



Resolution

Resolution to Reorganize the Oregon School Boards Association as a Non-Profit Corporation and Adopt the Proposed 2017 Bylaws

WHEREAS, the Oregon School Boards Association (OSBA) was formed in 1946 as a volunteer association of locally elected public school boards; and

WHEREAS, at the direction of the Board of Directors of OSBA, an organizational review was initiated with the goal of confirming OSBA's tax-exempt status and all related requirements; and

WHEREAS, the OSBA Board of Directors determined, based on the review, that it was in the membership's best interest to formally incorporate under ORS Chapter 65 as a nonprofit to ensure OSBA can maintain its political and legislative advocacy program; and

WHEREAS, a more clear recognition of OSBA's legal status will help ensure Board members' protection from individual liability; and

WHEREAS, the decision to formally incorporate under ORS Chapter 65 to nonprofit status requires replacement of the current OSBA Constitution with proposed Bylaws; and

WHEREAS, the OSBA Board of Directors received updates and discussed the transition at several OSBA Board meetings throughout 2016 and 2017 and conducted a review of the Bylaws at their June 2017 meeting; and

WHEREAS, after reviewing the recommended OSBA Bylaws as proposed by staff and legal counsel, the OSBA Board of Directors supports the recommendation to convert to a non-profit entity formed in accordance with the attached Bylaws:

THEREFORE, BE IT RESOLVED by the OSBA Board of Directors that the proposed Bylaws be submitted to the membership for consideration during the 2017 OSBA election; and

BE IT FURTHER RESOLVED that the proposed Bylaws and a copy of this resolution be forwarded to all member boards of the Association in accordance with the OSBA Board of Directors adopted elections calendar.

Submitted by: OSBA Board of Directors