have factual information to meet their constitutional/statutory requirement to approve a budget by June 30. [MASB Resolution A 10.25 (h)]

Rationale: A and D were duplicative: Moving D to first bullet

#### **SCHOOL FINANCE RESEARCH COLLABORATIVE (SFRC)** [OCSBA Adopted 9/24/2019;

Amended 9/11/2021; 3/3/2023]

OCSBA supports implementation of the recommendations of the SFRC, ~~including the recommended additional studies on capital costs, infrastructure, and transportation, including the recommended additional studies on capital costs, infrastructure, and transportation.~~ While implementing the SFRC recommendations, higher funded districts must be held harmless. [MASB resolution G 11.01 and A-10.25 – 2021 amendment]

Rationale: Those recommended studies have been completed; now supporting all SFRC's recommendations.

#### **SCHOOL NUTRITION** [OCSBA Adopted 3/3/2023]

OCSBA supports ~~the expansion of the Free and Reduced Meals program to include all children as was done during the pandemic~~ codification of free universal meals.

#### **TEACHER SHORTAGES** [OCSBA Adopted 9/11/2021]

~~We support~~ OCSBA supports statewide initiatives to address teacher shortages and retain teachers, while maintaining quality teacher preparation programs. Initiatives might include, but should not be limited to, incentives to enter and complete a teaching college program, incentives for teachers to remain in the classroom, and easing the process to obtain Michigan certification for teachers that are certified in other states. [MASB 2021-2022 Legislative Priority]

Rationale: Replace "we" with OCSBA to be consistent across resolutions

#### **UNIVERSAL PRESCHOOL EARLY CHILDHOOD** [OCSBA Adopted 9/24/2019]

- OCSBA supports additional new dollars to fund universal, public preschool for all four year old children.
- OCSBA supports mandatory kindergarten for all five-year-old children. [OCSBA Adopted 9/24/2019; MASB Resolution A 6.15 (c)]

Rationale: (a) Public Preschool dollars should not be used for vouchers, private or parochial preschools. (b) Add support for mandatory kindergarten. Currently, kindergarten is not mandatory in the State of Michigan.

#### **WHEN ALIGNED WITH OCSBA LEGISLATIVE PRIORITIES, OCSBA ALSO SUPPORTS**

[OCSBA Adopted 9/24/2019]

- The National School Boards Association (NSBA) Legislative Agenda
- The Michigan Association of School Boards (MASB) Legislative Agenda
- The Oakland County Superintendents Association (OCSA) Legislative Agenda
- The Consortium of State School Board Associations (COSSBA) Legislative Agenda

**LINKS:** MASB Resolutions: <https://www.masb.org/resolutions.aspx>

NSBA Advocacy: IDEA <https://www.nsba.org/Advocacy>

COSSBA Advocacy: <https://www.cossba.org/advocacy>

Rationale: Adding COSSBA to the list of Associations with whom OCSBA aligns since MASB belongs to both NSBA and COSSBA

## **CONTINUING RESOLUTIONS**

**THE FOLLOWING RESOLUTIONS WERE PREVIOUSLY ADOPTED BY OUR MEMBERS**

**THE ADOPTION AND/OR AMENDMENT DATE(S) ARE NOTED FOR EACH RESOLUTION**

#### **EVIDENCE-BASED DECISION MAKING** [OCSBA Adopted 9/24/2019]

OCSBA supports evidence-based education policy that will maximize opportunities for the highest achievement of each student. [MASB Resolution G 11.01]

#### **LAME DUCK** [OCSBA Adopted 9/24/2019]

OCSBA supports lame duck parameters that will address introduction and accelerated passage of legislation after the November election.

#### **LOCAL CONTROL** [OCSBA Adopted 9/24/2019]

Support local control of community-governed public schools with elected school boards.

[MASB Resolution A 10.10; A 10.55; A 12.70]

- Help staff identify potential mental health issues for students.
- Encourage MDE to develop a model policy for staff regarding identifying mental health issues and appropriate staff response.

**SCHOOL SAFETY** [OCSBA Adopted 3/3/2023]

OCSBA supports that there be adequate state resources to allow schools to both educate and keep students and staff safe.

**SPECIAL EDUCATION** [OCSBA Adopted 9/24/2019]

OCSBA supports full funding of the federal Individuals with Disabilities Education Act (IDEA). Although federal legislation initially promised to provide 40 percent of the excess cost to educate students with disabilities, the appropriations have fallen short, leaving states and local school districts to make up the difference. [MASB Resolution A 5.01; NSBA Advocacy: IDEA]

**UNFUNDED MANDATES** [OCSBA Adopted 9/24/2019]

OCSBA Opposes any state or federal legislation that results in increased costs for school districts without full funding. OCSBA also encourages the Michigan Legislature to oppose any federal laws or programs that are not fully funded thus costing the state valuable resources.

[MASB Resolution A 10.20]

# Member District Ballot

## 2025 Resolutions



**Introduction.** Annually, the Oakland County School Boards Association (OCSBA) Government Relations Committee (GRC) establishes Legislative Priorities for the current legislative session. The Resolutions and Bylaws Committee then reviews the adopted legislative priorities and drafts new resolutions &/or amendments to previously adopted resolutions based on those legislative priorities. When there is alignment with MASB and/or NSBA resolutions, the MASB/NSBA resolution information is referenced.

Once reviewed by the Board of Directors, the proposed resolutions are presented to our member districts for consideration. Member School Districts only vote on proposed new or amended resolutions; continuing resolutions are not subject to re-vote. Resolutions that are approved by at least nineteen (19) Member School Districts shall be the official position of the Association as interpreted and pursued by its Board of Directors. Each Member District receives one (1) vote on the proposed Resolutions.

**Voting Period.** The proposed resolutions, legislative priorities and a ballot were transmitted to every Member and all Member School District Executive Assistants on April 23, 2025. The voting period shall remain open for at least forty (40) calendar days. **Completed ballots must be received no later than 5:00 PM on Friday, June 6, 2025.**

**Important! This ballot must be completed, signed and returned to [OCSBAboard@ocsba-mi.org](mailto:OCSBAboard@ocsba-mi.org) prior to the deadline or your District's vote cannot be counted!** OCSBA bylaws Article III, Section 2: Member School District votes shall be recorded upon receipt of the completed resolution or ballot indicating the vote of the Member School District's Trustees. Member School District votes must be received prior to the deadline indicated on the ballot or resolution.

### DOES THE BOARD OF EDUCATION APPROVE THE PROPOSED NEW &/OR AMENDED RESOLUTIONS AS PRESENTED?

The vote of the \_\_\_\_\_ School District  
*Insert District Name*

Board of Education on \_\_\_\_\_, 20\_\_\_\_  
*Insert Meeting Date*

check one

☐ **YES.** The Board approves all proposed new and amended resolutions as presented.

☐ **NO.** The Board does not approve all proposed new & amended resolutions as presented.

**I HEREBY CERTIFY** that the foregoing is a true and correct record of the vote by the Board of Education.

**Signed by** (check one) ☐ Board Secretary -or- ☐ Executive Assistant to the Board of Education & Superintendent

\_\_\_\_\_  
*Printed Name*

\_\_\_\_\_  
*Signature*

**Email your completed & signed ballot to [OCSBAboard@ocsba-mi.org](mailto:OCSBAboard@ocsba-mi.org)  
no later than 5:00 PM on Friday, June 6, 2025**

Questions? Contact Stefanie Crane – [scrane@clarkston.k12.mi.us](mailto:scrane@clarkston.k12.mi.us) – 248.835.5062